



**Birla Corporation Limited**

**Corporate Office:**

1, Shakespeare Sarani,  
A.C. Market (2<sup>nd</sup> Floor), Kolkata 700 071

P: 033 6603 3300-02

F: +91 332288 4426

E: Coordinator@birlacorp.com

22nd December, 2025

**BSE Limited**

Phiroze Jeejeebhoy Towers,  
Dalal Street,  
Mumbai- 400 001

**Scrip Code: 500335**

**National Stock Exchange of India Ltd.**

'Exchange Plaza', C-1, Block G,  
Bandra-Kurla Complex, Bandra (East)  
Mumbai- 400 051

**Scrip Symbol: BIRLACORPN**

Dear Sir(s),

**Sub: Proceedings of the Adjourned 105th Annual General Meeting ('AGM') of the Company**

Pursuant to Regulation 30 read with Schedule III of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, please find enclosed herewith summary of the proceedings of the Adjourned 105th AGM of the Company held on Monday, 22nd December, 2025 at 10.30 a.m. (IST) at Gyan Manch, 11, Pretoria Street, Kolkata – 700071.

The meeting concluded at 11.20 a.m. (IST).

This is for your information and records.

Thanking you,

Yours faithfully,

For **BIRLA CORPORATION LIMITED**

**MANOJ KUMAR MEHTA**

**Company Secretary & Legal Head**

**Encl:** As above



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## **SUMMARY OF THE PROCEEDINGS OF THE ADJOURNED 105TH ANNUAL GENERAL MEETING OF BIRLA CORPORATION LIMITED**

The Adjourned 105th Annual General Meeting ('AGM') of the Members of Birla Corporation Limited ("the Company") (which was originally convened on 15th September, 2025 at 10.30 a.m. and was adjourned sine die in respect of Agenda Item no. 5 of the Notice of AGM dated 9th May, 2025 relating to adoption of new set of Articles of Association of the Company) was held today, i.e. on Monday, 22nd December, 2025 at 10.30 a.m. (IST) at Gyan Manch, 11, Pretoria Street, Kolkata – 700071.

Shri Harsh V. Lodha, Chairman of the Board & Chairman of the Stakeholders Relationship Committee and Corporate Social Responsibility Committee, took the Chair in accordance with Article 94 of the Company's Articles of Association and Section 104 of the Companies Act, 2013.

Shri Anup Singh, Chairman of the Audit Committee and Nomination and Remuneration Committee of the Company had expressed his inability to attend the meeting due to certain unavoidable circumstances. Therefore, he had authorized on his behalf Shri Sandip Ghose, Managing Director & Chief Executive Officer to act as the representative of Audit Committee to answer shareholders' queries, if any and had also authorised Shri Harsh V. Lodha to act as the representative of the Nomination and Remuneration Committee.

Shri Sandip Ghose, Managing Director & Chief Executive Officer of the Company and Authorised Representative of the Audit Committee was present at the Meeting. In view of the prior commitments, other remaining Directors of the Company were unable to attend the meeting.

The representatives of the Statutory Auditors, Secretarial Auditors of the Company and the Scrutinizer were also present in the meeting.

The Chairman commenced the proceedings by welcoming the Members to the Adjourned 105th AGM of the Company which was re-convened to transact only the unfinished item of business remaining from the original meeting held on 15th September, 2025. The requisite quorum being present, the Chairman called the Meeting to order.

The Chairman informed the members that pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended, Secretarial Standard on General Meetings, Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and other SEBI Circulars, the Company has extended to its Members the facility to exercise their right to vote by electronic means i.e. by remote e-voting in respect of the business to be transacted at the



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Meeting. The remote e-voting commenced on 19th December, 2025 from 9:00 am and ended on 21st December, 2025 at 5:00 pm.

The Chairman informed the Members that the Company has also provided facility to the Members to cast their vote through Ballot paper once the proceedings of the meeting ends.

Reference was drawn by the Chairman to an ex-parte ad-interim order of temporary injunction dated 11th September, 2025 passed by the Learned Civil Judge (Sr. Division), Alipore, restraining the Company from conducting any poll including remote e-voting and publishing result of voting on Item No. 5 of the 105th AGM Notice relating to adoption of new set of Articles of Association of the Company.

The Chairman informed that in view of the above and based on the legal advice, the consideration of Item No. 5 of the Notice of the said AGM was adjourned sine die in the AGM held on 15th September, 2025.

The Chairman informed the Members that consequent to the injunction Order, two separate Appeals being Misc. Appeal No. 303 of 2025 and Misc. Appeal No. 360 of 2025 were filed by the Company and the Company Secretary & Legal Head, respectively before the Learned District Judge (Sr. Division) at Alipore which were later transferred to the 16th Court of Additional District & Sessions Judge, Alipore, South 24 Parganas.

The Chairman further informed that the 16th Court of Additional District & Sessions Judge, Alipore, South 24 Parganas, vide its Orders dated 21st November, 2025 has pleased to stay the impugned order dated 11th September, 2025 passed by the Learned Civil Judge (Sr. Division) till disposal of the Misc. Appeal(s).

In view of the aforesaid Orders, the Adjourned 105th AGM was re-convened to consider Agenda Item No. 5 of the original AGM Notice dated 9th May, 2025, relating to the adoption of a new set of Articles of Association of the Company.

Shri Anil Kumar Murarka, Company Secretary in wholetime practice appointed for the original 105th AGM continued to act as the Scrutinizer to scrutinize the voting and remote e-voting process.

The Chairman informed the Members that the Register of Directors and Key Managerial Personnel and their shareholding maintained under Section 170 of the Companies Act, 2013 and the Register of Contracts or arrangements in which Directors are interested maintained under Section 189 of the Companies Act, 2013 and all other documents referred to in the Notice of the Adjourned AGM were open and available for inspection during the meeting to any person having a right to attend the meeting.

In terms of the Notice of the 105th Adjourned AGM dated 27th November, 2025 the following business was transacted at the Meeting:



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**Special Business:**

**1. Item No. 5 of original Notice of AGM dated 9th May, 2025: Adoption of new set of Articles of Association of the Company: Special Resolution**

Then on invitation of the Chairman, several Members addressing the meeting, expressed their views and question on the aforesaid item of business, to which appropriate replies were given by the Chairman.

The Chairman then thanked the Members for their continued support and for attending and participating in the meeting.

Thereafter, the Chairman ordered that the voting through Ballot Paper be conducted on the Resolution No. 1 relating to Special business as set out in the Notice of the Adjourned 105th AGM.

The Chairman informed that the consolidated results of the voting will be announced within 2 working days of the conclusion of the meeting and the results along with the Scrutinizer's Report will be intimated to the Stock Exchanges in terms of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and will also be placed on the website of the Company and Central Depository Services (India) Limited.

A total of 477 members were present in the meeting in person/ through proxy.

The voting results pursuant to Regulation 44(3) of SEBI (Listing Obligations and Disclosures Requirements) Regulations, 2015 and Report of the Scrutinizer, pursuant to Section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014 will be submitted in due course.

For **BIRLA CORPORATION LIMITED**

**MANOJ KUMAR MEHTA**  
**Company Secretary & Legal Head**