

CS/Proceedings of AGM

Date: 28th September, 2024

To,
The Listing Department
BSE Limited
Department of Corporate Affairs
Phiroze Jeejeebhoy Towers
Dalal Street
Mumbai - 400 001
Scrip ID - 533676
ISIN - INE337M01013

To,
The Listing Department
National Stock Exchange of India Ltd.
Exchange Plaza, Plot No. C/1, G Block
Bandra-Kurla Complex,
Bandra (E)
Mumbai - 400 051
Scrip Code - INDOTHAI
ISIN - INE337M01013

Dear Sir/Madam,

Subject : Proceedings of 30th Annual General Meeting of Indo Thai Securities Limited held on 28th September, 2024.

In pursuance of Regulation 30 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, we hereby enclose gist of proceedings of the 30th Annual General Meeting of the Company held on 28th September, 2024, through Video Conferencing and Other Audio Visual Means.

Kindly take the above intimation on your record.

Thanking You,

For Indo Thai Securities Limited

Shruti Sikarwar

(Company Secretary cum Compliance Officer)

Membership No.: A61132

**GIST OF PROCEEDINGS OF THE 30TH ANNUAL GENERAL MEETING
OF INDO THAI SECURITIES LIMITED**

1. Date, Time & Venue of the Meeting:

The 30th Annual General Meeting (“Meeting” or “AGM”) of Indo Thai Securities Limited was held on Saturday, 28th September, 2024 at 12:15 P.M. through Video Conferencing (VC)/ Other Audio Visual Means (OAVM), wherein all the business as mentioned in the Notice dated 06th September, 2024 were transacted. The Meeting concluded at 12:46 P.M. on the same day.

2. Brief Details of items deliberated at the meeting and result thereof:

DIRECTORS IN ATTENDANCE
Mr. Dhanpal Doshi, joined over VC from Indore <i>Managing Director, Chairman of the Particular Meeting</i>
Mr. Parasmal Doshi, joined over VC from Europe <i>Chairman cum Whole-Time Director</i> (NOTE* Mr. Parasmal Doshi was unable to chair the particular meeting hence Mr. Dhanpal Doshi, [Managing Director] was elected as Chairman of the Meeting)
Mr. Rajendra Bandi, joined over VC from Indore <i>Whole-Time Director</i>
Mr. Om Prakash Gauba, joined over VC from Indore <i>Independent Director and Chairman of Audit Committee</i>
Mr. Sunil Kumar Soni, joined over VC from Indore <i>Independent Director and Chairman of Nomination and Remuneration Committee and Stakeholders’ Relationship Committee.</i>
Mr. Amber Chaurasia, joined over VC from Indore <i>Independent Director</i>
Mr. Dharmendra Jain, joined over VC from Indore <i>Independent Director</i>
Mrs. Sweta Sharma Pastaria, joined over VC from Indore <i>Independent Director</i>
Mr. Deepak Sharma, joined over VC from Indore <i>Chief Financial Officer</i>
Mr. Sarthak Doshi, joined over VC from Europe <i>Chief Executive Officer</i>
Mr. Nishit Doshi, joined over VC from Indore <i>Chief Operating Officer</i>
Ms. Shruti Sikarwar, joined over VC from Indore <i>Company Secretary cum Compliance Officer</i>
OTHER REPRESENTATIVES
Statutory Auditor: CA Chandresh Singhvi (Partner of M/s SPARK & Associates Chartered Accountants LLP)

Internal Auditor: Mrs. Geetanjali Vijayvargiya (Partner of M/S APT& Co.)

Secretarial Auditor: CS Kaushal Ameta (M/s Kaushal Ameta & Co., Practicing Company Secretary)

Scrutinizer: CS Kaushal Ameta (M/s Kaushal Ameta & Co., Practicing Company Secretary)

QUORUM OF THE MEETING

31 Members attended the meeting. Since the requisite quorum was present, the Chairman called the Meeting to order.

- The Chairman informed that the Meeting was held through VC/ OAVM in compliance with the circulars issued by the Ministry of Corporate Affairs, Government of India and Securities and Exchange Board of India.
- The Chairman gave an overview of the financial performance of the Company for the financial year ended 31st March, 2024 and its future outlook.
- The Chairman informed that the remote e-voting commenced at 09:00 A.M. on 25th September, 2024 and ended at 05:00 P.M. on 27th September, 2024.
- The following items of business, as set out in the Notice calling the Meeting, were commended for Member's consideration and approval:

Ordinary Business:

1. Adoption of the Audited Financial Statements (including the Audited Consolidated Financial Statements) of the Company for the financial year ended 31st March, 2024 together with the Reports of the Board of Directors (the "Board") and Auditors thereon.
2. Declaration of a final dividend of Re.0.60/- per equity share of Rs. 10/- each (i.e. at the rate of 6% on the face value) for the financial year ended on 31st March, 2024.
3. Appointment of a Director in place of Mr. Rajendra Bandi (DIN: 00051441), who retires by rotation and being eligible, seeks re-appointment.

Special Business:

1. Appointment of Mr. Amber Chaurasia (DIN: 07729278) as an Independent Director of the Company.
 2. Appointment of Mr. Dharmendra Jain (DIN: 01221034) as an Independent Director of the Company.
 3. Appointment of Mrs. Sweta Sharma Pastaria (DIN: 10753647) as an Independent Director of the company.
 4. Increase in the Authorized Share Capital of the Company and Alteration of Capital Clause of Memorandum of Association of the Company.
- On the invitation of the Chairman, Members who had registered themselves as speakers or who attended the Meeting through VC / OAVM and sought clarifications on the Company's accounts and businesses. The Chairman responded to the queries of the Shareholders and provided clarifications.

- The Chairman informed the Members that M/s Kaushal Ameta & Co., Practicing Company Secretary, was appointed as the Scrutinizer for the purpose of scrutinizing the remote e-voting process and voting at the meeting by using electronic system.
- The Chairman informed the Members that the combined results of remote e-voting and voting at the meeting by using electronic system shall be disseminated to the Stock Exchanges and will be uploaded on the website of the Company www.indothai.co.in and the Central Depository Services (India) Limited www.evotingindia.com

3. Manner of Approval

- Pursuant to the provisions of the Companies Act, 2013 and Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company had provided remote e-voting facility to its Members to cast votes electronically, on all the resolutions set out in the Notice.
- Further, the facility to vote on resolutions through electronic voting system at the meeting was made available to the members who participated in the meeting and had not cast their votes through remote e-voting.
- All the resolutions set out in the Notice calling the Annual General Meeting dated 06th September, 2024, were passed with requisite majority.

For Indo Thai Securities Limited

Shruti Sikarwar

(Company Secretary cum Compliance Officer)

Membership No.: A61132

Place: Indore

Date: 28th September, 2024