



Date: 30.09.2025

To,

## **Department of Corporate Services**

BSE Limited,
PhirozeJeejeebhoyTowers
Dalal Street
Mumbai-400 001

Ref: Captain Technocast Limited (Scrip Code: 540652/Scrip ID:CTCL)

Sub: submission of Outcome of 15<sup>th</sup>AGM

Dear Sir/Madam,

This is to inform you that, our  $15^{TH}$ Annual General Meeting held on 30.09.2025 interalia, has completed on 30.09.2025 and we are sending –

1. Outcome of 15<sup>th</sup>AGM held on 30/09/2025.

Meeting start time: 04:00 P.M.

Meeting End Time: 04:13 P.M.

FOR, CAPTAIN TECHNOCAST LIMITED

MANAGING DIRECTOR
ANILBHAI VASANTBHAI BHALU
DIN NO.: 03159038





PROCEEDING OF THE 15<sup>TH</sup> ANNUAL GENERAL MEETING HELD ON TUESDAY, 30<sup>TH</sup> SEPTEMBER, 2025 THROUGH VC/OVAM AT 04:00 P.M. TO TRANSACT THE FOLLOWING BUSINESS:

### **PROCEEDINGS OF MEETING:-**

Meeting start time: 04:00 P.M. Meeting End Time: 04;13 P.M.

### **PRESENT THOUGH VC/ OAVM**

- 1. Shri Anilbhai Vasantbhai Bhalu (Managing Director)
- 2. Shri Rameshbhai Devrajbhai Khichadia- (Director)
- 3. Shri Shailesh Karshanbhai Bhut- (WTD)
- 4. Shri Gopal Devrajbhai Khichadia- (Director)
- 5. Mrs. Laxmipriya Binodkumar Dasmohapatra (Ind. Non Exe. Director)
- 6. Shri Jentilal Popatbhai Godhat (Ind. Non Exe. Director)
- 7. Mr. Prashant Bhatti (CFO)
- 8. CS KISHOR DUDHATRA -SECRETERIAL AUDITOR

Apart from board of directors 34 (Thirty Four) Shareholders were present at the meeting.

#### **QUORUM**

As sufficient quorum was present, chairman ordered to commence the business of the Meeting.

#### <u>CHAIRMAN</u>

Mr. Anilbhai Vasantbhai Bhalu, Managing Director of the Company was appointed as the chairman of the 15<sup>th</sup> Annual General Meeting.

After that Chairman has appraised the shareholders regarding business of the company.

### **NOTICE**

With the consent of the Members present, the Notice convening the Meeting and Directors' Report & Accounts were taken as read.

### **ORDINARY BUSINESS TRANSACTED AT THE MEETING:-**

1) TO CONSIDER AND ADOPT (A) THE AUDITED STANDALONE FINANCIAL STATEMENT OF THE COMPANY FOR THE FINANCIAL YEAR ENDED MARCH 31, 2025 AND THE REPORTS OF THE BOARD OF DIRECTORS AND AUDITORS THEREON; AND (B) THE AUDITED CONSOLIDATED FINANCIAL STATEMENT OF THE COMPANY FOR THE FINANCIAL YEAR ENDED MARCH 31, 2025 AND THE REPORT OF AUDITORS THEREON:

Mr. Anilbhai Vasantbhai Bhalu proposed the following resolution as an ordinary resolution which was seconded by Mr. Shailesh Karshanbhai Bhut.

"RESOLVED THAT the audited standalone financial statement of the Company for the financial year ended March 31, 2025 and the reports of the Board of Directors and Auditors thereon, as circulated to the Members, be and are hereby considered and adopted."

"RESOLVED THAT the audited consolidated financial statement of the Company for the financial year ended March 31, 2025 and the report of Auditors thereon, as circulated to the Members, be and are hereby considered and adopted."





The Board recommends the resolution for approval of members as an ordinary resolution. None of the Directors has any interest or concern in this resolution.

## 2). TO APPOINT A DIRECTOR IN PLACE OF MR. SHAILESH KARSHANBHAI BHUT (DIN: 03324485), WHO RETIRES BY ROTATION AND BEING ELIGIBLE, OFFERS HIMSELF FOR RE- APPOINTMENT.

Mr. Anilbhai Vasantbhai Bhalu proposed the following resolution as an ordinary resolution which was seconded by Mr. Shailesh Karshanbhai Bhut

"RESOLVED THAT MR. SHAILESH KARSHANBHAI BHUT (DIN: 03324485), director of the company, who retires by rotation be and is hereby re-appointed as director of the company liable to retire by rotation"

The Board recommends the resolution for approval of members as an ordinary resolution. None of the Directors has any interest or concern in this resolution.

# 3) Appointment of M/s. KISHOR DUDHATRA, Company Secretaries as the Secretarial Auditors of the Company for the Period of 5 years

To consider and if thought fit, pass with or without modification(s), the following resolution as an Ordinary Resolution:

"RESOLVED THAT based on the recommendation of the Board of Directors of the Company and pursuant to the provisions of Regulation 24A of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements), Regulations, 2015 ("Listing Regulations"), Section 204 of the Companies Act, 2013and Rules framed there under (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), M/s. KISHOR DUDHATRA, Company Secretaries (FCS: 7236, Peer Review No: 1919/2022), be and are hereby appointed as the Secretarial Auditors of the Company for a term of 5(Five) consecutive years commencing from financial year 2025-26 till financial year 2029-30, at such fees, plus applicable taxes and other out-of-pocket expenses as may be mutually agreed upon between the Board of Directors of the Company and the Secretarial Auditors."

"RESOLVED FURTHER THAT any one of the Director of the Company be and is hereby authorized to execute necessary documents and to sign and file the necessary forms/documents with the Registrar of Companies and to do all such acts, Deeds, matters and things as may be required to give effect to this resolution."

The Board recommends the resolution for approval of members as an ordinary resolution. None of the Directors has any interest or concern in this resolution.

#### **SPECIAL BUSINESS TRANSACTED AT THE MEETING:-**

## 4). MATERIAL RELATED PARTY TRANSACTION(S) BETWEEN THE COMPANY AND IT'S SUBSIDIARY VARTIS ENGINEERING PRIVATE LIMITED.

To consider and, if thought fit, to pass the following Resolution as an Ordinary Resolution:

"RESOLVED THAT pursuant to the provisions of Regulations 2(1)(zc), 23(4) and other applicable Regulations, if any, of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('SEBI Listing Regulations'), as amended from time to time, Section 2(76) and other applicable provisions of the Companies Act, 2013 ('Act') read with the Rules framed there under [including any statutory modification(s) or re-enactment(s) thereof for the time being in force] and other applicable laws / statutory provisions, if any, the Company's Policy on Related Party Transactions as well as approval of the Board and the omnibus approval of the audit committee constituted by the Board from time to time to exercise its powers conferred by this Resolution) to the Material Related Party Transaction(s) / Contract(s) / Arrangement(s) / Agreement(s) entered into / proposed to be entered into





(whether by way of an individual transaction or transactions taken together or a series of transactions or otherwise), as mentioned in detail in the Explanatory Statement annexed herewith, between the Company and VARTIS ENGINERING PRIAVTE LIMITED, Subsidiary of Company and accordingly a 'Related Party' of the Company, on such terms and conditions as may be mutually agreed between the Company and VARTIS ENGINERING PRIAVTE LIMITED, for an aggregate value not exceeding Rs. 30.00 crore during the financial year 2025-26, with an increase of 25% on the previous year limit year on year upto FY 2029-30, provided that such transaction(s) / contract(s) / arrangement(s) / agreement(s) is being carried out at an arm's length pricing basis and in the ordinary course of business."

"RESOLVED FURTHER THAT the Board be and is hereby authorized to do and perform all such acts, deeds, matters and things, as may be necessary, including but not limited to, finalizing the terms and conditions, methods and modes in respect of executing necessary documents, including contract(s) / arrangement(s) / agreement(s) and other ancillary documents; seeking necessary approvals from the authorities; settling all such issues, questions, difficulties or doubts whatsoever that may arise and to take all such decisions from powers herein conferred; and delegate all or any of the powers herein conferred to any Director, Chief Financial Officer, Company Secretary or any other Officer / Authorized Representative of the Company, without being required to seek further consent from the Members and that the Members shall be deemed to have accorded their consent thereto expressly by the authority of this Resolution."

"RESOLVED FURTHER THAT all actions taken by the Board in connection with any matter referred to or contemplated in this Resolution, be and is hereby approved, ratified and confirmed in all respect."

The Board recommends the resolution for approval of members as an ordinary resolution. None of the Directors has any interest or concern in this resolution.

## 5.) MATERIAL RELATED PARTY TRANSACTION(S) BETWEEN THE COMPANY AND CAPTAIN POLYPLAST LIMITED- GROUP COMPANY.

To consider and, if thought fit, to pass the following Resolution as an Ordinary Resolution:

"RESOLVED THAT pursuant to the provisions of Regulations 2(1)(zc), 23(4) and other applicable Regulations, if any, of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('SEBI Listing Regulations'), as amended from time to time, Section 2(76) and other applicable provisions of the Companies Act, 2013 ('Act') read with the Rules framed thereunder [including any statutory modification(s) or re-enactment(s) thereof for the time being in force] and other applicable laws / statutory provisions, if any, the Company's Policy on Related Party Transactions as well as approval of the Board and the omnibus approval of the audit committee constituted by the Board from time to time to exercise its powers conferred by this Resolution) to the Material Related Party Transaction(s) / Contract(s) / Arrangement(s) / Agreement(s) entered into / proposed to be entered into (whether by way of an individual transaction or transactions taken together or a series of transactions or otherwise), as mentioned in detail in the Explanatory Statement annexed herewith, between the Company and CAPTAIN POLYPLAST LIMITED, Subsidiary of Company and accordingly a 'Related Party' of the Company, on such terms and conditions as may be mutually agreed between the Company and CAPTAIN POLYPLAST LIMITED, for an aggregate value not exceeding Rs. 9.00 crore during the financial year 2025-26, with an increase of 25% on the previous year limit year on year upto FY 2029-30, provided that such transaction(s) / contract(s) / arrangement(s) / agreement(s) is being carried out at an arm's length pricing basis and in the ordinary course of business."

"RESOLVED FURTHER THAT the Board be and is hereby authorized to do and perform all such acts, deeds, matters and things, as may be necessary, including but not limited to, finalizing the terms and conditions, methods and modes in respect of executing necessary documents, including contract(s) / arrangement(s) / agreement(s) and other ancillary documents; seeking necessary approvals from the authorities; settling all such issues, questions, difficulties or doubts whatsoever that may arise and to take all such decisions from powers herein conferred; and delegate all or any of the





powers herein conferred to any Director, Chief Financial Officer, Company Secretary or any other Officer / Authorized Representative of the Company, without being required to seek further consent from the Members and that the Members shall be deemed to have accorded their consent thereto expressly by the authority of this Resolution."

"RESOLVED FURTHER THAT all actions taken by the Board in connection with any matter referred to or contemplated in this Resolution, be and is hereby approved, ratified and confirmed in all respect."

The Board recommends the resolution for approval of members as an ordinary resolution. None of the Directors has any interest or concern in this resolution.

#### **VOTE OF THANKS:**

There is being no other business, the Meeting was concluded with a vote of thanks to the Chair.

FOR, CAPTAIN TECHNOCAST LIMITED

DATE: 30/09/2025 PLACE: RAJKOT

> ANILBHAI VASANTBHAI BHALU CHAIRMAN DIN NO.: 03159038