

IGIL INDO GULF INDUSTRIES LIMITED

Corporate Office: 154, Rajpur Road, Jakhan, Dehradun Uttarakhand-248001

E-mail: rj.headoffice@gmail.com

Phone: 0135-2114568/ 2735249, Fax': 0135-2733960

Website: www.indogulfind.com

Corporate Identity Number {CIN}: L74900DL1981PLC011425

30.08.2025

√ BSE LIMITED

The Corporate Relationship Department

1st Floor, New Trading Wing,

Rotunda Building,

Phiroze Jeejeebhoy Towers

Dalal Street, Fort

Mumbai-400001

Scrip Code: 506945

Dear Sir

Sub: Summary of proceeding of 42nd Annual General Meeting (AGM) and voting results

This is to inform that the shareholders of the Company at their 42nd AGM held on i.e 30th day of August, 2025 at 11.32 A.M and concluded at 11: 41AM through video conferencing (VC)/ Other Audio Visual Means ("OAVM"). The meeting was held in compliance with the vide its General Circular No. 14/2020 dated April 8, 2020, General Circular No. 17/2020 dated April 13, 2020, General Circular No. 20/2020 dated May 5, 2020, General Circular No. 22/2020 dated June 15, 2020, General Circular No. 33/2020 dated September 28, 2020, General Circular No. 39/2020 dated December 31, 2020, Circular No. 02/2021 dated January 13, 2021 and General Circular No. 02/2022 dated May 5, 2022 (collectively "MCA Circulars") and Securities and Exchange Board of India ("SEBI") vide its Circular No. SEBI/HO/CFD/CMD1/ CIR/P/2020/79 dated May 12, 2020, Circular No. SEBI/ HO/CFD/CMD2/CIR/P/2021/11 dated January 15, 2021 and Circular No. SEBI/HO/CFD/CMD2/CIR/P/2022/62 on May 13, 2022 (collectively "SEBI Circulars") issued by the Securities and Exchange Board of India ("SEBI") and as per the applicable provisions of the Companies Act, 2013 and the Rules made thereunder

The shareholders have approved with majority the following matters as detailed in the AGM notice dated 04/08/2025

1	To receive, consider and adopt the Audited Financial Statements of the Company for the financial year ended on 31st March, 2025, including the Balance Sheet as at 31st March, 2025, the Statement of Profit and Loss and the Cash Flow Statement for the financial year ended on that date and the Reports of the Board of Directors and the Auditors thereon.
2	<p>To appoint a Director in place of Mr. Rajesh Jain, Director, who retires by rotation and being eligible offers himself for re-appointment in this regard to consider and if thought fit, to pass the following resolution as an Ordinary Resolution.</p> <p>"RESOLVED THAT Mr. Rajesh Jain, who retire by rotation in terms of Section 152 of Companies Act, 2013 and being eligible be and is hereby re-appointed as Director of the Company whose office shall be liable to retirement by rotation".</p> <p>FURTHER RESOLVED THAT any director of the Company be and is hereby authorized to do all such acts, things and deeds as may be deemed necessary to give effect to the above stated resolutions."</p>

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3	<p>Material Related Party Transaction(s) between the Company and M/s Ganesh Explosives Private Limited, Holding Company.</p> <p>To consider and, if thought fit, to pass the following Resolution as an Ordinary Resolution.</p> <p>“RESOLVED THAT pursuant to the provisions of Regulations 2(1)(zc), 23(4) and other applicable Regulations, if any, of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (‘SEBI Listing Regulations’), as amended from time to time, Section 2(76) and other applicable provisions of the Companies Act, 2013 (‘Act’) read with the Rules framed thereunder [including any statutory modification(s) or re-enactment(s) thereof for the time being in force] and other applicable laws / statutory provisions, if any, the Company’s Policy on Related Party Transactions as well as subject to such approval(s), consent(s) and/or permission(s), as may be required and based on the recommendation of the Audit Committee, consent of the Members of the Company be and is hereby accorded to the Board of Directors of the Company (hereinafter referred to as the ‘Board’, which term shall be deemed to include the Audit Committee or any other Committee constituted / empowered / to be constituted by the Board from time to time to exercise its powers conferred by this Resolution) to the Material Related Party Transaction(s) / Contract(s)/ Arrangement(s) / Agreement(s) entered into / proposed to be entered into (whether by way of an individual transaction or transactions taken together or a series of transactions or otherwise), as mentioned in detail in the Explanatory Statement annexed herewith, between the Company and Ganesh Explosives Private Limited (‘GEPL’) a holding of the Company and accordingly a ‘Related Party’ of the Company, on such terms and conditions as may be mutually agreed between the Company and GEPL, for an aggregate value not exceeding `Rs. 8 crore during the financial year 2025-26, provided that such transaction(s) / contract(s) / arrangement(s) / agreement(s) is being carried out at an arm’s length pricing basis and in the ordinary course of business.</p> <p>RESOLVED FURTHER THAT the Board be and is hereby authorized to do and perform all such acts, deeds, matters and things, as may be necessary, including but not limited to, finalizing the terms and conditions, methods and modes in respect of executing necessary documents, including contract(s) / arrangement(s) / agreement(s) and other ancillary documents; seeking necessary approvals from the authorities; settling all such issues, questions, difficulties or doubts whatsoever that may arise and to take all such decisions from powers herein conferred; and delegate all or any of the powers herein conferred to any Director, Chief Financial Officer, Company Secretary or any other Officer / Authorised Representative of the Company, without being required to seek further consent from the Members and that the Members shall be deemed to have accorded their consent thereto expressly by the authority of this Resolution.</p> <p>RESOLVED FURTHER THAT all actions taken by the Board in connection with any matter referred to or contemplated in this Resolution, be and is hereby approved, ratified and confirmed in all respect.”</p>
4	<p>Material Related Party Transaction(s) between the Company and M/s Rajesh Explosives Private Limited</p> <p>To consider and, if thought fit, to pass the following Resolution as an Ordinary Resolution:</p>

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	<p>“RESOLVED THAT pursuant to the provisions of Regulations 2(1)(zc), 23(4) and other applicable Regulations, if any, of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (‘SEBI Listing Regulations’), as amended from time to time, Section 2(76) and other applicable provisions of the Companies Act, 2013 (‘Act’) read with the Rules framed thereunder [including any statutory modification(s) or re-enactment(s) thereof for the time being in force]and other applicable laws / statutory provisions, if any, the Company’s Policy on Related Party Transactions as well as subject to such approval(s), consent(s) and/or permission(s), as may be required and based on the recommendation of the Audit Committee, consent of the Members of the Company be and is hereby accorded to the Board of Directors of the Company (hereinafter referred to as the ‘Board’, which term shall be deemed to include the Audit Committee or any other Committee constituted /empowered / to be constituted by the Board from time to time to exercise its powers conferred by this Resolution) to the Material Related Party Transaction(s) / Contract(s)/ Arrangement(s) / Agreement(s) entered into / proposed to be entered into (whether by way of an individual transaction or transactions taken together or a series of transactions or otherwise), as mentioned in detail in the Explanatory Statement annexed herewith, between the Company an Rajesh Explosives Private Limited (‘REPL’) a the Company under same management and accordingly a ‘Related Party’ of the Company, on such terms and conditions as may be mutually agreed between the Company and REPL, for an aggregate value not exceeding `Rs. 1 Crore during the financial year 2025-26, provided that such transaction(s) / contract(s)/ arrangement(s) / agreement(s) is being carried out at an arm’s length pricing basis and in the ordinary course of business.</p> <p>RESOLVED FURTHER THAT the Board be and is hereby authorized to do and perform all such acts, deeds, matters and things, as may be necessary, including but not limited to, finalizing the terms and conditions, methods and modes in respect of executing necessary documents, including contract(s) / arrangement(s) / agreement(s) and other ancillary documents; seeking necessary approvals from the authorities; settling all such issues, questions, difficulties or doubts whatsoever that may arise and to take all such decisions from powers herein conferred; and delegate all or any of the powers herein conferred to any Director, Chief Financial Officer, Company Secretary or any other Officer / Authorised Representative of the Company, without being required to seek further consent from the Members and that the Members shall be deemed to have accorded their consent thereto expressly by the authority of this Resolution.</p> <p>RESOLVED FURTHER THAT all actions taken by the Board in connection with any matter referred to or contemplated in this Resolution, be and is hereby approved, ratified and confirmed in all respect.”</p>
5	<p>Ratification of remuneration of Cost Auditors:</p> <p>To consider and, if thought fit, to pass with or without modification(s), the following Resolution as an Ordinary Resolution</p> <p>“RESOLVED THAT pursuant to Section 148 and other applicable provisions, if any, of the CompaniesAct, 2013 (‘Act’) and the Companies (Audit and Auditors) Rules, 2014, as amended from time to time, the Company hereby ratifies the remuneration of ` 50,000 plus GST and out of pocket expenses payable to M/s. M/s. ASGC & Associates LLP, Cost Accountants, who are appointed by the</p>

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	<p>Board of Directors as Cost Auditors of the Company to conduct cost audits relating to cost records of the Company for the year ending 31st March, 2026.</p> <p>“RESOLVED FURTHER THAT the Board be and is hereby authorised to do all acts and take all such steps as may be necessary, proper or expedient to give effect to this resolution.”</p>
6	<p>Appointment of Sameer Kishore Bhatnagar, Practicing Company Secretaries as Secretarial Auditors and fix their remuneration.</p> <p>“RESOLVED THAT pursuant to the provisions of Regulation 24A & other applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“SEBI Listing Regulations”) read with Circulars issued thereunder from time to time and Section 204 and other applicable provisions of the Companies Act, 2013, if any read with Rule 9 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 (“the Act”), M/s Sameer Kishore Bhatnagar, Practising Company Secretary having M.No 30997 be and is hereby appointed as Secretarial Auditors of the Company for a period of 5 consecutive years, from April 1, 2025 to March 31, 2030 (‘the Term’), on such terms & conditions, including remuneration as may be determined by the Board of Directors (hereinafter referred to as the ‘Board’ which expression shall include any Committee thereof or person(s) authorized by the Board).</p> <p>RESOLVED FURTHER THAT approval of the Members is hereby accorded to the Board to avail or obtain from the Secretarial Auditor, such other services or certificates or reports which the Secretarial Auditor may be eligible to provide or issue under the applicable laws at a remuneration to be determined by the Board.</p> <p>RESOLVED FURTHER THAT the Board be and is hereby authorized to do all such acts, deeds, matters and things as may be considered necessary, desirable or expedient to give effect to this resolution and for matters connected therewith or incidental thereto</p>

The Company has availed e-voting facility from Central Depository Services (India) Limited. The remote e-voting facility commenced on 27th August, 2025 at 10.00 A.M and ended on 29th August, 2025 at 5.00 P.M. and was forthwith blocked by CDSL. The chairman, after discussion on the aforesaid resolutions allowed voting by ballot papers to all those members who were present at the meeting and whose names appeared in the register of members as on the cut-off date i.e 23rd August, 2025 but has not casted their votes by availing e-voting Facility.

The Chairman announced that the e-voting results along with the consolidated Scrutiniser’s Report shall be informed to Stock Exchanges and also be placed on the website of the Company within 48 hours from the conclusion of the meeting.

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All the business of the meeting was completed, the chairman declared the meeting as concluded. The chairman thanked all the members present at the meeting and for taking active interest in the working of company.

This is for your information and record .

Thanking you,

For Indo Gulf Industries Limited



Authorised Signatory

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