



GINNI FILAMENTS LIMITED

CIN : L71200UP1982PLC012550

Registered Office : D-196, Sector-63, Noida - 201 307 (U.P.), INDIA

Ph : + 91-120-4058400 (30 LINES)

Email: secretarial@ginnifilaments.com Website : www.ginnifilaments.com

September 26, 2025

National Stock Exchange of India Ltd. Exchange Plaza, 5 th Floor, Plot No.C/1, G Block, Bandra Kurta Complex, Bandra (East) MUMBAI-400 051. Maharashtra, India.	BSE Limited Phiroze JeeJeeBhoy Towers, Dalal Street , MUMBAI-400 051. Maharashtra, India
SCRIP CODE: GINNIFILA	SCRIP CODE: 590025

Sub.: Proceedings of 42nd Annual General Meeting (AGM) of the Company held on Friday, 26th September, 2025 at 11:45 A.M. through Video Conferencing (“VC”) / Other Audio Visual Means. (“OAVM”).

Dear Sir/ Madam,

In accordance with the provisions of Regulation 30 read with Schedule III of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we wish to inform you that members of the Company at their meeting held on 26th September, 2025 approved all the businesses as stated in the Notice of AGM dated 05 August, 2025 through e-voting.

The brief summary of the resolutions passed with the requisite majority are as under:

The following businesses were transacted at the meeting:

ORDINARY BUSINESS:

1. Adoption of Audited Financial Statements of the Company for the financial year ended on March 31, 2025 including the Audited Balance Sheet as at March 31, 2025 and the statement of Profit and Loss Accounts and Cash Flow for the year ended on that date and the Reports of the Board and the Auditors thereon.
2. Re-appointment of Shri Shishir Jaipuria (DIN 00274959), who retires by rotation and being eligible, offers himself for re-appointment.

SPECIAL BUSINESS:

3. Re-appointment of Shri Shishir Jaipuria as the Managing Director of the Company for a period of 3 years w.e.f. April 01, 2026 and payment of Remuneration and passed the following resolution as a Special Resolution:



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“RESOLVED THAT pursuant to the provisions of Section 196, 197 and 203 read with Schedule V and all other applicable provisions, if any, of the Companies Act, 2013, and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force) and Regulation 17(6)(e) of SEBI (Listing Obligation and Disclosure Requirements) Regulation, 2015, as amended from time to time and subject to such approvals as may be necessary, consent of the members of the Company be and is hereby accorded to the re-appointment of Shri Shishir Jaipuria (DIN 00274959) as the Managing Director of the Company for a further period of 3 (three) years with effect from April 01, 2026 on a remuneration as the minimum remuneration payable to him, irrespective of inadequacy or in absence of profits and on the terms and conditions as set out in the Statement annexed to the Notice of AGM with liberty to the Board of Directors (hereinafter referred to as “Board” which term shall be deemed to include the Nomination and Remuneration Committee constituted by the Board) to alter and vary the terms and conditions of the said re-appointment in such form and manner or with such modifications as the Board may deem fit and agreed to by Shri Shishir Jaipuria.

RESOLVED FURTHER THAT pursuant to the provisions of Section 152 and all other applicable provisions, if any, of the Companies Act, 2013 (including any statutory modification(s) or re-enactment thereof for the time being in force) and rules made thereunder, Shri Shishir Jaipuria, Managing Director of the Company, shall henceforth be liable to determination of retirement of Directors by rotation.

RESOLVED FURTHER THAT the Board be and is hereby authorized to do all such acts, matters, deeds and things and execute all such documents. Instruments and writings as may be required to give effect to the aforesaid Resolution.”

4. Appointment of Secretarial Auditor and Approval of his remuneration and passed the following resolution as a Ordinary Resolution:

“RESOLVED THAT pursuant to the provision of Regulation 24A and other applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with Section 204 and other applicable provisions of the Companies Act, 2013, if any, and applicable rules framed thereunder (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), M/s. Parveen Rastogi & Co, a Peer Reviewed Company Secretaries in Practice (Unique ID No: S2024DE965500, Firm registration no. 26582, and Peer Review Number: 5486/2024), be and is hereby appointed as Secretarial Auditor of the Company for a term of 5 (five) consecutive years commencing from April 1, 2025 and ending on March 31, 2030, at a remuneration of Rs. 1,60,000/- (Rupees One Lakh Sixty Thousand only) plus applicable taxes and reimbursement



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of out-of-pocket expenses on actuals for FY 2025-26, and for subsequent years of his term at such fee as may be determined by the Board of Directors of the Company or any Committee of the Board, based on the recommendation of the Audit Committee.

RESOLVED FURTHER THAT the Board of Directors be and are hereby authorised to take all actions and do all such deeds, matters and things, as may be necessary, proper or desirable and to settle any question, difficulty or doubt that may arise in this regard.”

5. Amendment in the Main Object Clause of Memorandum of Association as per the provision of the Companies Act, 2013 and passed the following resolution as a Special Resolution:

“**RESOLVED THAT** pursuant to the provisions of Sections 13 and other applicable provisions, if any, of the Companies Act, 2013 (the “Act”) and rules made thereunder (including any statutory modification(s), clarification(s), substitution(s) or reenactment(s) thereof for the time being in force) and subject to such approvals, permissions and sanctions from the Registrar of Companies (“ROC”), and such other approvals, consents, permissions and sanctions as may be required and subject to such conditions and modifications as may be prescribed, stipulated or imposed by any of them while granting such approvals, consents, permissions and sanctions and which may be agreed to by the Board of Directors of the Company, consent and approval of the Members of the Company be and is hereby accorded for effecting the alterations in the existing Main Object Clause III (A) of the Memorandum of Association (the “MOA”) of the Company by inserting a new Sub Clause No. 7 after sub clause 6:

Clause III (A) of the MOA (New Sub Clause 7):

To plan, promote, generate, acquire by purchase in bulk, develop, distribute all forms of energy including but not limited to all renewable energy and power generated by any source whether by wind, solar, thermal, atomic, biomass, coal, lignite, gas, geothermal or any other form by which energy or power can be produced, and to transmit, distribute, and supply such power for captive consumption by the Company in accordance with applicable laws and regulations”

RESOLVED FURTHER THAT Board of Directors of the Company, be and are hereby Jointly and Severally authorized to take necessary steps to obtain confirmation of concerned Registrar of Companies, Ministry of Corporate Affairs under Section 13(9) of the Companies Act, 2013 in respect of the aforesaid alteration of Clause III (A) of the Memorandum of Association and to agree to such modifications, terms & conditions in the new proposed sub clause as may be directed by the Registrar of Companies and to modify the same accordingly.



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RESOLVED FURTHER THAT the Board of Directors of the Company be and is hereby authorized to do all acts and take all such steps as may be necessary, proper or expedient to give effect to this resolution.”

The Chairman announced that the e-voting results along with the Scrutiniser's Report shall be informed to Stock Exchanges and also be placed on the website of the Company and CDSL within two working days from the conclusion of the meeting.

The Chairman then thanked the Members for their continued support and for attending and participating in the Meeting. The Meeting conclusion at 12:38 P.M.

You are requested to take the above information on your records.

Thanking You

Yours faithfully,

For GINNI FILAMENTS LIMITED

BHARAT SINGH

(COMPANY SECRETARY)

Membership No.- F6459