

30th September 2025

To,

**National Stock Exchange
of India Limited**
Exchange Plaza,
Bandra Kurla Complex,
Bandra (East), Mumbai - 400051
Maharashtra, India.
Symbol: BHARATIDIL

BSE Limited
Listing Compliance Department
Floor 25, P J Towers,
Dalal Street, Mumbai - 400001
Maharashtra, India.
Scrip Code: 532609

Dear Sir / Madam,

**Sub: Summary of Proceedings of the 48th Annual General Meeting ('AGM') of the
Company held on Tuesday, September 30, 2025**

Pursuant to Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, please find enclosed summary of the proceedings of the 48th Annual General Meeting (AGM) of the Company held on Tuesday, September 30, 2025 at 11:00 A.M.(IST) at registered office situated at Office-1001 Quantum Tower, Off S.V., Road, Ram Baug, Malad, Mumbai, Maharashtra, India, 400064 through Video Conferencing (VC) / Other Audio Visual Means (OAVM) in accordance with circular(s) issued by Ministry of Corporate Affairs and Securities and Exchange Board of India.

Requested you to kindly take the same on record.

Thanking you.

Yours faithfully.

For BHARATI DEFENCE AND INFRASTRUCTURE LIMITED

Sandeep Omprakash Agarwal
Managing director
DIN: 01295136

Date: 30th September 2025
Place: Mumbai

PROCEEDINGS OF THE 48TH ANNUAL GENERAL MEETING ('AGM') OF THE COMPANY:

Date time and venue of the Meeting.

The 48th Annual General Meeting ("AGM") of Bharati Defence and Infrastructure Limited was held on Tuesday, September 30, 2025 at 11:00 A.M. (IST) at registered office situated at Office-1001 Quantum Tower, Off S.V., Road, Ram Baug, Malad, Mumbai, Maharashtra, India, 400064 through Video Conferencing (VC) / Other Audio Visual Means (OAVM), in compliance with the provisions of the Companies Act, 2013 (as amended) and rules made thereunder, SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (as amended) and General circulars issued by SEBI from time to time.

The AGM commenced at 11:05 A.M. IST.

Brief details of the items deliberated at the Meeting.

Mr. Venkatraman Gopala Krishnan, CFO welcomed the Members to the meeting and brief them on certain points relating to participation at the Meeting. The requisite quorum being present as per Section 103 of the Companies Act, 2013.

Thereafter, Mr. Sandeep Agarwal, Chairman and Managing Director of the Company commenced the proceedings of the meeting. He welcomed all the Directors, Auditors and Members of the Company to the AGM. He then introduced his co-Directors including respective Chairpersons of the Audit Committee, Nomination and Remuneration Committee, Stakeholders Relationship Committee etc. who joined the Meeting through VC from various locations including the registered office of the Company.

The Chairman informed the Members that the documents which were statutorily required to be kept open were available electronically for inspection by the Members during the AGM.

Total 35 Members were present in person and/or through representatives of the Bodies Corporate.

Four Directors were present at the meeting including Two Independent Directors.

Mr. Vrushil Vinod Shah, Authorised Representative of M/s. C. B. Jain & Associates, Practicing Company Secretaries was present as required under the provisions of Secretarial Standards 2 on General Meeting.

CS Chirag Bhupendra Jain (Membership No. A37337 and COP No. 13973) founder and managing Partner of M/s. C. B. Jain & Associates, Practicing Company Secretaries was present as Scrutinizer for conducting remote e-Voting and e-Voting at the meeting.

Mr. Abhilash Darda, partner of A K Kocchar & Associates., Statutory Auditors was present.

The Chairman addressed the shareholders as follows:

Dear Shareholders,

Opening Remarks - National & Global Outlook

This year, India continues to assert its leadership on the global stage under the visionary guidance of our Hon'ble Prime Minister Shri Narendra Modi. His recent global engagements—from the G20 Summit to defence and maritime dialogues—have positioned India as a trusted partner in global manufacturing, shipbuilding, and supply chain resilience. With a clear roadmap towards “*Viksit Bharat 2047*”, India is strengthening strategic trade alliances, enhancing cooperation with the Global South, and reinforcing its image as a stable and forward-looking economy.

At Bharati Defence and Infrastructure Limited, we see these dynamics as a call to strengthen our core capabilities, align with the Government's *Atmanirbhar Bharat* vision, and emerge as a reliable partner in India's strategic and maritime security objectives.

Industry Overview - Global Perspective

The global defence and shipbuilding industry is currently undergoing a significant transformation. Heightened geopolitical tensions, rising maritime disputes, and the

growing importance of securing sea lanes have led to unprecedented investments in naval modernization and coastal defence infrastructure across the world

For Bharati Defence and Infrastructure Limited, these global trends present an opportunity to position ourselves as a competitive player in both the domestic and international markets, while contributing to the global goal of secure, sustainable, and technologically progressive maritime infrastructure.

Current Affairs Impacting Business

Global geopolitical tensions, including conflicts in the Indo-Pacific and Europe, have increased the focus on maritime security and naval modernization. While supply chain disruptions and rising input costs continue to challenge the shipbuilding industry worldwide, they are also driving governments and companies to diversify suppliers and invest in technological innovations such as unmanned vessels and green propulsion systems.

On the domestic front, India's emphasis on *Atmanirbhar Bharat*, higher defence spending, and indigenisation policies are creating significant opportunities for local shipbuilders. Meanwhile, global trade policy changes, such as recent US tariff hikes, underline the importance of market diversification. With India strengthening its role on international platforms and forming new trade partnerships, Bharati Defence and Infrastructure Limited is well-positioned to leverage these shifts to build resilience and pursue sustainable growth.

Company Performance FY 2024-25

During FY 2024-25, Bharati Defence and Infrastructure Limited successfully navigated a pivotal phase in its corporate journey. The company, which was under Corporate Insolvency Resolution Process (CIRP) and liquidation, received a significant milestone when the Mumbai Bench of the National Company Law Tribunal (NCLT) passed an order on 29th August 2024 for the sale of the company as a going concern. Subsequently, the liquidation process was formally closed on 14th January 2025.

With the new management in place, the company has stabilized its operations and is strategically positioned for growth. Despite external challenges, including global supply chain disruptions and macroeconomic pressures, the company has made steady progress in resuming normal business operations and strengthening its foundations for sustainable future performance.

- **Revenue:** The company reported a revenue increase generated primarily from the sale of scrap and other assets, as the company has not yet commenced its core business operations. The total revenue for the year reflects the monetization of surplus and non-operational assets, providing a base for the new management to focus on future operational activities and sustainable growth.
- **EBITDA:** The company reported healthy EBITDA which stood at ₹1,428.58 lacs, a significant jump from negative ₹2,52,210.25 lacs last year.
- **Net Profit:** The Net profit reported came in at ₹1,428.58 lacs vs. a loss of ₹2,52,210.25 lacs last year.

The following business as set out in the Notice convening the 48th AGM was transacted:

| Sr. no | Agenda Item | Nature of Resolution | Short Text of Resolution |
|--------|--|----------------------|---|
| 1 | Adoption of Financial Statements | Ordinary Resolution | To adopt the audited standalone financial statements of the Company for the year ended March 31, 2025 together with the reports of the Board and Auditors thereon. |
| 2 | Re-appointment of Statutory Auditors | Ordinary Resolution | To re-appoint A K Kocchar & Associates, Chartered Accountants (FRN: 0120410W), as Statutory Auditors of the Company for a term of 5 years and fix their remuneration. |
| 3 | Appointment of Secretarial Auditor | Ordinary Resolution | To appoint C.B. Jain & Associates (FRN: 13973) as the Secretarial Auditors of the Company for a period of 5 years on terms as decided by the Board. |
| 4 | Regularization of Appointment of Mr. Satyanarayan Parashar (DIN: | Ordinary Resolution | To appoint Mr. Satyanarayan Parashar as an Independent Director of the Company for a term of 5 consecutive years |

| | | | |
|---|---|------------------------|---|
| | 02583054) as Independent Director | | commencing from January 6, 2025. |
| 5 | Regularization of Appointment of Mr. Rahul Mittal (DIN: 10898208) as Independent Director | Ordinary Resolution | To appoint Mr. Rahul Mittal as an Independent Director of the Company for a term of 5 consecutive years commencing from January 6, 2025. |

Thereafter, the CFO invited the speaker shareholders to ask questions, offer their views / comments.

The no questions raised by shareholders of the Company, Thereafter, the CFO informed the members that, in terms of the provisions contained in Section 108 of the Companies Act, 2013 read with Companies (Management and Administration) Rules, 2014 & Regulation 44 of the SEBI (LODR) Regulations, 2015, the Company had provided the facility of remote e-voting on the resolutions proposed in the Annual General Meeting.

He further informed that, the shareholders who have not cast their votes through remote e-voting, can avail the facility to cast their votes electronically during the AGM.

Thereafter, the Chairman declared that the results of voting shall be declared immediately on receipt of the report of the Scrutinizer. The combined results of the votes cast by the Members through remote e-voting before the AGM and the e-voting during the meeting, on all resolutions, based on the report of the Scrutinizer, once finalized, will be informed to BSE Limited and National Stock Exchange of India Limited and will also be uploaded on the websites of the Company www.bdil.co.in

The Chairman conveyed the vote of thanks on behalf of the Company and Management to all the shareholders, Board of Directors and other invitees for their participation at the 48th AGM remotely valuable contribution, interest and involvement, continuous support and declared the Meeting as concluded.

The 48th AGM was concluded at 11:20 A.M. (including time allowed for e-voting at AGM).

**NOTE: THESE ARE NOT THE MINUTES OF THE PROCEEDINGS OF THE 48TH AGM
HELD ON SEPTEMBER 30, 2025.**

Requested you to kindly take the same on record.

Thanking you.

Yours faithfully,

For BHARATI DEFENCE AND INFRASTRUCTURE LIMITED

Sandeep Omprakash Agarwal
Managing director
DIN: 01295136

Date: 30th September 2025
Place: Mumbai