



Ref: BIRLANU/SE/2025-26/32

July 31, 2025

To
BSE Limited
P.J. Towers, Dalal Street,
Mumbai - 400 001
Scrip Code: 509675
Through: BSE Listing Centre

To
National Stock Exchange of India Limited
5th Floor, Exchange Plaza, Bandra (E),
Mumbai - 400 051
Scrip Symbol: BIRLANU
Through: NEAPS

Sub: Summary of proceedings of the 78th Annual General Meeting (“AGM”) of BirlaNu Limited (“the Company”)
Ref: Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“Listing Regulations”)

Dear Sir/Madam,

We hereby inform you that the 78th AGM of the Company was held on Thursday, July 31, 2025 at 3:00 PM IST through Video Conferencing (“VC”)/ Other Audio-Visual Means (“OAVM”) to transact the business as stated in the Notice dated May 17, 2025 convening the AGM and the said AGM concluded at 4:30 PM IST.

In this regard, please find enclosed herewith summary of the proceedings of the 78th AGM of the Company in accordance with Listing Regulations read with SEBI Master Circular No. SEBI/HO/CFD/PoD2/CIR/P/0155 dated November 11, 2024.

A copy this disclosure is made available on the Company’s website at www.birlanu.com.

Kindly take the same on record.

Yours faithfully,
For **BirlaNu Limited**
(formerly HIL Limited)

Nidhi Bisaria
Company Secretary & Compliance Officer
Membership No. 5634
Encl. As stated



Summary of proceedings of the 78th Annual General Meeting of the Company held on Thursday, July 31, 2025, at 3:00 P.M. IST through Video Conferencing/Other Audio-Visual Means

Ms. Nidhi Bisaria, Company Secretary of the Company, welcomed the members to the 78th Annual General Meeting (“**AGM**” or the “**Meeting**”), of the Company and informed the members that the AGM is being held through Video Conferencing /Other Audio-Visual Means in accordance with the circulars issued by the Ministry of Corporate Affairs and the Securities and Exchange Board of India and in compliance of the applicable provisions of the Companies Act, 2013 and the Rules made thereunder. She informed the members that the registered office of the Company, situated at Office Nos. 1 & 2, L 7 Floor, SLN Terminus, Survey No. 133, Gachibowli, Hyderabad – 500032, shall be deemed as the venue for this 78th AGM and the proceedings of this AGM shall be deemed to be convened thereat. She further informed the members, that Register of Directors & Key Managerial Personnel, the Register of Contracts or Arrangements in which Directors are interested along with other documents as required were made available for inspection electronically on the e-voting portal of NSDL. She also provided instructions to the members for participation in the AGM and guidelines for speaker shareholders.

The Company Secretary informed the members that in terms of the provisions of the Companies Act, 2013 and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company had provided the facility, to the members, to cast their vote electronically (remote e-voting) through e-voting platform of National Securities Depository Limited (“**NSDL**”) in respect of all the businesses mentioned in the Notice dated May 17, 2025. The e-voting commenced at 9:00 a.m. IST on July 28, 2025 and ended at 5:00 p.m. IST on July 30, 2025. The members attending the Meeting, who had not cast their vote by remote e-voting, were provided the facility to exercise their right of voting at the Annual General Meeting through electronic means. Cut-off date for determining the name of the members eligible for voting (remote e-voting and e-voting at the AGM) and for attending the AGM was July 24, 2025.

Mr. CK Birla, Chairman & Non-Executive Director of the Company, chaired the Meeting and welcomed the shareholders of the Company to the 78th AGM of the Company. He introduced the Board members of the Company, Mr. Akshat Seth, Managing Director & CEO, Mr. Desh Deepak Khetrpal, Non-executive Director, Ms. Nidhi Killawala, Chairman of Stakeholders’ Relationship Committee; and Mr. Ajay Kapadia, Chief Financial Officer and Ms. Avanti Birla, President Strategy of the Company, present in person in the meeting. He then requested the other members of the Board present in the meeting from remote locations to introduce themselves.

Ms. Amita Birla, Non-executive Director and Chairman of Corporate Social Responsibility Committee, Mr. Sunil Bhumralkar, Independent Director and Chairman of Audit Committee and Risk Management Committee of the Company, Dr. Arvind Sahay, Independent Director and Chairman of Nomination and Remuneration cum Compensation Committee, and Mr. Janat Shah, Independent Director, introduced themselves and confirmed their presence in the Meeting. The Chairman also acknowledged the attendance of Mr. Sulabh Kumar Kedia, Partner, M/s. B S R and Co, the Statutory Auditors of the Company, Mr. Ranjeet Pandey from M/s. Ranjeet Pandey &



Associates, Secretarial Auditors of the Company, the Cost Auditors M/s. S.S. Zanwar & Associates, Cost Accountants and Mr. Mohit Gurjar of M/s. P.S. Rao & Associates, Practising Company Secretaries, Scrutinisers, through video conference from their respective locations.

As there was requisite quorum present, the Chairman called the Meeting to order.

Thereafter, the Chairman made his opening remarks covering the industry overview, performance of the Company for the financial year 2024-25 and the challenges and opportunities going forward. The Chairman also acknowledged the contribution of all the employees and other stakeholders in achieving the targets. He also shared some thoughts on way forward of the Company.

With the permission of the members present, the Notice of 78th AGM, as already circulated, was taken as read. There were no qualification, observation or adverse remark in the Statutory Auditor's Report on the financials of the Company for the financial year 2024-25 and the Secretarial Auditor's Report, the same were also taken as read.

The following items of business, as per the Notice of AGM dated May 17, 2025, were transacted at the Meeting. The Chairman read out the resolution nos. 1 till 7 of the Notice.

Ordinary Business:

1. Ordinary Resolution for adoption of the audited Standalone and Consolidated Financial Statements for the financial year ended March 31, 2025 together with the Reports of the Board of Directors and the Auditors thereon.
2. Ordinary Resolution for confirmation of the declaration of Final Dividend of Rs. 30/- (i.e. 300%) per Equity Share of Rs. 10/- each for the financial year 2024-25.
3. Ordinary Resolution for re-appointment of Mr. Desh Deepak Khetrpal (DIN 02362633), who retires by rotation and being eligible, offers himself for re-appointment.

Special Business:

4. Ordinary Resolution for appointment of M/s Ranjeet Pandey & Associates, Company Secretaries in Practice as the Secretarial Auditor of the Company for a term of five consecutive years with effect from April 1, 2025 till March 31, 2030.
5. Special Resolution for approval of the remuneration of Mr. Akshat Seth, Managing Director & Chief Executive Officer for the financial year 2025-26.
6. Special Resolution for approval of amendments to the 'HIL Limited Employee Stock Option Scheme 2019'.
7. Ordinary Resolution for ratification of remuneration of the Cost Auditors for the financial year ending March 31, 2026.

The Chairman then invited the Members who had registered themselves as Speaker Shareholders to express their views, ask questions and seek clarifications on the operational and financial performance of the Company and on the resolutions set out in the Notice. The Chairman appropriately responded to the queries/suggestions raised by them.

The Chairman further informed that the e-voting facility is made available during the meeting and requested the Shareholders who have not cast their vote yet, to do so. He

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also informed that Mr. Mohit Gurjar from M/s. P.S. Rao & Associates, Company Secretaries appointed as the Scrutinizer for the meeting to scrutinize the remote e-voting and the e-voting process at the AGM in a fair and transparent manner.

The Chairman authorized the Managing Director and the Company Secretary to accept and countersign the Scrutinizer's Report and declare the consolidated voting results. The Chairman informed the Members that the combined results of the remote e-voting prior to AGM as well as remote e-voting during the AGM would be announced within the stipulated time frame and the results along with the Scrutinizer's Report would be intimated to the Stock Exchanges in terms of the SEBI Listing Regulations and placed on the website of the Company.

The Chairman, then, thanked the Members for their continued support and for attending the Meeting. He also thanked the Directors and Auditors for joining the Meeting.

The e-voting facility was kept open for 15 minutes to enable the Members to cast their vote. Upon completion of the e-voting process, the meeting concluded at 4:30 PM IST.

For BirlaNu Limited
(formerly HIL Limited)

Nidhi Bisaria
Company Secretary & Compliance Officer
Membership No. F5634