

SUMMARY OF PROCEEDINGS OF THE 43RD ANNUAL GENERAL MEETING

The 43rd Annual General Meeting ("AGM") of the Company was duly convened and held on Friday, 12th September, 2025 through Video Conferencing (VC)/ Other Audio Visual Means (OAVM) which commenced at 11:30 A.M (IST) and concluded at 12:08 P.M. (IST) in accordance with the applicable provisions under the Companies Act, 2013 ['Act']; SEBI (Listing Obligation and Disclosure Requirements), Regulations, 2015 ['SEBI (LODR)'] and Relevant Circulars issued by Ministry of Corporate Affairs ['MCA Circulars'] and Securities Exchange Board of India ['SEBI Circulars']. The proceedings of the AGM were deemed to be conducted at the registered office of the Company i.e., 3rd Floor, White House, 119, Park Street, Kolkata-700016 which was the deemed venue of the AGM.

Proceedings in Brief

Mr. Vikram Kapur, Chief Financial Officer (CFO) & Company Secretary welcomed all Members and briefed them about the guidelines for participation in the meeting. He confirmed the presence of the requisite quorum and called the meeting to order.

Taking on record the quorum being present, the Company Secretary welcomed the Board Members, Auditors, and all the Invitees present at the meeting. All Directors including the Chairman cum Whole-time Director, Managing Directors, Additional Directors (Executive, Non-executive), Non-executive Independent Directors attended the AGM. Representatives of Statutory Auditors, Secretarial Auditors, Cost Auditors and Mr. Raj Kumar Banthia, Scrutinizer were also present at the Meeting from their respective locations.

He then informed that The Statutory Registers as maintained under Companies Act, 2013 along with other relevant documents as required, were kept accessible electronically during the continuance of the Meeting.

Thereafter, the Chairman, Mr. Ram Gopal Bansal, greeted the shareholders. As the requisite quorum was present, the Chairman called the Meeting in order. The Quorum was present throughout the Meeting. He then requested Sri Harsh Kumar Bansal, Managing Director of the Company to continue the proceedings of the meeting.

Thereafter, Mr. Harsh Kumar Bansal, Managing Director, delivered his speech to the Shareholders, covering the highlights of the Company's performance for FY 2024-25, covering financial highlights, expansion projects, ESG initiatives, and future outlook.

The Company Secretary thereafter informed the following points: -

- a. The Company had engaged the services of Central Depository Services (India) Limited (CDSL) to provide remote e-voting facility which commenced Tuesday, September 09, 2025 at 9:00 AM and concluded on Thursday, September 11, 2025 at 5:00 PM and e-voting facility during the AGM to all the eligible Members to enable them to cast their votes electronically in respect of the businesses transacted at the Meeting.
- b. The facility for voting at the Meeting through e-Voting System provided by Central Depository Services (India) Limited was made available to Members who had not cast their vote by remote e-Voting prior to the Meeting and were attending the Meeting.

Thereafter, the notice of AGM was taken as read, briefing on the agenda of the Notice was given to the shareholders. It was further informed that Statutory Auditors' Report did not contain any qualification or adverse remarks. The Secretarial Auditor's report had an observation which was clarified in the Board's report forming part of the Integrated Annual Report.

Thereafter, he requested the members for an orderly conduct of voting at the venue and called out the speakers to give their feedback or views or ask questions, as may suffice.

Subsequently, the following items of business as set out in the Notice convening the 43rd Annual General Meeting were recommended for members' voting in a fair and transparent manner:

Particulars	Type of Resolution
Ordinary Business:	
<u>Item No. 1:</u> To receive, 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.	Ordinary
<u>Item No. 2:</u> To declare dividend of Re. 0.43 per Equity Share of Re. 1/- each i.e. 43% for the financial year ended 31 st March, 2025.	Ordinary

Item No. 3: To appoint a Director in place of Mr. Ram Gopal Bansal (DIN: 00144159) who retires by rotation and being eligible, offers himself for reappointment.	Ordinary
Special Business:	
Item No. 4: Ratification of the Remuneration of Cost Auditor, M/s Sohan Lal Jalan & Associates for the Financial Year 2025-26 and approval of the remuneration payable to him..	Ordinary
Item No. 5: Appointment of M/s MKB & Associates, Practicing Company Secretaries as the Secretarial Auditor of the Company for conducting secretarial audit for the period commencing from FY 2025-26 till FY 2029-30.	Ordinary
Item No. 6: Appointment of Mr. Vijay Kumar Agarwal as an Independent Director of the Company.	Special

The Company Secretary further informed the members that the voting results shall be submitted to Stock Exchanges (BSE Limited and The Calcutta Stock Exchange Limited) in the format prescribed under Regulation 44(3) of SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015 within the prescribed time period, after the scrutinizer's report is received by the Company and the same shall be uploaded on the website of the Company at www.bmwil.co.in, on the website of the Agency viz : CDSL at www.cdslindia.com and also on the website of the Stock Exchange where the shares of the Company are listed, i.e., www.bseindia.com www.cse-india.com to the extent allowed and permissible by stock exchanges.

The Chairman thanked the members for attending the 43rd Annual General Meeting of the Company. Thereafter, the meeting was concluded at 12:08 P.M. IST with a vote of thanks to the Chairman.

You are requested to take the aforesaid information on records.

Yours faithfully,
For BMW INDUSTRIES LIMITED

Vikram Kapur
Company Secretary