



ROYAL SENSE LIMITED

Registered Office: Plot No. 57, First Floor, Phase-II, Badli Industrial Estate, Badli
(North West Delhi), Delhi-110042

CIN: U21006DL2023PLC412051 Email: compliance@royalsense.in

Website: www.royalsense.in | Contact No.: +91-9205843102

Date: 23rd October, 2024

To,
The Manager,
BSE Limited
Phiroze Jeejeebhoy Towers,
Dalal Street, Mumbai,
Maharashtra - 400001

Scrip Code: 544143
BSE Symbol: ROYAL

Subject: Proceeding of 1st Annual General Meeting ("AGM") of the Company

Ref: Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

Dear Sir/Madam,

In terms of Regulation 30 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, we enclose herewith copy of the proceeding of the 1st Annual General Meeting of the members of the company held on Wednesday, 23rd October, 2024, at 12:30 P.M. (IST) through video conference/other audio visual means.

Kindly take the above intimation on your record.

Thanking you

Yours faithfully,

For Royal Sense Limited

Rishabh Arora
Managing Director
DIN: 09745543

Encl: As above



SUMMARY OF THE PROCEEDINGS OF THE 1st ANNUAL GENERAL MEETING OF THE MEMBERS OF ROYAL SENSE LIMITED ("THE COMPANY") HELD ON WEDNESDAY, 23RD OCTOBER 2024 AT 12:30 P.M. THROUGH VIDEO CONFERENCE/OTHER AUDIO-VISUAL MEANS.

The 1st Annual General Meeting ('AGM') of the members of the Company was held on Monday, October 23, 2024 at 12:30 P.M. through Video Conferencing/Other Audio Visual Means in compliance with the provisions of the Companies Act, 2013 read with the General Circular dated April 8, 2020, April 13, 2020, May 5, 2020 and September 19, 2024 and other applicable circulars issued by Ministry of Corporate Affairs ("MCA") and SEBI Circular dated May 12, 2020 and May 13, 2022 (SEBI Circular).

The following signatories were present:

Directors Present:

1. Mr. Rishabh Arora, the Managing Director of the Company.
2. Mr. Harmeet Singh, Whole Time Director
3. Mr. Vikas, Non-Executive Non-Independent Director,
4. Ms. Heena Soni, Independent Director,
5. Ms. Kajal, Independent Director

In Attendance

1. Mr. Rohit Dhingra proprietor of M/s C N D & Associates, Statutory Auditor
2. Mr. Sumit Bajaj of M/s Sumit Bajaj & Associates, the Scrutinizer.

It was further informed that requisite quorum of members was present and hence meeting could commence.

Thereafter, Mr. Rishabh Arora, Managing Director of the company and Chairperson of the meeting to take forward the proceedings of this meeting. The Chairman informed that the Notice and Directors' Report were already circulated in advance; hence it was taken as read. Further pursuant to the provisions of The Companies Act, 2013, it was also not required to read Auditors' Report. Hence, it was also taken as read.

Mr. Rishabh Arora, then briefed the members about the financial and operational developments made in the Company during the Financial Year ended 31st March, 2024.

The Chairman apprised the Members on the performance of the Company for the financial year 2023-2024.

Subsequently, the Company Secretary informed that the Company had provided the Members the facility to cast their votes by remote e- voting and e-voting at the Meeting, on all the resolutions set forth in the Notice. Also, e-voting system was made available during the AGM for the Members who had not exercised their votes earlier through remote e-voting.

Following items were transacted at the AGM:

	ORDINARY BUSINESSES	Type of Resolution
01	To consider and adopt: (a) the Audited Standalone Financial Statement of the Company for the year ended 31st March 2024 and together with the reports of the Board of Directors' and the Auditors thereon (b) the Audited Consolidated Financial Statement of the Company for the financial year ended 31 st March 2024 together with the report of the Auditors thereon.	Ordinary Resolution
02	To appoint Director in place of Harmeet Singh, who retires by rotation and being eligible, offers herself for re-appointment	Ordinary Resolution
03	To appoint Auditor and to fix their remuneration for the financial year 2024-25 to the financial year 2028-29	Ordinary Resolution
04	To appoint Ms. Heena Soni (DIN: 10649170) as Independent Director of the Company	Special Resolution
05	To appoint Ms. Kajal (DIN: 10649037) as Independent Director of the Company	Special Resolution
06	To consider and approve the material related party transaction limits with TTG Innovations Private Limited	Special Resolution
07	To consider and approve the material related party transaction limits with Stergic Retail Private Limited (wholly owned subsidiary)	Special Resolution
08	To consider and approve the material related party transaction limits with Khalsa Traders	Special Resolution



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09	To increase authorized share capital of the company and consequent amendment in the Capital Clause of Memorandum of Association of the Company	Special Resolution
10	To consider and issue of warrant convertible into Equity Shares on preferential basis to the Non-Promoter Category	Special Resolution
11	To Approve Royal Sense Limited Employee Stock Option Plan, 2024 ("RSL ESOP SCHEME 2024")	Special Resolution

The Chairman informed that Mr. Sumit Bajaj proprietor of M/s Sumit Bajaj & Associates, Practicing Company Secretaries, was appointed as the Scrutinizer to supervise the remote e-voting and e-voting at the AGM.

Further, it was informed that the facility for e-voting would remain open for 15 minutes post conclusion of the AGM and requested the Members who had not exercised their votes through the remote e-voting, to cast their votes through e-voting facility available at the AGM.

Thereafter, the speaker thanked the Members for attending the AGM and declared the Meeting to be concluded.

The above said information is being made available on the Company's website. The Meeting was terminated at 12:42 P.M.

Thanking You,

Yours' faithfully,

For Royal Sense Limited

Rishabh Arora
Managing Director
DIN: 09745543