

Date: January 28, 2025

To,
The Listing Department
BSE Limited
Department of Corporate Affairs
Phiroze Jeejeebhoy Towers
Dalal Street
Mumbai - 400 001

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

Dear Sir/Madam,

Subject : Summary of Proceedings of 01/2024-2025 Extra-ordinary General Meeting held on January 28, 2025.

Reference : ISIN - INE02IJ01035; Scrip Id-544061; Scrip Code-AZAD

The 01/2024-2025 Extra-ordinary General Meeting of the Company was held on Tuesday, January 28, 2025 at 04:00 P.M. (IST) through Video Conferencing/ Other Audio-Visual Means to transact the business as stated in the Notice dated January 06, 2025, convening the 01/2024-2025 Extra-ordinary General Meeting.

The summary of Proceedings of the 01/2024-2025 Extra-ordinary General Meeting of the Company as required under Regulation 30 read with Para A of Schedule III of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (SEBI LODR) is enclosed herewith as **Annexure A**. Further, the details in accordance with the Listing Regulations read with SEBI Circular No. SEBI/HO/CFD/CFD-PoD-1/P/CIR/2023/123 dated 13th July 2023 is enclosed as **Annexure-B**.

The 01/2024-2025 Extra-ordinary General Meeting concluded at 04:44 P.M. (IST)

This is for your information and record.

Thanking you,

Yours truly,

For Azad Engineering Limited


Ful Kumar Gautam
(Company Secretary & Compliance Officer)
Membership No.: A49550



Encl.: As Above

Annexure A

SUMMARY OF PROCEEDINGS OF THE 01/2024-2025 EXTRA-ORDINARY GENERAL MEETING

The 01/2024-2025 Extra-ordinary General Meeting of the Company was held on Tuesday, January 28, 2025 at 04:00 P.M. (IST) through Video Conferencing (VC) / Other Audio-Visual Means (OAVM). The Company, while conducting the Meeting, adhered to the Circulars issued by the Ministry of Corporate Affairs ('MCA') and the Securities and Exchange Board of India ('SEBI').

The Company Secretary & Compliance Officer welcomed the members, directors and other invitees to the 01/2024-2025 Extra-ordinary General Meeting of the Company and informed that the Company has made all feasible efforts to enable the members to participate in the meeting through Video Conferencing/ Other Audio Video Means facility and vote electronically. Among the directors, the Chairpersons of the Audit Committee, the Nomination and Remuneration Committee, the Corporate Social Responsibility Committee, the Stakeholders Relationship Committee, Risk Management Committee and Independent Directors Committee were also present at the 01/2024-2025 Extra-ordinary General Meeting as per the requirements of the Companies Act, 2013 ("the Act") and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations"). The participation of the Statutory Auditors and the Secretarial Auditor were also acknowledged.

Mr. Rakesh Chopdar, Chairman and CEO of the Company chaired the 01/2024-2025 Extra-ordinary General Meeting by welcoming all the members present at the meeting. Upon confirmation from the Company Secretary & Compliance Officer regarding requisite quorum being present, the Chairman called the meeting to order.

With the consent of the Members, the Notice of the Meeting was taken as read.

The following items of businesses were transacted as set out in the Notice of the 01/2024-2025 Extra-ordinary General Meeting :

Special Business:

1. Issuance of securities of the company through permissible modes of fund raising.
2. To consider and approve appointment of Mr. Murali Krishna Bhupatiraju as the managing director and to fix his remuneration thereof.
3. To consider and approve appointment of Mr. Deepak Kabra as independent director (non-executive).
4. To increase the borrowing limit of the company under section 180(1)(c) of the companies act, 2013.
5. To approve mortgage/pledge /hypothecate/create charge on the assets of the company under section 180(1)(a) of the companies act, 2013.
6. To consider and approve an employee stock option scheme formulated in accordance with the Securities And Exchange Board Of India (share based employee benefits and sweat equity) regulations, 2021 and other applicable laws.
7. To approve the azad engineering limited employee stock option scheme 2024 for eligible employees of group companies, associate companies , subsidiary companies or azad prime private limited and azad vtc private limited or holding company.

The Company Secretary & Compliance Officer informed the Members that the Company had provided its Members the facility to cast their vote electronically through CDSL & NSDL system before the Meeting. He further informed that the remote e-voting facility was also made available during the 01/2024-2025 Extra-ordinary General Meeting for the benefit of Members who were present during the Meeting and had not cast their votes earlier through remote e-voting. He further informed that the Board of Directors had appointed Mr. Ashish Kumar Gaggar, Practicing Company Secretary, as the Scrutinizer to supervise the remote e-voting and e-voting at the 01/2024-2025 Extra-ordinary General Meeting.

The Company Secretary & Compliance Officer then invited the speaker shareholders who had registered themselves with the Company, prior to the 01/2024-2025 Extra-ordinary General Meeting, to express their views/raise queries, if any. He informed that the Company has received requests from several shareholders to register themselves as speakers for the Meeting, but due to paucity of time, only limited speakers on first-come-first-serve basis could be accommodated. The Company Secretary & Compliance Officer further stated that the shareholders who have requested to register themselves as speaker and could not speak at the Meeting may send their queries to the Company at email cs@azad.in and the Company will be happy to respond to the said questions appropriately. Thereafter, the name of the speakers was called one by one, and the management answered to all the questions/queries to their satisfaction.

The Company Secretary & Compliance Officer then thanked the shareholders for their continued support and for attending and participating in the Meeting. He also thanked the Directors and all other attendees for joining the meeting.

The e-voting facility was kept open for the next 15 minutes to enable the Shareholders to cast their vote. Upon completion of the e-voting process the Meeting was declared as closed at 04:44 P.M. (IST).

Thanking you,

Yours truly,

For Azad Engineering Limited



Ful Kumar Gautam
(Company Secretary & Compliance Officer)
Membership No.: A49550



Annexure B

Details as required in accordance with the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations") read with SEBI Circular No. SEBI/HO/CFD/CFD-PoD1/P/CIR/2023/123 dated 13th July 2023

1.	Date of the Meeting	January 28, 2025.
2.	Brief details of items deliberated and results thereof	The results of remote e-Voting and e-Voting during the 01/2024-2025 Extra-ordinary General Meeting, on the resolutions as set out in the Notice of the 01/2024-2025 Extra-ordinary General Meeting, will be submitted with the stock exchanges separately, in the format prescribed under Regulation 44 of the Listing Regulations.
3.	Manner of approval proposed for certain items	The Company had provided remote e-Voting facility to the members to exercise their votes electronically from January 22, 2025 at 09:00 A.M. (IST) until January 27, 2025 at 05:00 P.M. (IST) on the resolutions as set in the Notice of the 01/2024-2025 Extra-ordinary General Meeting. Members, who participated at the 01/2024-2025 Extra-ordinary General Meeting through VC/ OAVM facility and had not cast their votes on the Resolution(s) using remote e-Voting, and who were otherwise eligible, were provided facility to e-Vote on the CDSL & NSDL portal during the 01/2024-2025 Extra-ordinary General Meeting.

Thanking you,

Yours truly,

For Azad Engineering Limited




Ful Kumar Gautam
(Company Secretary & Compliance Officer)
Membership No.: A49550