

Department of Corporate Services,
BSE Limited
Phiroze Jeejeebhoy Towers, Dalal Street,
Mumbai - 400 001

Listing Department,
National Stock Exchange of India Limited
C-1, G-Block, Bandra - Kurla Complex
Bandra (E), Mumbai - 400 051

**Scrip Code: 543320, Scrip Symbol: ETERNAL
ISIN: INE758T01015**

Sub.: Proceedings of the 15th Annual General Meeting of Eternal Limited ("the Company")

Dear Sir/Ma'am,

Pursuant to Regulation 30 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, please find enclosed herewith summary of proceedings of the 15th Annual General Meeting of the Company, held through video conferencing/ other audio visual means on Tuesday, August 19, 2025, at 12:00 P.M. (IST).

The attached information will also be hosted on the website of the Company i.e. www.eternal.com

**For Eternal Limited
(Formerly known as Zomato Limited)**

**Sandhya Sethia
Company Secretary & Compliance Officer
Place: Gurugram
Date: August 19, 2025
Encl.: As above**

ETERNAL LIMITED (Formerly known as Zomato Limited)

Registered Address: Ground Floor 12A, 94 Meghdoot, Nehru Place, New Delhi - 110019, India

CIN: L93030DL2010PLC198141, **Telephone Number:** 011 - 40592373

Summary of proceedings of the 15th Annual General Meeting (“AGM”) of Eternal Limited (Formerly known as Zomato Limited) (“Company”)

A. Date, time, venue of the AGM:

AGM of the Company was held on Tuesday, August 19, 2025 at 12:00 P.M. (IST) through video conferencing (“VC”) / other audio visual means (“OAVM”) facility provided by National Securities Depository Limited (“NSDL”), in compliance with the provisions of Companies Act, 2013 read with rules thereunder (“Act”) and Securities Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“Listing Regulations”) and various circulars issued by the Ministry of Corporate Affairs (“MCA”) and SEBI, from time to time.

In terms of Listing Regulations, the Company also hosted a live webcast of the proceedings of the AGM on the website of NSDL for the members of the Company.

The proceedings of this AGM were deemed to be conducted at the registered office of the Company. The AGM commenced at 12:00 P.M. (IST) and concluded at 1:13 P.M. (IST) (including time allowed for e-voting at the AGM).

B. Attendance at the AGM:

- I. Details of directors, key managerial personnel, auditors (statutory auditors & secretarial auditors), scrutinizer, who attended the AGM through VC/ OAVM:
 - a) Mr. Kaushik Dutta: Independent Director & Chairman of board of directors
 - b) Mr. Deepinder Goyal: Founder, Managing Director & Chief Executive Officer
 - c) Ms. Aparna Popat Ved: Independent Director
 - d) Ms. Namita Gupta: Independent Director & Chairperson - Nomination and Remuneration Committee
 - e) Mr. Sanjeev Bikhchandani: Nominee Director & Chairman - Stakeholders’ Relationship Committee
 - f) Ms. Sutapa Banerjee: Independent Director & Chairperson - Audit Committee
 - g) Mr. Akshant Goyal: Chief Financial Officer
 - h) Ms. Sandhya Sethia: Company Secretary & Compliance Officer
 - i) Mr. Vikas Khurana: Representing M/s Deloitte Haskins & Sells, Statutory Auditors of the Company
 - j) Mr. Rupesh Agarwal: Representing M/s Chandrasekaran Associates, Secretarial Auditors of the Company and the scrutinizer for the e-voting process

C. Brief proceedings of the AGM:

- The Moderator welcomed the members attending the AGM of the Company virtually. For the smooth conduct of the AGM, the moderator announced that participants will be in mute mode by default upon entry and only pre-registered speakers will be able to speak at the AGM.
- After the announcement, the moderator handed over the proceedings to the company secretary and compliance officer of the Company.
- The company secretary welcomed all the members at the AGM and informed them that pursuant to Circulars issued by the MCA and SEBI, the AGM is being conducted through VC/ OAVM and that the live webcast of the proceedings of this meeting is available on the website of NSDL.
- She informed that the Company had made efforts to enable members to participate through VC/ OAVM and vote electronically prior to the AGM or during the AGM in a seamless manner.

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- The company secretary also informed the members that since the meeting was being conducted virtually, there was no requirement to provide a facility to appoint a proxy and the proceedings of this AGM shall be deemed to be conducted at the registered office of the Company. She further communicated that the statutory registers and other required documents were available for inspection electronically by the members.
- The company secretary welcomed the board of directors, chief financial officer, auditors, other stakeholders and dignitaries present at the AGM.
- The company secretary introduced the directors and officials participating in the AGM and confirmed the presence of:
 - a) Kaushik Dutta - Independent director & chairman of the board of directors of the Company, chairman of the fund raising committee and member of the audit committee, nomination and remuneration committee and risk management committee. He was participating from Gurugram.
 - b) Deepinder Goyal - Founder, managing director & chief executive officer of the Company, chairman of the risk management committee, corporate social responsibility committee, investment committee and member of stakeholders' relationship committee and fund raising committee. He was participating from Gurugram.
 - c) Sutapa Banerjee - Independent director on the board of directors of the Company, chairperson of the audit committee and member of investment committee. She was participating from Mumbai.
 - d) Namita Gupta - Independent director on the board of directors of the Company, chairperson of nomination and remuneration committee and member of the audit committee, risk management committee, stakeholders' relationship committee and corporate social responsibility committee. She was participating from Gurugram.
 - e) Aparna Popat Ved - Independent director on the board of directors of the Company and member of the corporate social responsibility committee. She was participating from Mumbai.
 - f) Sanjeev Bikhchandani - Nominee director on the board of directors of the Company, chairman of stakeholders' relationship committee and member of the audit committee, nomination and remuneration committee, investment committee and fund raising committee. He was participating from Gurugram.
 - g) Akshant Goyal - Chief financial officer of the Company and member of the investment committee. He was participating from Gurugram.
- The company secretary also confirmed the presence of representatives of statutory auditors, secretarial auditors and scrutinizer at the meeting.
- The company secretary informed that pursuant to the relevant provision of the Articles of Association of the Company, Mr. Kaushik Dutta took the chair.
- The company secretary requested Mr. Kaushik Dutta, chairman to address the members.
- Mr. Kaushik Dutta welcomed all the members and board of directors of the Company present at the AGM. The Chairman informed that the requisite quorum was present and declared the meeting was in order.

- The Chairman delivered his speech including key highlights about the performance of the Eternal during FY25.
- The company secretary requested the moderator to open the floor for Q&A so that the members who had pre-registered themselves as 'speakers' could ask questions, express their views, give suggestions and make enquiries on the operations and financial performance of the Company & related matters. Members proceeded to ask questions to the board of directors and management of the Company.
- The questions raised by the members were answered by Mr. Akshant Goyal.
- The company secretary requested the members who were not able to speak at the AGM to email their queries at shareholders@eternal.com or companysecretary@eternal.com.
- The company secretary informed the members that the notice of AGM, the board report, statutory reports, the auditor's report, financial statements for the financial year ended March 31, 2025, have been sent to the members of the Company at their registered email address, within prescribed timelines. Further, the Company has sent physical communication containing the weblink and the exact path of the Company's website to access the Notice and Annual Report to members whose email addresses were not registered. She also informed the members that the statutory auditors' report and secretarial auditors' report of the Company did not contain any qualifications or adverse remarks, and with the consent of members, notice of AGM, the board report, statutory reports, the auditor's report, financial statements for the financial year ended March 31, 2025 were taken as read.
- Thereafter, members were briefed on the resolutions as set out in the notice of AGM.

Ordinary Business(es):

- 1) To consider and adopt the audited standalone and consolidated financial statements of the Company for the financial year ended March 31, 2025, together with the reports of the board of directors and auditors' thereon;
- 2) To re-appoint Sanjeev Bikhchandani (DIN: 00065640), Non-Executive Nominee Director, who retires by rotation and being eligible, offers himself for re-appointment;
- 3) To re-appoint M/s Deloitte Haskins & Sells, Chartered Accountants as the Statutory Auditors of the Company for a second term of 5 (five) consecutive years and to determine their remuneration; and

Special Business:

- 4) To appoint M/s Chandrasekaran Associates, Company Secretaries as the Secretarial Auditors of the Company for a term of 5 (five) consecutive years.
- The company secretary further informed that the members holding shares as on the cut-off date i.e. Tuesday, August 12, 2025, were entitled to cast their votes virtually through the facility of remote e-voting or e-voting at the AGM, as provided by the Company. The remote e-voting facility commenced from Friday, August 15, 2025 at 9.00 A.M. (IST) and concluded on Monday, August 18, 2025 at 5.00 P.M. (IST).
 - She also informed that board of directors of the Company had appointed Mr. Rupesh Agarwal, (Membership No.: ACS 16302, CP No.: 5673), Managing Partner, M/s Chandrasekaran Associates, Company Secretaries as the scrutinizer to supervise the e-voting process in a fair and transparent manner.

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- Further, the members attending the AGM who had not cast their vote were also given the facility to cast their vote virtually at the meeting.
- The members were informed that the voting results along with the scrutinizer's report will be filed with both BSE and NSE and will be available for inspection at the registered office and corporate office of the Company. The report will also be uploaded on the Company's website www.eternal.com and also on the website of NSDL at www.evoting.nsdl.com (within stipulated timelines).
- The company secretary announced that the e-voting facility is being opened and kept active for 15 minutes for members to cast their vote and the meeting was closed with a vote of thanks.
- In furtherance to the above proceedings of AGM, we wish to inform the members of the Company that the following will be submitted to exchanges(s) within stipulated timelines:
 - (i) Voting Results under Regulation 44(3) of the Listing Regulations
 - (ii) Scrutinizer's Report under Section 108 of the Companies Act, 2013
- All the resolutions as set forth in the 15th AGM notice are deemed to be passed on Tuesday, August 19, 2025, subject to receipt of requisite majority.

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**Sandhya Sethia
Company Secretary & Compliance Officer
Place: Gurugram
Date: August 19, 2025**

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