



# Gorani Industries Ltd.

CIN: L28121MP1995PLC009170  
GSTIN: 23AAACG6274B1Z2  
PAN: AAACG6274B

Regd. Office: Plot No. 32-33, Sector-F, Sanwer Road,  
Industrial Area , Indore-452 015 (M.P.) India  
Phone: 0731-2723202  
Email: gorani.industries@yahoo.com  
Website: www.goraniindustries.com

Date: 26/09/2025

Indore

To,  
The BSE Limited  
The Corporate Relationship Department,  
Pheeroj Jeejeebhoy Tower,  
Dalal Street, Mumbai (Maharashtra)

Dear Sir,

**Sub: Scrutinizer's Report on Remote E-voting and E-voting conducted for the Annual General Meeting of the Company Gorani Industries Limited held on Friday, 26<sup>th</sup> September, 2025 alongwith combined Scrutinizer Report on the same.**

**Ref: Scrip Code: BSE – 531608**

In connection with the captioned subject please find the Scrutinizer's Report on Remote E-voting and E-voting conducted pursuant to the provisions of Section 108 of the Companies Act, 2013 ("the Act") read with Rule 20 of Companies (Management and Administration) Rules, 2014 and pursuant to the Circular Nos. 14/2020, 17/2020, 20/2020, 22/2020, 33/2020, 39/2020, 10/2021, 20/2021, 03/2022, 10/2022, 09/2023 and 09/2024 dated April 8, 2020, April 13, 2020, May 05, 2020, June 15, 2020, September 28, 2020, December 31, 2020, June 23, 2021, December 8, 2021, May 5, 2022, December 28, 2022, September 25, 2023 and September 19, 2024 respectively issued by the Ministry of Corporate Affairs and also the combined report on the same for the Annual General Meeting of the Company Gorani Industries Limited held on 26<sup>th</sup> September, 2025.

You are requested to kindly take the same on record.

Thanking you.  
Yours faithfully

**For Gorani Industries Limited**

Nakul Gorani  
(Holding DIN: 06543317)  
Chairman Cum Whole-time Director



## CS Manish Jain

F.C.S., LL.B. (Hons.), ACIS (U.K.)

Insolvency Resolution Professional

IBBI/IPA-002/IP-N00047/2016-17/10092



*Manish Jain & Co.*  
Company Secretaries

### Report of Scrutinizer(s)

*[Pursuant to section 108 of the Companies Act, 2013 and rule 20 of the Companies  
(Management and Administration) Rules, 2014 made there under]*

To,  
The Chairman

The Annual General Meeting of the Equity Shareholders of the Company Gorani Industries Limited held on Friday, 26<sup>th</sup> day of September, 2025 at 12:30 P.M. through Video Conferencing (VC)/ Other Audio Visual Means (OAVM)

**Subject: Scrutinizer's Report on Remote E-voting conducted pursuant to the provisions of Section 108 of the Companies Act, 2013 ("the Act") read with Rule 20 of Companies (Management and Administration) Rules, 2014 as amended from time to time, for the Annual General Meeting of the Company Gorani Industries Limited held on Friday, 26<sup>th</sup> September, 2025.**

Dear Sir,

I, Manish Jain, of M/s Manish Jain & Co, Practicing Company Secretary, office at 01<sup>st</sup> Floor, 236, Anoop Nagar, Indore (M.P.)-452008 has been appointed as a Scrutinizer of Gorani Industries Limited ("the Company") for the purpose of scrutinizing the remote e-voting process in a fair and transparent manner and ascertaining the requisite majority on remote e-voting carried out as per the provisions of Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended from time to time on the below mentioned resolution(s), at the Annual General Meeting of the equity shareholders of Gorani Industries Limited, held on Friday, 26<sup>th</sup> September, 2025 at 12:30 P.M. through Video Conferencing (VC)/ Other Audio Visual Means (OAVM).

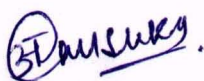
The Management of the Company is responsible to ensure the compliance with the requirement of Companies Act, 2013 and Rules made there under, in relation to Remote E-voting on the resolutions contained in the Notice convening the Annual General Meeting (AGM) of the members of the Company.



My responsibilities as scrutinizer for Remote E-voting process at the AGM is restricted to Scrutinizer's Report of the votes cast "in favour" or "Against" the resolutions stated above, based on the reports generated from the E-voting system provided by Central Depository Services (India) Limited .

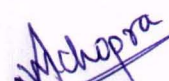
Further to the above, I submit my report as under:

1. The Company has availed Remote e-voting facility offered by Central Depository Services (India) Limited (CDSL) for conducting Remote E-voting for the members of the Company.
2. The members holding shares as on the "cut off" date i.e. Friday, 19<sup>th</sup> September, 2025 were entitled to vote on the proposed resolutions (Item no. 1 to 7 as set out in the notice of the Annual General Meeting of Gorani Industries Limited).
3. The remote e-voting period remained open from Tuesday, 23<sup>rd</sup> September, 2025 (09:00 A.M.) up to Thursday, 25<sup>th</sup> September, 2025 (05:00 P.M.) and the CDSL E-voting platform was blocked thereafter.
4. The votes were unblocked on 26<sup>th</sup> September, 2025 in the presence of two witnesses Ms. Anushka Singh Sengar and Ms. Ayushi Chopra, who are not in the employment of the Company. They have signed below in confirmation of the votes being unblocked in their presence.



Signature

(Anushka Singh Sengar)



Signature

(Ayushi Chopra)

5. Thereafter the details containing, inter-alia, list of equity shareholders, who voted "For" and "Against" were downloaded from the e-voting website of Central Depository Services (India) Ltd (CDSL) (<https://www.evotingindia.co.in>).
6. The Result of the e-voting is as under:
  - a) **Resolution No. 1 – Consider and adopt the audited financial statements of the Company for the financial year ended March 31, 2025, the reports of the Board of Directors and Auditors thereon.**





i. Voted **in favour** of the resolution:

Number of members voted through electronic voting system	Number of votes cast by them	% of total number of valid votes cast
26	4227649	100

ii. Voted **against** the resolution:

Number of members voted through electronic voting system	Number of votes cast by them	% of total number of valid votes cast
1	7	100

iii. **Invalid** votes:

Number of members voted through electronic voting system and whose votes were declared invalid	Total number of votes cast by them
0	0

b) Resolution No. 2 – Appointment of a director in place of Ms. Raina Goyal (Holding DIN- 08295368), Non-Executive Director, who retires by rotation and being eligible, offers herself for reappointment.

i. Voted **in favour** of the resolution:

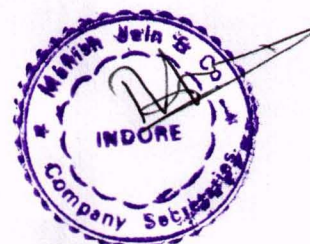
Number of members present and voting	Number of votes cast by them	% of total number of valid votes cast
26	4227649	100

ii. Voted **against** the resolution:

Number of members present and voting	Number of votes cast by them	% of total number of valid votes cast
1	7	0.00

iii. **Invalid** votes:

Total numbers of members and whose votes were declared invalid	Total number of votes cast by them
0	0





c) **Resolution No. 3 – Re-appointment of M/s. Sandeep Surendra Jain and Company, Chartered Accountants, bearing Firm Registration No. 010172C, Statutory Auditor of the Company, for their second term, to hold the office from the conclusion of this Annual General Meeting till the conclusion of the Thirty Fifth Annual General Meeting of the Company.**

i. Voted in favour of the resolution:

Number of members present and voting	Number of votes cast by them	% of total number of valid votes cast
26	4227649	100

ii. Voted against the resolution:

Number of members present and voting	Number of votes cast by them	% of total number of valid votes cast
1	7	0.00

iii. Invalid votes:

Total numbers of members and whose votes were declared invalid	Total number of votes cast by them
0	0

d) **Resolution No. 4 – Re-appointment of Mr. Sanjay Kumar Gorani (Holding DIN-00055531) as Managing Director of the Company for a period of 3 years w.e.f 01<sup>st</sup> June, 2025 to 31<sup>st</sup> May, 2028 on the monthly remuneration not exceeding Rs. 2,00,000.00 (Rupees Two Lakhs Only).**

i. Voted in favour of the resolution:

Number of members present and voting	Number of votes cast by them	% of total number of valid votes cast
19	889087	100

ii. Voted against the resolution:

Number of members present and voting	Number of votes cast by them	% of total number of valid votes cast
1	7	0.00





iii. **Invalid votes:**

Total numbers of members and whose votes were declared invalid	Total number of votes cast by them
0	0

- e) **Resolution No. 5 – Re-appointment of Mr. Nakul Gorani (Holding DIN-06543317) as the Whole-time Director of the Company for a period of 3 years w.e.f 01<sup>st</sup> June, 2025 to 31<sup>st</sup> May, 2028 on the monthly remuneration not exceeding Rs. 3,00,000.00 (Rupees Three Lakhs Only).**

i. **Voted in favour** of the resolution:

Number of members present and voting	Number of votes cast by them	% of total number of valid votes cast
19	889087	100

ii. **Voted against** the resolution:

Number of members present and voting	Number of votes cast by them	% of total number of valid votes cast
1	7	0.00

iii. **Invalid votes:**

Total numbers of members and whose votes were declared invalid	Total number of votes cast by them
0	0

- f) **Resolution No. 6 – Appointment of Ms. Arpita Jain (Holding DIN: 03529691) as an Independent Director of the Company, who meets the criteria for independence as provided in Section 149(6) of the Act, for the first term of five consecutive years with effect from 01<sup>st</sup> October, 2025 to 30<sup>th</sup> September, 2030.**

i. **Voted in favour** of the resolution:

Number of members present and voting	Number of votes cast by them	% of total number of valid votes cast
26	4227649	100





ii. Voted **against** the resolution:

Number of members present and voting	Number of votes cast by them	% of total number of valid votes cast
1	7	0.00

iii. Invalid votes:

Total numbers of members and whose votes were declared invalid	Total number of votes cast by them
0	0

g) Resolution No. 7 – Re-appointment of Mr. Ayush Shukla (Holding DIN: 09057436) as an Independent Director of the Company, who meets the criteria for independence as provided in Section 149(6) of the Act, for the second term of five consecutive years with effect from 12<sup>th</sup> February, 2026 to 11<sup>th</sup> February, 2031.

i. Voted **in favour** of the resolution:

Number of members present and voting	Number of votes cast by them	% of total number of valid votes cast
26	4227649	100

ii. Voted **against** the resolution:

Number of members present and voting	Number of votes cast by them	% of total number of valid votes cast
1	7	0.00

iii. Invalid votes:

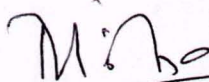
Total numbers of members and whose votes were declared invalid	Total number of votes cast by them
0	0

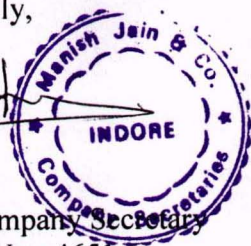




7. The registers and all other papers and relevant records relating to electronic voting shall remain in our safe custody until the Chairman considers, approves and signs the Minutes of the aforesaid Annual General Meeting and same are handed over to the Chairman/ Director authorized by the Board for safe keeping.

Thanking You,  
Yours faithfully,

  
Scrutinizer  
Manish Jain  
Practicing Company Secretary  
Membership No.: 4651  
CP No.: 3049  
UDIN: F004651G001350248



Place: Indore  
Date: 26<sup>th</sup> September, 2025

  
Acknowledgment  
Nakul Gorani  
Chairman  
Gorani Industries Limited



Place: Indore  
Date: 26<sup>th</sup> September, 2025



**CS Manish Jain**

F.C.S., LL.B. (Hons.), ACIS (U.K.)

Insolvency Resolution Professional

IBBI/IPA-002/IP-N00047/2016-17/10092



**Manish Jain & Co.**  
Company Secretaries

**FORM NO. MGT-13**

**Report of Scrutinizer(s)**

*[Pursuant to section 109 of Companies Act, 2013 and rule 21(2) of the Companies (Management and Administration) Rules 2014]*

To,  
The Chairman

The 30<sup>th</sup> Annual General Meeting (AGM) of the Equity Shareholders of the Company Gorani Industries Limited held on Friday, 26<sup>th</sup> day of September, 2025 at 12:30 P.M. through Video Conferencing (VC)/ Other Audio Visual Means (OAVM).

Dear Sir,

**Subject: - Report on passing of resolutions through e-Voting at the AGM read with Companies (Management and Administration) Rules, 2014 as amended from time to time**

I, Manish Jain, of M/s Manish Jain & Co, a Practicing Company Secretary, office at 01<sup>st</sup> Floor, 236, Anoop Nagar, Indore (M.P.)-452008, appointed as Scrutinizer for the purpose of the e-Voting at the AGM taken on the below mentioned resolution(s), at the 30<sup>th</sup> Annual General Meeting of the Equity Shareholders of Gorani Industries Limited, held on Friday, 26<sup>th</sup> day of September, 2025 at 12:30 P.M. through Video Conferencing (VC)/ Other Audio Visual Means (OAVM).

The Management of the Company is responsible to ensure compliance with the requirements of the Companies Act, 2013 and the rules made there under in relation to exercising of voting rights regarding resolutions passed at the Annual General Meeting of the Company.

My responsibility as Scrutinizer for the e-Voting process at the Annual General Meeting is restricted to make a Scrutinizer's Report of the votes casted "in favour" or "against" the resolution(s) set out in the notice conveying the Annual General Meeting, based on the records of the Company.





In respect of the e-voting taken at the Annual General Meeting, I submit the report as follows:

1. The equity shareholders as on 19<sup>th</sup> September, 2025 (cut-off date) were entitled to vote on the resolutions stated in the Notice of the Annual General Meeting of the Company.
2. After the closing of remote e-voting and e-voting at the AGM, a final report of the e-voting was generated by me by accessing the data available to me from the website: <https://www.evotingindia.co.in> of Central Depository Services India Limited (CDSIL), the authorized agency to provide e-voting facility. Data regarding the e-votes was diligently scrutinized.
3. Since the Annual General Meeting held through Video conferencing/Other Audio Visual Means, the voting through poll was not conducted. However, Company has provided e-voting facility during AGM and the e-voting were diligently scrutinized. The e-voting records were reconciled with records maintained by the Company and MUFG Intime India Private Limited (formerly known as LinkIntime India Private Limited), the Registrar and Share Transfer Agent of the Company and the authorizations lodged with the Company.

4. The Result of the e-voting is as under:

a) **Resolution No. 1 – Consider and adopt the audited financial statements of the Company for the financial year ended March 31, 2025, the reports of the Board of Directors and Auditors thereon.**

- i. **Voted in favour** of the resolution:

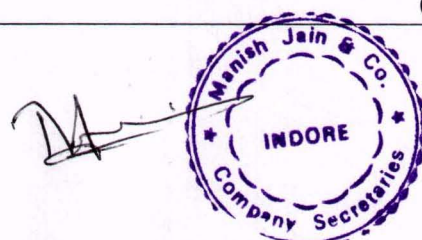
Number of members present and voting	Number of votes cast by them	% of total number of valid votes cast
0	0	100

- ii. **Voted against** the resolution:

Number of members present and voting	Number of votes cast by them	% of total number of valid votes cast
0	0	0.00

- iii. **Invalid votes:**

Total numbers of members and whose votes were declared invalid	Total number of votes cast by them
0	0





b) **Resolution No. 2 – Appointment of a director in place of Ms. Raina Goyal (Holding DIN- 08295368), Non-Executive Director, who retires by rotation and being eligible, offers herself for reappointment.**

i. Voted **in favour** of the resolution:

Number of members present and voting	Number of votes cast by them	% of total number of valid votes cast
0	0	100

ii. Voted **against** the resolution:

Number of members present and voting	Number of votes cast by them	% of total number of valid votes cast
0	0	0.00

iii. **Invalid** votes:

Total numbers of members and whose votes were declared invalid	Total number of votes cast by them
0	0

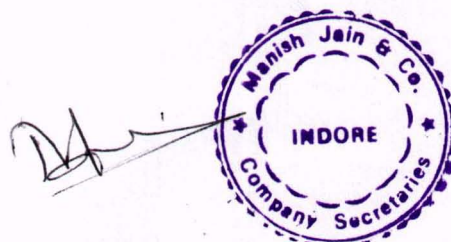
c) **Resolution No. 3 – Re-appointment of M/s. Sandeep Surendra Jain and Company, Chartered Accountants, bearing Firm Registration No. 010172C, Statutory Auditor of the Company, for their second term, to hold the office from the conclusion of this Annual General Meeting till the conclusion of the Thirty Fifth Annual General Meeting of the Company.**

i. Voted **in favour** of the resolution:

Number of members present and voting	Number of votes cast by them	% of total number of valid votes cast
0	0	100

ii. Voted **against** the resolution:

Number of members present and voting	Number of votes cast by them	% of total number of valid votes cast
0	0	0.00





iii. **Invalid votes:**

Total numbers of members and whose votes were declared invalid	Total number of votes cast by them
0	0

d) **Resolution No. 4 – Re-appointment of Mr. Sanjay Kumar Gorani (Holding DIN-00055531) as Managing Director of the Company for a period of 3 years w.e.f 01<sup>st</sup> June, 2025 to 31<sup>st</sup> May, 2028 on the monthly remuneration not exceeding Rs. 2,00,000.00 (Rupees Two Lakhs Only)..**

i. **Voted in favour** of the resolution:

Number of members present and voting	Number of votes cast by them	% of total number of valid votes cast
0	0	100

ii. **Voted against** the resolution:

Number of members present and voting	Number of votes cast by them	% of total number of valid votes cast
0	0	0.00

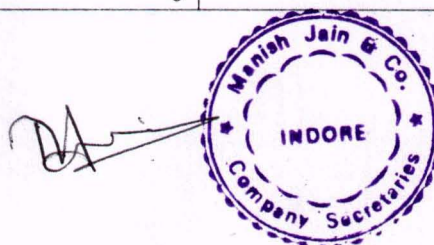
iii. **Invalid votes:**

Total numbers of members and whose votes were declared invalid	Total number of votes cast by them
0	0

e) **Resolution No. 5 – Re-appointment of Mr. Nakul Gorani (Holding DIN-06543317) as the Whole-time Director of the Company for a period of 3 years w.e.f 01<sup>st</sup> June, 2025 to 31<sup>st</sup> May, 2028 on the monthly remuneration not exceeding Rs. 3,00,000.00 (Rupees Three Lakhs Only).**

i. **Voted in favour** of the resolution:

Number of members present and voting	Number of votes cast by them	% of total number of valid votes cast
0	0	100



ii. Voted **against** the resolution:

Number of members present and voting	Number of votes cast by them	% of total number of valid votes cast
0	0	0.00

iii. **Invalid** votes:

Total numbers of members and whose votes were declared invalid	Total number of votes cast by them
0	0

f) Resolution No. 6 – Appointment of Ms. Arpita Jain (Holding DIN: 03529691) as an Independent Director of the Company, who meets the criteria for independence as provided in Section 149(6) of the Act, for the first term of five consecutive years with effect from 01<sup>st</sup> October, 2025 to 30<sup>th</sup> September, 2030.

i. Voted **in favour** of the resolution:

Number of members present and voting	Number of votes cast by them	% of total number of valid votes cast
		100

ii. Voted **against** the resolution:

Number of members present and voting	Number of votes cast by them	% of total number of valid votes cast
0	0	0.00

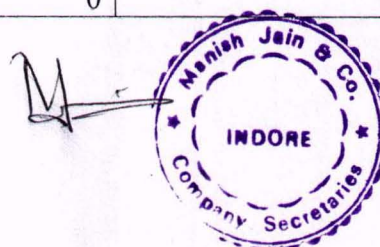
iii. **Invalid** votes:

Total numbers of members and whose votes were declared invalid	Total number of votes cast by them
0	0

g) Resolution No. 7 – Re-appointment of Mr. Ayush Shukla (Holding DIN: 09057436) as an Independent Director of the Company, who meets the criteria for independence as provided in Section 149(6) of the Act, for the second term of five consecutive years with effect from 12<sup>th</sup> February, 2026 to 11<sup>th</sup> February, 2031.

i. Voted **in favour** of the resolution:

Number of members present and voting	Number of votes cast by them	% of total number of valid votes cast
0	0	100





ii. Voted **against** the resolution:

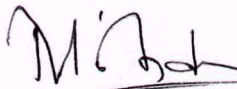
Number of members present and voting	Number of votes cast by them	% of total number of valid votes cast
0	0	0.00

iii. **Invalid** votes:

Total numbers of members and whose votes were declared invalid	Total number of votes cast by them
0	0

5. The e-voting results other relevant records were sealed and handed over to the ~~Company Secretary~~ / Director authorized by the Board for safe keeping.

Thanking You,  
Yours faithfully,



Scrutinizer  
Manish Jain  
Practicing Company Secretary  
Membership No.: 4651  
CP No.: 3049



Place: Indore  
Date: 26<sup>th</sup> September, 2025

Acknowledgment  
Nakul Gorani  
Chairman  
Gorani Industries Limited



Place: Indore  
Date: 26<sup>th</sup> September, 2025

**Combined Report of Scrutinizer**

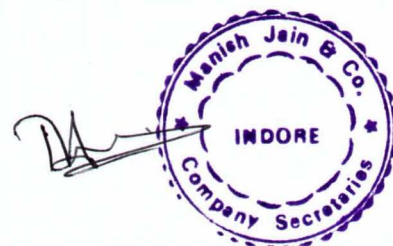
To,  
The Chairman

The 30<sup>th</sup> Annual General Meeting (AGM) of the Equity Shareholders of the Company Gorani Industries Limited held on Friday, 26<sup>th</sup> day of September, 2025 at 12:30 P.M.

**SUBJECT:** Passing of Resolutions through remote e-voting and e-voting conducted at the Annual General Meeting of the Company Gorani Industries Limited (the Company) held on Friday, 26<sup>th</sup> day of September, 2025 at 12:30 P.M.

Dear Sir,

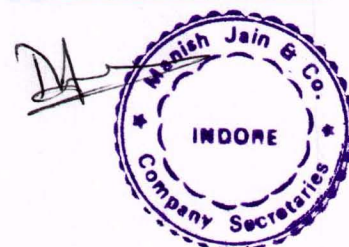
1. I, Manish Jain, Practicing Company Secretary, has been appointed as a Scrutinizer by the Board of Directors of Gorani Industries Limited (the Company) for the purpose of scrutinizing the remote e-voting process under the provisions of Section 108 of the Companies Act, 2013 and Rule 20 Companies (Management and Administration) Rules, 2014 as amended from time to time, on the resolutions contained in the Notice convening Annual General Meeting of the members of the Company held on Friday, 26<sup>th</sup> day of September, 2025 at 12:30 P.M.
2. The Management of the Company is responsible to ensure the compliance with the requirements of Companies Act, 2013 and Companies (Management and Administration) Rules, 2014 as amended from time to time relating to the remote e-voting and e-voting at the AGM on the resolutions contained in the Notice convening Annual General Meeting (AGM) of the members of the Company. My responsibilities as scrutinizer for remote e-voting process and for e-voting at the AGM is restricted to Scrutinizer's Report of the votes cast "in favour" or "Against" the resolutions stated above, based on the reports generated from the e-voting system provided by Central Depository Services (India) Limited.
3. The voting rights were reckoned on 19<sup>th</sup> September, 2025 being the cut-off date for the purpose of deciding the entitlements of members at the remote e-voting and voting at the meeting.
4. The Company had taken the services of Central Depositories Services (India) Limited (CDSL) for providing the remote e-Voting Platform and e-voting at the AGM.





5. Remote e-Voting platform remained open from Tuesday, 23<sup>rd</sup> September, 2025 (09:00 A.M.) up to Thursday, 25<sup>th</sup> September, 2025 (05:00 P.M.) and members were given an option to cast their votes electronically conveying their assent or dissent in respect of the resolutions specified in the notice of AGM, on the e-voting platform provided by CDSL.
6. I have issued separate Scrutinizer's Report dated 26<sup>th</sup> September, 2025 on the remote e-Voting and on the e-Voting at the AGM on the resolutions contained in the Notice to the AGM. As requested by Management, I submit herewith my combined report on the results of e-Voting as under-

Item No. of Notice	Votes in favour of resolution		Votes against the resolution		Invalid votes	
	Nos.	% of total number of valid votes cast	Nos.	% of total number of valid votes cast	Nos.	% of total number of invalid votes cast
Item No. 1 of the Notice (As an Ordinary Resolution)	4227649	99.99%	7	0.01%	0	0
Item No. 2 of the Notice (As an Ordinary Resolution)	4227649	99.99%	7	0.01%	0	0
Item No. 3 of the Notice (As an Ordinary Resolution)	4227649	99.99%	7	0.01%	0	0
Item No. 4 of the Notice (As an Ordinary Resolution)	889087	99.99%	7	0.01%	0	0
Item No. 5 of the Notice (As an Ordinary Resolution)	889087	99.99%	7	0.01%	0	0



Item No. 6 of the Notice (As an Ordinary Resolution)	4227649	99.99%	7	0.01%	0	0
Item No. 7 of the Notice (As a Special Resolution)	4227649	99.99%	7	0.01%	0	0

**Conclusion: All the resolutions stands passed with requisite majority under Remote e-Voting combined with e-voting at the Annual General Meeting held on Friday, 26<sup>th</sup> September, 2025.**

Thanking You,

**Yours Faithfully,**

*Manish Jain*

Scrutinizer  
Manish Jain  
Practicing Company Secretary  
Membership No.: 4651  
CP No: 3049



Place: Indore  
Date: 26<sup>th</sup> September, 2025

**To be countersigned by the Chairman**

*Nakul Goran*

Nakul Goran  
Chairman  
Gorani Industries Limited



Place: Indore  
Date: 26<sup>th</sup> September, 2025