



GINNI FILAMENTS LIMITED

CIN : L71200UP1982PLC012550

REGISTERED OFFICE: D-196, SECTOR-63, NOIDA-201 307(U.P), INDIA

Ph : + 91-120-4058400 (30 LINES)

Email: secretarial@ginnifilaments.com, Website : www.ginnifilaments.com

GFL/SEC/

September 25, 2024

National Stock Exchange of India Ltd. Exchange Plaza, 5 th Floor, Bandra Kurla Complex, Bandra (East) MUMBAI – 400 051	BSE Limited Phiroze JeeJeeBhoy Towers, Dalal Street, MUMBAI – 400 051
SCRIP CODE: GINNIFILA	SCRIP CODE: 590025

Sub. : Proceeding of 41st Annual General Meeting (AGM) of the Company held on 25th September, 2024.

Dear Sir,

In accordance with the provisions of Regulation 30 read with Schedule III of SEBI (LODR) Regulations, 2015, we wish to inform you that members of the Company at their meeting held on **25th September, 2024** approved all the businesses as stated in the Notice of AGM dated 31st July, 2024 through e-voting.

The brief summary of the resolutions passed with the requisite majority are as under:

The following businesses were transacted at the Meeting:

ORDINARY BUSINESS:

1. Adoption of Audited Financial Statements of the Company for the financial year ended on March 31, 2024 including the Audited Balance Sheet as at March 31, 2024 and the statement of Profit and Loss Accounts and Cash Flow for the year ended on that date and the Reports of the Board and the Auditors thereon.
2. Re-appointment of Shri Suresh Singhvi (DIN: 00293272), who retires by rotation and being eligible, offers himself for re-appointment.



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SPECIAL BUSINESS:

3. Re-appointment of Shri Saket Jaipuria (DIN: 02458923) as the Whole Time Director of the Company for a period of three years w.e.f. February 11, 2025 and payment of Remuneration and passed the following resolution as a Special Resolution:

“RESOLVED THAT pursuant to the provisions of Section 196 (3), 197, 203 and any other applicable provisions of the Companies Act, 2013 and the rules framed there under (including any statutory modification(s) or re-enactment thereof for the time being in force), read with Schedule V to the Companies Act, 2013, and Regulation 17(6)(e) of SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015, as amended from time to time, the consent of the Members of the Company be and is hereby accorded for the reappointment of Mr. Saket Jaipuria (DIN: 02458923) as the Whole-time Director (Designated as the Executive Director cum President) of the Company for a further period of three years with effect from 11th February, 2025 to 10th February, 2028; on the remuneration and other terms and conditions as set out in the statement annexed to the Notice of AGM.

RESOLVED FURTHER THAT the Board be and is hereby authorized to revise from time to time during the tenure of Mr. Saket Jaipuria, the remuneration payable to him subject to overall limits laid down in Sections 197 read with Schedule V of the Act and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 (including any statutory modifications or re-enactments thereof for the time being in force) without further approval of the Members of the Company subject to such other approvals, sanctions or permissions, if any, required for such revision in the remuneration;

RESOLVED FURTHER THAT pursuant to the provisions of Section 152 and all other applicable provisions, if any, of the Companies Act, 2013 (including any statutory modification(s) or re-enactment thereof for the time being in force) and rules made thereunder, Saket Jaipuria, Whole-time Director (Designated as the Executive Director cum President) of the Company, shall be liable to retire by rotation.

RESOLVED FURTHER THAT the Board of Directors of the Company or any committee thereof be and is hereby authorized to do all such acts, deeds and things as in its absolute discretion it may think necessary, expedient or desirable; to settle any question or doubt that may arise in relation thereto in order to give effect to the foregoing resolution.”

4. Re-appointment of Shri Suresh Singhvi (DIN: 00293272) as the Whole Time Director of the Company for a period of 2 years w.e.f. August 1, 2024 and payment of Remuneration and passed the following resolution as a Special Resolution:

“RESOLVED that pursuant to the provisions of Section 196, 197 and 203 read with Schedule V and all other applicable provisions, if any, of the Companies Act, 2013, and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force) and subject to such further approvals as may be necessary, consent of the members of the Company be and is hereby accorded to the re-appointment of **Mr. Suresh**



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Singhvi (DIN No. 00293272) as Whole-time Director designated as Director (Finance) & CFO of the Company for a period of 2 years with effect from 1st August, 2024 on a remuneration as the minimum remuneration payable to him, irrespective of inadequacy or in absence of profits and on the terms and conditions as set out in the Statement annexed to the Notice of AGM with liberty to the Board of Directors (hereinafter referred to as "Board" which term shall be deemed to include the Nomination and Remuneration Committee constituted by the Board) to alter and vary the terms and conditions of the said reappointment in such form and manner or with such modifications as the Board may deem fit and agreed to by Mr. Suresh Singhvi.

RESOLVED FURTHER THAT pursuant to the provisions of Section 152 and all other applicable provisions, if any, of the Companies Act, 2013 (including any statutory modification(s) or re-enactment thereof for the time being in force) and rules made thereunder, Mr. Suresh Singhvi, Director (Finance) & CFO of the Company, liable to retire by rotation.

RESOLVED FURTHER THAT the Board be and is hereby authorized to do all such acts, deeds and things and execute all such documents. Instruments and writings as may be required to give effect to the aforesaid Resolution."

5. Appointment of Mr. Manish Agarwal (DIN: 03200956) as an Independent Director for a period of 3 yrs with effect from 31st July, 2024 and passed the following resolution as a Special Resolution:

"RESOLVED THAT pursuant to the provisions of Sections 149, 150, 152, 161 and Schedule IV of the Companies Act, 2013 (the Act) read with relevant Rules made thereunder and Regulation 16 and 25 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (the Listing Regulations) and other applicable provisions of the Act and Listing Regulations, if any (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), Mr. Manish Agrawal (DIN: 03200956) who was appointed on the Board of the Company as an Additional Director of the Company, in the category of Independent Director, be and is hereby appointed as an Independent Director of the Company not liable to retire by rotation for a term of 3 (three) consecutive years with effect from 31.07.2024."

6. Appointment of Mr. Kalpatru Tripathy (DIN: 00865794) as an Independent Director for a period of 3 yrs with effect from 31st July, 2024 and passed the following resolution as a Special Resolution:

"RESOLVED THAT pursuant to the provisions of Sections 149, 150, 152, 161 and Schedule IV of the Companies Act, 2013 (the Act) read with relevant Rules made thereunder and Regulation 16 and 25 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (the Listing Regulations) and other applicable provisions of the Act and Listing Regulations, if any (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), Mr. Kalpataru Tripathy (DIN: 00865794) who was appointed on the Board of the Company as an Additional Director of the Company, in the category of Independent Director, be and is hereby appointed as an Independent Director of the Company not liable to retire by rotation for a term of 3 (three) consecutive years with effect from 31.07.2024."



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7. Appointment of Mrs. Sujata Sharma (DIN: 02475050) as an Independent Director for a period of 3 yrs with effect from 31st July, 2024 and passed the following resolution as a Special Resolution:

"RESOLVED THAT pursuant to the provisions of Sections 149, 150, 152, 161 and Schedule IV of the Companies Act, 2013 (the Act) read with relevant Rules made thereunder and Regulation 16 and 25 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (the Listing Regulations) and other applicable provisions of the Act and Listing Regulations, if any (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), Mrs. Sujata Sharma (DIN: 02475050) who was appointed on the Board of the Company as an Additional Director of the Company, in the category of Independent Director, be and is hereby appointed as an Independent Director of the Company not liable to retire by rotation for a term of 3 (three) consecutive years with effect from 31.07.2024."

The Chairman announced that the e-voting results along with the Scrutiniser' Report shall be informed to Stock Exchanges and also be placed on the website of the Company and CDSL within two working days from the conclusion of the meeting.

The Chairman then thanked the Members for their continued support and for attending and participating in the Meeting. The meeting concluded at **12:05 P.M.**

Thanking You,

Yours faithfully,
for **GINNI FILAMENTS LTD.**

BHARAT SINGH Digitally signed by BHARAT SINGH
Date: 2024.09.25 16:25:08 +05'30'

BHARAT SINGH
(COMPANY SECRETARY)
Membership No: F6459