

Company Secretary (Ms.Sachi Samaria):

Good Afternoon,everyone, I, Sachi Samaria, Company Secretary & Compliance Officer of the Company extend a warm welcome to each one of you to the **30th Annual General Meeting (i.e. AGM)** of the Company. The Company is conducting this AGM through video conferencing pursuant to Circulars issued by the Ministry of Corporate Affairs and Securities and Exchange Board of India. Thank you for joining us virtually today.

Before I hand over the proceedings to the Chairman to declare the meeting open, I would like to highlight certain points here.

Subsequent to the circulars issued by the Ministry of Corporate Affairs, the facility to appoint proxy to attend and cast vote for the members is not available for this AGM.

The registered office of the Company situated at Indore shall be deemed as the venue for this AGM and proceedings of the AGM shall be deemed to be made here at.

Further, members are advised to join the meeting through their laptops and desktops for a better experience and use internet with a good speed to avoid any disturbance during the meeting. Participants connecting from mobile devices or tablets or through laptops connecting via a mobile hotspot may experience audio/video loss due to fluctuation in their respective network. It is therefore recommended to use a stable wi-fi or LAN connection to mitigate any kind of aforesaid glitches. In case members face any technical issues, they may reach out to the helpdesk numbers which have been given in the notice of the AGM.

The register of directors and the key managerial personnel, the register of contracts or arrangements and other documents mentioned in the AGM Notice have been made available electronically for inspection during this AGM. Members seeking to inspect such documents can send an e-mail to gorani.industries@yahoo.com.

Members who have not cast their votes electronically, and who are participating in this meeting, will have an opportunity to cast their votes during the meeting through the e-voting system provided by CDSL. Members are requested to refer to the instructions provided in the Notice for a seamless participation through video conference and also for voting.

The Company has received request from a member to register him as speaker at the meeting. Accordingly, the floor will be open for him after consideration of all the agendas to ask questions or express their views. It may be noted that the Company reserves the right to limit the number of members asking questions depending upon the availability of time at the AGM.

All the members who have joined this meeting are by default placed on mute by the host, to avoid any disturbance from background noise and ensure smooth and seamless conduct of the meeting. Audio and video will be switched on for members to speak at the AGM as per the pre-registration. Please note as per the requirements, the transcript of the AGM will be available on the website of the Company. I now hand over the proceedings to Mr. Nakul Gorani, Chairman of the Company.

Chairman (Mr. NakulGorani):

Good afternoon everyone. It gives me great pleasure to welcome you all to the **30th Annual General Meeting of Gorani Industries Limited**. I trust that you and your families are keeping safe and well.

This AGM is being held through video conferencing in accordance with the circulars and guidelines issued by the Ministry of Corporate Affairs and the Securities and Exchange Board of India. Now, let me introduce you to the members of the Board and senior management present with us today and joining from Indore.

1. Mr. Sanjay Kumar Gorani: Managing Director
2. Mr. GeetGorani: Non-Executive Director
3. Ms. RainaGoyal: Non-executive Director
4. Mr. AyushShukla: Independent Director. He is also the Chairman of Audit Committee, Nomination and Remuneration Committee and Stakeholder Relationship Committee
5. Ms. KomalMotwani: Independent Director
6. Mr. ArpitGarg: Chief Financial Officer
7. Mr. Manish Jain, Secretarial Auditor and Scrutinizer for this meeting
8. Mr. SandeepSurendra Jain, Statutory Auditor
9. Mr. NavinKhandelwal, Internal Auditor

Mr. NakulGorani: Sachi, is there a quorum for this meeting?

Ms. Sachi Samaria: Yes, sir, we have about 25 members present for this meeting already.

Mr. NakulGorani: Thank you, Sachi.

Dear Members, as we have the requisite quorum present through video conferencing to conduct the proceedings of this meeting, I now call this meeting to order.

I would like to take a moment to thank you—our valued shareholders—for your unwavering support over the years. It's truly heartening to see so many of you joining us today from different parts of the country. Thank you for being here.

Looking at the financial performance of your Company, during the year 2024-25, the Company's revenue from operations reflected an increase of 1.5% over the previous year. The Company's profit before exceptional items and tax sees a fall this year. The Company is hopeful that we will emerge more robust in future.

Your Company is not only focused on delivering results for the year but is aggressively working on future readiness projects of capacity enhancement and new product developments so as to remain relevant in the market.

Your Company is consistently making efforts to enhance its performance by focusing on strengthening its brand, reviewing its manufacturing activities and building organizational capabilities for the future. The Company is equally focused on sustainability efforts like business continuity, risk management, ethics and business integrity, quality, safety, risk management and internal controls.

Moving forward to this meeting, the Notice dated 26th August, 2025 convening this Annual General Meeting and a copy of the Annual Report for the Financial Year ended on 31st March, 2025 have already been circulated to the members of the Company electronically.

With your permission, I shall take them as read.

M/s SandeepSurendra Jain & Co., Statutory Auditors, have submitted their report for the financial statements for the year ended March 31, 2025. The Auditors' report does not contain any qualifications, observations or adverse remarks on the financial statements and matters which may have material bearing on the Company and accordingly the reports is taken as read.

M/s Manish Jain & Co., Secretarial Auditor, have submitted his report for the year ended March 31, 2025. The report does contain one remark and in that respect the Board clarified the said remark in its Board Report.

The Company had provided members the opportunity to cast their vote on the resolutions contained in the AGM Notice, by means of remote e-voting. The remote e-voting was commenced on 23rd September, 2025 at 09:00 A.M. and closed on 25th September, 2025 at 5.00 P.M. Members present at the Annual General Meeting today may cast their votes through voting on e-voting platform of CDSL through which you are joining this meeting, if you have not cast your vote through remote e-voting. The e-voting platform is open now for voting.

I would now like to brief you about the resolutions which are required to be passed today. There are "Seven Resolutions" in the notice to be approved by the members at this Annual General Meeting.

1. To 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.
2. To appoint a director in place of Ms. Raina Goyal, Non-Executive Director, who retires by rotation and being eligible, offers himself for reappointment.

3. To re-appoint M/s. Sandeep Surendra Jain and Company, Chartered Accountants, bearing Firm Registration No. 010172C, Statutory Auditor of the Company 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, being interested in the item no. 4 and 5 of the notice vacate the Chair and request Ms. Sachi Samaria, Company Secretary & Compliance Officer, to take the Chair and proceed with the item no. 4 and 5 of the AGM notice.

Ms. Sachi Samaria:

Thank You Sir, The next items of our Annual General Meeting is:

4. To re-appoint Mr. Sanjay Kumar Gorani as Managing Director of the Company for a period of 3 years w.e.f 01st June, 2025 to 31st May, 2028 on the monthly remuneration not exceeding Rupees Two Lakhs Only.
5. To re-appoint Mr. Nakul Gorani as the Whole time Director of the Company for a period of 3 years w.e.f 01st June, 2025 to 31st May, 2028 on the monthly remuneration not exceeding Rupees Three Lakhs Only.

For next items, I request Mr. Nakul Gorani to resume the chair.

Mr. Nakul Gorani:

Thank You Sachi, the next items are as follows:

6. To appoint Ms. Arpita Jain 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 01st October, 2025 to 30th September, 2030
7. To re-appoint Mr. Ayush Shukla 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 12th February, 2026 to 11th February, 2031

Your Company has received a request from Mr. Amit Bagaria, to be registered as the speaker for this AGM.

I request the host to unmute them one by one:

Mr. Amit Bagaria: Am I audible?

Ms. Sachi Samaria: Yes Sir.

Mr. Amit Bagaria: Hii, I just wanted to understand that we have announced the merger of the group Company and later on that did not happen. Any specific reasons for the cancellation of the merger. That is point one. And in the absence of the merger, how do we plan to scale up the Company going forward in terms of growth and what is your growth plan for the next 2-3 years? Thank you!

Mr. Manish Jain: We have paused the merger because it was not in the best interest of the Company and therefore we have dropped this merger, because we have got to know that Blowhot has incurred some losses and therefore it was not in the best interest of the Company and for future we are definitely trying to increase the turnover and profitability and that will be reflected in the next AGM.

Ms.Sachi Samaria: Amit Sir, do you have any other queries?

Mr. Amit Bagaria: I just wanted to understand, obviously when merger was announced, we knew what were the financials of the Private Company, whether they were profit or losses. But now 3-4 years have been passed and there is no growth in the Company, so how Nakul is thinking about growing this Company and what is the sales target for next 2-3 years.

Ms.Sachi Samaria: Amit Sir, we will get back to you on this via e-mail. Please write your queries on e-mail and we will revert you. Thank You.

Mr. Nakul Gorani: Mr. Manish Jain proprietor of M/s Manish Jain & Co. is the scrutinizer of this meeting and his decision will be final with regard to validity and results of the voting through remote e-voting and e-voting during the meeting.

The results of the voting along with remote e-voting will be announced within 48 hours from conclusion of the meeting. The results of voting will also be displayed at the notice board which are placed at the registered office and will be placed on the website of the Company once they are declared.

All the items of business forming part of the AGM notice have been taken up. I now declare the proceedings of the AGM as closed. The members can continue to vote upto 15 minutes from the closure of AGM.

On behalf of the Company's Board, I convey our deep sense of gratitude to all our stakeholders for their constant support. The commitment of all our employees to the growth of our Company is invaluable. Finally, let me express my deepest gratitude to each one of you, our shareholders. I look forward to your continued trust, confidence, and support.

Thank you for joining us today. I wish you all a safe and healthy kitchen and future. I hereby declare the proceedings of 30th Annual General Meeting closed.

Thank you!