



TRANSCRIPT OF THE 127TH ANNUAL GENERAL MEETING OF THE COMPANY

- The 127th Annual General Meeting ('AGM') of Cheviot Company Limited (the '**Company**') was held on **Thursday, 7th August, 2025 at 11.00 a.m.** (IST) through Video Conferencing ('VC') / Other Audio-Visual Means ('OAVM'). The AGM commenced at 11:00 A.M. and concluded at 11:42 A.M.
- Mr. Harsh Vardhan Kanoria, Chairman and Managing Director of the Company chaired the AGM in accordance with Article 96 of the Articles of Association of the Company.
- 41 members joined and remained present throughout the AGM.
- The Chairman welcomed all the members and informed that the AGM was held through VC/OAVM in compliance with the circulars issued by the Ministry of Corporate Affairs. He further informed that the Company has taken all feasible steps to ensure that the members were provided with an opportunity to participate in the AGM and vote on the business being considered at the AGM.
- The requisite quorum being present, the Chairman called the meeting to order and introduced all the directors present. The Chairman informed that the chief financial officer, company secretary, auditors and scrutinizer were also present at the AGM.
- The Chairman informed that the registers and other documents open for inspection were available and shall remain accessible to the members for inspection in electronic mode, during the AGM.
- The Chairman then stated that:
 - a) In accordance with the applicable provisions of the Companies Act, 2013 and Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company has provided e-voting facility to the members through NSDL e-voting system.
 - b) Members present during the AGM and who have not voted earlier through remote e-voting can cast their vote during the AGM from the NSDL e-voting page.
 - c) Mr Rahul Srivastava, Practising Company Secretary has been appointed as Scrutinizer for reporting the results of e-voting.
- The Chairman informed that the Notice dated 26th May, 2025 convening this AGM and the Annual Report for the year ended 31st March, 2025 were sent electronically to the registered email address of the members of the Company. The Notice dated 26th May, 2025 convening the AGM was taken as read with the permission of the members. Since the resolutions placed at the AGM have already been put to vote through remote e-voting, there were no proposing and seconding of resolutions during the AGM.
- The Chairman then informed that the independent auditor's report and the secretarial audit report for the year ended 31st March, 2025 have already been circulated to the members as part of the Annual Report. The audit reports did not contain any qualifications, observations, adverse comments or remarks and were taken as read with the consent of the members.

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- Thereafter, 3 (three) registered speaker members spoke at the AGM and shared their views/comments.
- The Chairman replied to the comments/queries and updated the members about the Company's quarterly performance and current situation of the Jute Industry.
- The Chairman then announced that the results of the e-voting shall be declared and uploaded on the websites of the Company, NSDL and stock exchanges, where the shares of the Company are listed within two working days.
- The Chairman then thanked the members and directors for attending the AGM.
- Thereafter, 15 minutes was provided to those members who did not cast their vote earlier during remote e-voting period, to cast their vote during the AGM. The AGM stood closed at 11:42 a.m. (IST) after the e-voting ended.

Date of the annual general meeting:	7th August, 2025		
Brief details of items deliberated and results thereof:			
The following business, as per Agenda Item No. 1 to 7 of the Notice dated 26th May, 2025, were transacted at the AGM:	Resolution Type	Manner of approval	
1. To receive, consider and adopt the audited financial statements of the Company for the financial year ended 31st March, 2025 together with the reports of the Board of Directors and the Auditors thereon.	Ordinary	e-voting	
2. To declare dividend of ₹ 5/- (Rupees Five only) per ordinary share on 58,41,875 ordinary shares of face value of ₹ 10/- each (50%), amounting to ₹ 2,92,09,375/- (Rupees Two Crores Ninety-Two Lakhs Nine Thousand Three Hundred Seventy-Five only) for the financial year ended 31st March, 2025.	Ordinary	e-voting	
3. To appoint a director in place of Mr. Abhishek Murarka (DIN 00118310), who retires by rotation and, being eligible, offers himself for re-appointment.	Ordinary	e-voting	
4. Appointment of M/s MR & Associates, Practicing Company Secretaries, as Secretarial Auditor for a term of 5 (five) consecutive financial years commencing from 1st April, 2025 to 31st March, 2030.	Ordinary	e-voting	
5. Re-appointment of Mr. Harsh Vardhan Kanoria (DIN: 00060259) as Chairman and Managing Director, for a further period of 5 (five) years with effect from 1st August, 2025.	Special	e-voting	
6. To create/modify charge on the assets of the Company in favour of Axis Bank Limited to secure the credit facilities.	Special	e-voting	
7. Ratification of remuneration payable to the Cost Auditor for the financial year ending 31st March, 2026.	Ordinary	e-voting	

The Scrutinizer's report on the results of the remote e-voting and e-voting during the AGM has been received today, 7th August, 2025, in terms of which all the resolutions were found to have been passed with requisite majority. The e-voting results will be intimated separately to the Stock Exchange(s), where the shares of the Company are listed and shall also be uploaded on the website(s) of the Company and NSDL.

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