



28th August, 2024

BSE Limited

Corporate Relationship Department, 1st Floor, New Trading Ring, Rotunda Building, P.J. Towers, Dalal Street, Mumbai - 400 001.

Scrip Code: 521018

National Stock Exchange of India Limited

Listing Department,

Exchange Plaza, C-1, Block - G,

Bandra-Kurla Complex,

Bandra (East),

Mumbai - 400 051.

Scrip Code: MARALOVER

Sub: Submission of details regarding Voting Results along with Scrutinizer's Report under Regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

Dear Sir/Madam,

With reference to captioned subject, please find the enclosed voting results of the 35th Annual General Meeting held on 27th August, 2024 at 2:00 P.M. (IST) and Consolidated Scrutinizer's Report.

It is to inform that all the Resolutions set out in the Notice dated 1st August, 2024 were passed with requisite majority by the shareholders.

Kindly take the same on record.

Thanking you,

Yours faithfully, For Maral Oversean

Sandeep Singh Company Secretary

M.No. FCS - 9877

Encl.: as Above

Maral Overseas Limited

Corporate Office:

Bhilwara Towers, A-12, Sector-1 Noida - 201 301 (NCR-Delhi), India Tel. : +91-120-4390300 (EPABX)

Fax:+91-120-4277841 Website: www.maraloverseas.com GSTIN: 09AACCM0230B1Z8 Regd. Office & Works:

Maral Sarovar, V. & P. O. Khalbujurg Tehsil Kasrawad, Distt. Khargone - 451 660, (M.P.)

Phones: +91-7285-265401-265405

Fax: +91-7285-265406

Website: www.lnjbhilwara.com GSTIN: 23AACCM0230B1ZI

Corporate Identification No: L17124MP1989PLC008255

MARAL OVERSEAS LIMITED

Voting Results of 35th Annual General Meeting of Members of Maral Overseas Limited held on 27th August, 2024 at 2:00 P.M.

Date of the AGM	27th August, 2024
Total number of shareholders on record date	18114
Cut-off date for e-voting.	20th August, 2024
No. of shareholders present in the meeting either in person or through proxy:	
Promoters and Promoter Group:	Not Applicable
Public:	Not Applicable
No. of shareholders attended the meeting through Video Conferencing:	
Promoters and Promoter Group:	13
Public:	40



	-wise

Agenda-wise											
Item No.1	To receive, consider and adopt the Audited Financial Statements of the Company for the financial year ended 31st March, 2024 and the Reports of the Board of Directors and Auditors' thereon.										
Resolution requi	re: (Ordinary/Special	1)					Ordina	ry			
Whether promot	er/promoters group a	e interested in	n the agenda/res	solution?			No				
Category	Mode of Voting	No. of Shares held	No. of Votes Casted	% of votes casted on outstanding shares	No. of Votes in Favour	No. of Votes Against		% of votes agains on votes casted			
		(1)	(2)	(3=[2/1]*100)	(4)	(5)	(6=[4/2]*100)	(7=[5/2]*100)			
	Remote E-Voting	2 11 00 200	3,11,05,029	99.9865	3,11,05,029	0	100.0000	0.0000			
Promoters and Promoter Group	E-Voting at AGM	3,11,09,229	-	-	-	0	0.0000	0.0000			
i i	Total (A)	3,11,09,229	3,11,05,029	99.9865	3,11,05,029	0	100.0000	0.0000			
Public -	Remote E-Voting	20 522	31,076	78.6097	31,076	0	100.0000	0.0000			
Institutionals	E-Voting at AGM	39,532	-	-	-	0	0.0000	0.0000			
Holders	Total (B)	39,532	31,076	78.6097	31,076	0	100.0000	0.0000			
	Remote E-Voting	4 00 50 000	17,262	0.1666	16,304	958	94.4502	5.5498			
Public- Non Institutions	E-Voting at AGM	1,03,59,239	į e	-	=	0	0.0000	0.0000			
Tibilitations.	Total (C)	1,03,59,239	17,262	0.1666	16,304	958	94.4502	5.5498			
Grand T	otal (A+B+C)	4,15,08,000	3,11,53,367	75.0539	3,11,52,409	958	99.9969	0.0031			



Item No.2	for re-appointment.											
Resolution requi	re: (Ordinary/Special)				Ordinary						
Whether promot	er/promoters group ar	e interested i	n the agenda/re	solution?			No					
Category	Mode of Voting	No. of Shares held	No. of Votes Casted	% of votes casted on outstanding shares	No. of Votes in Favour	No. of Votes Against	% of Votes in favour on votes casted	% of votes against on votes casted				
	, , , , , , , , , , , , , , , , , , , ,	(1)	(2)	(3=[2/1]*100)	(4)	(5)	(6=[4/2]*100)	(7=[5/2]*100)				
= 1	Remote E-Voting	2.11.00.220	3,11,05,029	.99.9865	3,11,05,029	-	100.0000	0.0000				
Promoters and Promoter Group	E-Voting at AGM	3,11,09,229	-	, , -	-	-	0.0000	0.0000				
	Total (A)	3,11,09,229	3,11,05,029	99.9865	3,11,05,029	-	100.0000	0.0000				
Public -	Remote E-Voting	20 522	31,076	78.6097	-	31,076	0.0000	100.0000				
Institutionals Holders	E-Voting at AGM	39,532	-	,	-	-	0.0000	0.0000				
Holders	Total (B)	39,532	31,076	78.6097	-	31,076	0.0000	100.0000				
	Remote E-Voting	1,03,59,239	17,262	0.1666	16,304	958	94.4502	5.5498				
Public- Non Institutions	E-Voting at AGM	1,03,39,239	-	-	-	-	0.0000	0.0000				
	Total (C)	1,03,59,239	17,262	0.1666	16,304	958	94.4502	5.5498				
Grand T	otal (A+B+C)	4,15,08,000	3,11,53,367	75.0539	3,11,21,333	32,034	99.8972	0.1028				



The second secon												
	Item No.3	To approve the appo	To approve the appointment of Shri Raman Singh Sidhu (DIN: 00121906) as an Independent Director of the Company.									
	Resolution requi	re: (Ordinary/Special)		Special								
	Whether promote	er/promoters group ar	e interested in	n the agenda/re	solution?		No					
	Category	Mode of Voting	No. of Shares held	No. of Votes Casted	% of votes casted on outstanding shares	No. of Votes in Favour	No. of Votes Against	% of Votes in favour on votes casted	% of votes against on votes casted			
			(1)	(2)	(3=[2/1]*100)	(4)	(5)	(6=[4/2]*100)	(7=[5/2]*100)			
	. x	Remote E-Voting	3,11,09,229	3,11,05,029	99.9865	3,11,05,029	-	100.0000	0.0000			
	Tromoter Group	E-Voting at AGM	3,11,09,229	-	-	-		0.0000	0.0000			
		Total (A)	3,11,09,229	3,11,05,029	99.9865	3,11,05,029	-	100.0000	0.0000			
	Public -	Remote E-Voting	39,532	31,076	78.6097	31,076	-	100.0000	0.0000			
	Institutionals Holders	E-Voting at AGM	39,332	-	-	-	-	0.0000	0.0000			
* *	Holders	Total (B)	39,532	31,076	78.6097	31,076	-	100.0000	0.0000			
f sales from the		Remote E-Voting	1,03,59,239	17,262	0.1666	16,204	1,058	93.8709	6.1291			
	Public- Non Institutions	E-Voting at AGM	1,03,39,239	-		-	-	0.0000	0.0000			
		Total (C)	1,03,59,239	17,262	0.1666	16,204	1,058	93.8709	6.1291			
	Grand T	otal (A+B+C)	4,15,08,000	3,11,53,367	75.0539	3,11,52,309	1,058	99.9966	0.0034			

Item No.4	To approve the appo	To approve the appointment of Smt. Romi Jatta (DIN: 10045383) as an Independent Director of the Company.										
Resolution require: (Ordinary/Special) Special												
Whether promote	er/promoters group ar		No									
Category	Mode of Voting	No. of Shares held	No. of Votes Casted	% of votes casted on outstanding shares	No. of Votes in Favour	No. of Votes Against	favour on	% of votes against on votes casted				
		(1)	(2)	(3=[2/1]*100)	(4)	(5)	(6=[4/2]*100)	(7=[5/2]*100)				
Promoters and Promoter Group	Remote E-Voting		3,11,05,029	99.9865	3,11,05,029	0	100.0000	0.0000				
	E-Voting at AGM	3,11,09,229	-	-	-	0	0.0000	0.0000				
	Total (A)	3,11,09,229	3,11,05,029	99.9865	3,11,05,029	0	100.0000	0.0000				
Public -	Remote E-Voting	39,532	31,076	78.6097	31,076	0	100.0000	0.0000				
Institutionals	E-Voting at AGM	39,332	-	-	-	0	0.0000	0.0000				
Holders	Total (B)	39,532	31,076	78.6097	31,076	0	100.0000	0.0000				
	Remote E-Voting	1 02 50 220	17,262	0.1666	16,304	958	94.4502	5.5498				
Public- Non Institutions	E-Voting at AGM	1,03,59,239	-	-	-	0	0.0000	0.0000				
	Total (C)	1,03,59,239	17,262	0.1666	16,304	958	94.4502	5.5498				
Grand T	otal (A+B+C)	4,15,08,000	3,11,53,367	75.0539	3,11,52,409	958	99.9969	0.0031				



Item No.5	To approve the appo	To approve the appointment of Shri Amitabh Gupta (DIN: 01646370) as an Independent Director of the Company.										
Resolution requi	re: (Ordinary/Special		Special									
Whether promote	er/promoters group ar			No								
Category	Mode of Voting	No. of Shares held	No. of Votes Casted	% of votes casted on outstanding shares	No. of Votes in Favour	No. of Votes Against		% of votes against on votes casted				
8		(1)	(2)	(3=[2/1]*100)	(4)	(5)	(6=[4/2]*100)	(7=[5/2]*100)				
	Remote E-Voting	2 11 00 220	3,11,05,029	99.9865	3,11,05,029	0	100.0000	0.0000				
Promoters and Promoter Group	E-Voting at AGM	3,11,09,229	-	٠ -	-	0	0.0000	0.0000				
	Total (A)	3,11,09,229	3,11,05,029	99.9865	3,11,05,029	0	100.0000	0.0000				
Public -	Remote E-Voting	20 522	31,076	78.6097	31,076	0	100.0000	0.0000				
Institutionals	E-Voting at AGM	* 39,532	-		-	0	0.0000	0.0000				
Holders	Total (B)	39,532	31,076	78.6097	31,076	0	100.0000	0.0000				
	Remote E-Voting	1 02 50 220	17,162	0.1657	16,204	958	94.4179	5.5821				
Public- Non Institutions	E-Voting at AGM	1,03,59,239	-	-	-	0	0.0000	0.0000				
	Total (C)	1,03,59,239	17,162	0.1657	16,204	958	94.4179	5.5821				
Grand T	otal (A+B+C)	4,15,08,000	3,11,53,267	75.0536	3,11,52,309	958	99,9969	0.0031				

RSF

Item No.6	To ratify the remuneration payable to M/s. K. G. Goyal & Co. (Firm Reg. No. 000017) Cost Auditors of the Company for the financial year 2024-25.											
Resolution requi	Resolution require: (Ordinary/Special) Ordinary											
Whether promot	er/promoters group ar			No								
Category	Mode of Voting	No. of Shares held	No. of Votes Casted	% of votes casted on outstanding shares	No. of Votes in Favour	No. of Votes Against		% of votes against on votes casted				
		(1)	(2)	(3=[2/1]*100)	(4)	(5)	(6=[4/2]*100)	(7=[5/2]*100)				
	Remote E-Voting	0.44.00.000	3,11,05,029	99.9865	3,11,05,029	0	100.0000	0.0000				
Promoters and Promoter Group	E-Voting at AGM	3,11,09,229	-	-	-	0	0.0000	0.0000				
T-11de 10	Total (A)	3,11,09,229	3,11,05,029	99.9865	3,11,05,029	0	100.0000	0.0000				
Public -	Remote E-Voting	39,532	31,076	78.6097	31,076	0	100.0000	0.0000				
Institutionals Holders	E-Voting at AGM	39,332	-	-	-	0	0.0000	0.0000				
Holders	Total (B)	39,532	31,076	78.6097	31,076	0	100.0000	0.0000				
	Remote E-Voting	1 02 50 220	17,162	0.1657	16,204	958	94.4179	5.5821				
Public- Non Institutions	E-Voting at AGM	1,03,59,239	-	-	-	0	0.0000	0.0000				
	Total (C)	1,03,59,239	17,162	0.1657	16,204	958	94.4179	5.5821				
Grand T	otal (A+B+C)	4,15,08,000	3,11,53,267	75.0536	3,11,52,309	958	99.9969	0.0031				

For Maral Overseas Limited RSEAS

Sandeep Singh Company Secretary M. No. FCS-9877

M. No. FCS-9877 maral.investor@lnjbhilwara.com

MANISHA GUPTA & ASSOCIATES COMPANY SECRETARIES WZ-1003, IInd Floor, Rani Bagh, Delhi-110034

Ph: - 011-45053912

Mobile: - 9911662021,9911433045 E-mail: - manisha.pcs@gmail.com

Consolidated Scrutinizer's Report [Pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended]

To,

The Chairman,
35th Annual General Meeting ("AGM") of
Maral Overseas Limited,
CIN: L17124MP1989PLC008255
Registered Office: Maral Sarovar,
V & P.O. Khalbujurg, Tehsil Kasrawad,
Khargone-451660, Madhya Pradesh

<u>Sub: Consolidated Scrutinizer's Report on Remote e-voting and e-voting</u> conducted for 35th Annual General Meeting of Maral Overseas Limited

Dear Sir,

1. I, Manisha Gupta, Company Secretary in practice (Membership No.6378 and COP No. 6808), was appointed as scrutinizer for the purpose of scrutinizing the Remote e-Voting as well as e-voting conducted at the 35th Annual General Meeting ("AGM") of the Maral Overseas Limited held on Tuesday, 27th August, 2024 at 2:00 P.M. through Video Conferencing ("VC")/ Other Audio-Visual Means ("OAVM") without the physical presence of members at AGM venue through electronic voting system on the Resolutions contained in the notice dated 01st August, 2024 ("Notice") circulated to the members under the provisions of Section 108 and any other applicable provisions of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended) read with MCA General Circular No. 14/2020 dated 8th April, 2020, (read together with Circular No.17/2020 dated 13th April, 2020, Circular No. 02/2021 dated, 13th January, 2021, Circular No. 21/2021 dated 14th December, 2021, Circular No. 02/2022 dated 05th May, 2022 and Circular No. 10 /2022 dated 28th December, 2022) and Circular No. 20/2020 dated 5th May, 2020 General Circular No. 02/2021 dated 13th January 2021, General Circular No. 21/2021 dated 14th December 2021, General Circular No. 2/2022 dated 5th May 2022 and General Circular No. 10/2022 dated 28th December 2022, Circular No. 9/2023 dated 25th September 2023 (collectively referred to as 'MCA Circulars') issued by Ministry of Corporate Affairs ("MCA") as also the various circulars issued by Securities Exchange Board of India ("SEBI") under

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Regulation 44 of SEBI (Listing Obligations And Disclosure Requirements) Regulations, 2015 ('SEBI Listing Regulations') and SEBI Circular No. SEBI/HO/CFD/CFD-PoD-2/P/CIR/2023/167 dated 7th October 2023 (read together with Circulars dated 5th January, 2023, dated 13th May, 2022, dated 15th January, 2021 and dated 12th May, 2020) ("collectively referred as **Applicable Circulars**"), in a fair and transparent manner.

- 2. As mentioned in the notice, the deemed venue of the AGM was the Registered Office of the Company at Maral Sarovar V & P.O. Khalbujurg Tehsil Kasrawad, Khargone-451660, Madhya Pradesh.
- 3. Pursuant to aforesaid Applicable Circulars an advertisement was published in "Business Standard" (English) and "Navbharat" (Hindi), having physical and electronic editions on August 03rd, 2024 respectively specifying the date and time of the AGM, availability of the notice on Company's website and website of Stock Exchanges, manner of registration of email ids by the members (both physical & demat) who are yet to register their email ids with the Company, manner of voting through remote e-voting or through e-voting system at the AGM etc.

Since the AGM was held pursuant to the Applicable Circulars through VC/OAVM, physical attendance of members had been dispensed with. Accordingly, in terms of above-mentioned Applicable Circulars, the facility for appointment of proxies by the members were also dispensed with. Members who attended the meeting through VC/OAVM had been counted for the purpose of reckoning the quorum under Section 103 of the Companies Act, 2013.

- 4. The said appointment as Scrutinizer is under the provisions of Section 108 of the Companies Act, 2013 ("the Act") read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended ("the Rules"). As the Scrutinizer, I scrutinized:
 - the process of Remote e-voting, before the AGM, using an electronic voting system on the dates referred to in the Notice calling the AGM ("remote evoting"); and
 - the process of e-voting at the AGM through electronic voting system ("e-voting").

MANISHA GUPTA & ASSOCIATES COMPANY SECRETARIES WZ-1003, IInd Floor, Rani Bagh, Delhi-110034

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Management's Responsibility

5. The management of the Company is responsible to ensure compliance with the requirements of (i) the Act and the Rules made thereunder; (ii) the MCA Circulars; and (iii) the SEBI (Listing Obligations & Disclosure Requirements) Regulations 2015, ("LODR") relating to e-voting on the Resolutions contained in the Notice calling the AGM. The management of the Company is responsible for ensuring a secured framework and robustness of the electronic voting systems.

Scrutinizer's Responsibility

6. My responsibility as Scrutinizer for e-voting process (i.e. remote e-voting and e-voting during the AGM) is restricted to making a Consolidated Scrutinizer's Report of the votes cast in "favour" or "against" the Resolutions contained in the Notice, based on the reports generated from the e-voting system provided by National Securities Depository Limited "NSDL", the Agency authorized and engaged by the Company to provide e-voting facility to the shareholders of the Company (including remote e-voting and e-voting facility provided during the AGM) and attendant papers / documents furnished to me electronically by the Company and/ or NSDL for my verification.

Cut-off date

7. The Equity Shareholders of the Company as on the "cut-off" date, as set out in the Notice, i.e., Tuesday, 20th August, 2024 were entitled to vote on the Resolutions (item nos. 1 to 6) as set out in the Notice calling the AGM and their voting rights were in proportion to their share in the paid-up equity share capital of the Company as on the cut-off date.

8. Remote e-voting process:-

- a. The Company has provided Remote E-Voting facility to the Member in terms of Section 108 of the Companies Act, 2013 read with Rule 20 of Companies (Management and Administration) Rules, 2014 as amended and Regulation 44 of Securities and Exchange Board of India (Listing and Disclosure Requirements) Regulations 2015 to enable them to cast their votes on all resolutions set forth in the Notice of 35th AGM.
- b. The Remote e-voting was opened from 9.00 A.M. on Saturday, 24th August, 2024 to 5.00 P.M. on Monday, 26th day of August, 2024.

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- c. The Company has engaged National Securities Depositories Limited ("NSDL") for providing the Remote e-voting facility to the members.
- d. The votes cast were unblocked on Tuesday, 27th August, 2024 after the conclusion of the AGM in the presence of two witnesses who are not in the employment of the Company and/or NSDL.
- e. Thereafter, the details containing, inter alia, the list of Equity Shareholders who voted "in favour" or "against" on each of the resolutions that was put to vote, were generated from the e-voting website www.evoting.nsdl.com. Based on the report generated from NSDL and relied upon by me, data regarding the remote e-voting was scrutinised on test check basis.

9. E-voting process at the AGM:-

- i. At the AGM, the Chairman announced that the facility for e-voting is available to facilitate the Members attending the Meeting through VC/OAVM and who did not participate in the remote e- voting to cast their votes.
- ii. Members who had exercised their vote through remote e-Voting were not allowed to vote during the AGM in compliance with Rule 20(4)(xi) of the Companies (Management and Administration) Rules, 2014.
 - After conclusion of AGM, the results of the remote e-voting and e-voting facility were then unblocked on the NSDL e-voting platform, and the result during the AGM were downloaded.
- iii. The e-voting system was scrutinized on test check basis. The e-votes were reconciled with the records maintained by the Company / NSDL and the authorizations lodged with the Company / NSDL on test check basis.
- 10. I submit herewith the Consolidated Scrutinizer's Report on the results of the remote e-voting and e-voting during the AGM, scrutinized on test-check basis and relied upon by me and is attached herewith as Annexure.

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11. The electronic data and all other relevant records relating to e-voting are under my safe custody and will be handed over to Chairman, for preserving safely after the minutes of the AGM shall be considered, approved and signed by him.

Recommendation

All the Resolutions having secured requisite majority of votes, may be considered to have been passed. The Chairman may accordingly declare the result of voting.

Thanking you,

Yours truly,

For Manisha Gupta & Associates Company Secretaries

MANISH Digitally signed by MANISHA GUPTA Date: 2024.08.28 17:48:27 +05'30'

Manisha Gupta Company Secretary

M.No. F6378 CP No. 6808

UDIN: F006378F001059661

Place: New Delhi

Date: 28th August, 2024

Countersigned by:

Shekhar Agarwal Chairman & Managing Director and CEO

Place: Noida

Date: 28th August, 2024

Annexure to the Scrutinizer's Report Results of Remote e-voting and E-voting during the AGM

Res olu tio	Heading of Resolution	Type of Reso	Type of Voting	Voting (Asser	g in favour nt)		Votes agai (Dissent)	nst		Abstain	invalid
n No. /Ite m No.		lutio n		No. of mem bers votin	No. of votes cast	% of valid votes	No. of members voting	No. of votes cast	% of valid votes	No. of member s voting	No. of votes cast
1	To receive, consider and adopt the	Ordi nary Reso	Remote E- Voting	81	31152409	99.9969%	2	958	0.0030%	0	0
	Audited Financial Statements of the	lutio n	E-voting during the AGM	0	0	0.0000%	0	0	0.0000%	0	0
	Company for the financial year ended 31st March, 2024 and the Reports of the Board of Directors and Auditors' thereon		Total	81	31152409	99.9969%	2	958	0.0030%	0	0
2	To appoint a Director in place of Shri	Reso lutio n	Remote E- Voting	80	31121333	99.8971%	3	32034	0.1028%	0	0
	Ravi Jhunjhunwa la (DIN: 00060972)		E-voting during the AGM	0	0	0.0000%	0	0	0.0000%	0	0
	who retires by rotation and being eligible, offers himself for re- appointment		Total	80	31121333	99.8971%	3	32034	0.1028%	0	0
3	To approve the appointment of Shri Raman	Spec ial Reso lutio n	Remote E- Voting	80	31152309	99.9966%	3	1058	0.0033%	0	0
	Singh Sidhu (DIN: 00121906) as an		E-voting during the AGM	0	0	0.0000%	0	0	0.0000%	0	0
	Independent Director of the Company.		Total	80	31152309	99.9966%	3	1058	0.0033%	0	0

4	To approve the appointment of Smt. Romi Jatta	Spec ial Reso lutio n	Remote E- Voting	81	31152409	99.9969%	2	958	0.0030%	0	0
	(DIN: 10045383) as an Independent		E-voting during the AGM	0	0	0.0000%	0	0	0.0000%	0	0
	Director of the Company		Total	81	31152409	99.9969%	2	958	0.0030%	0	0
5	To approve the appointment	Spec ial Reso	Remote E- Voting	80	31152309	99.9969%	2	958	0.0030%	0	0
	of Shri Amitabh Gupta (DIN: 01646370) as	lutio n	E-voting during the AGM	0	0	0.0000%	0	0	0.0000%	0	0
	Independent Director of the Company.		Total	80	31152309	99.9969%	2	958	0.0030%	0	0
6	To ratify the remuneratio n payable to M/s. K. G.	Ordi nary Reso lutio n	Remote E- Voting	80	31152309	99.9969%	2	958	0.0030%	0	0
	Goyal & Co. (Firm Reg. No. 000017) Cost		E-voting during the AGM	0	0	0.0000%	0	0	0.0000%	0	0
	Auditors of the Company for the financial year 2024-25.		Total	80	31152309	99.9969%	2	958	0.0030%	0	0

