



बामर लॉरी एण्ड कं. लिमिटेड
(भारत सरकार का एक उद्यम)
Balmer Lawrie & Co. Ltd.
(A Government of India Enterprise)

21, नेताजी सुभाष रोड, कोलकाता-700 001 (भारत)
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सीआईएन/CIN : L15492WB1924GOI004835

Date: 23rd September, 2025

Ref: SECY/SE/AGM/2025

The Secretary,
National Stock Exchange of India Limited
Exchange Plaza, C-1, Block-G,
Bandra Kurla Complex,
Bandra (E),
Mumbai – 400051

The Secretary,
BSE Limited
Phiroze Jeejeebhoy Towers,
Dalal Street,
Mumbai- 400001

Company Code: **BALMLAWRIE**

Scrip Code: **523319**

Dear Sir(s)/Madam(s),

Sub: Disclosure under Regulation 30 of Securities and Exchange Board of India ("SEBI") (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations") - Proceedings of the 108th Annual General Meeting of Balmer Lawrie & Co. Ltd. (the "Company")

In furtherance to our intimation dated 29th August, 2025 and in terms of Regulation 30 of the Listing Regulations read with Para A of Part A of Schedule III thereof, please find enclosed the Proceedings of the 108th Annual General Meeting of the Company held on Tuesday, 23rd September, 2025 at Ghanshyam Das Birla Sabhagar, 29, Ashutosh Choudhry Avenue, Kolkata – 700 019 at 12 Noon IST and concluded at 02:10 P.M.

For Balmer Lawrie & Co. Ltd.

Kavita Bhavsar
Company Secretary and Compliance Officer

Enclosed: as above

Proceedings of the 108th Annual General Meeting of Balmer Lawrie & Co. Ltd. held on Tuesday, 23rd September, 2025 at 12 Noon IST at Ghanshyam Das Birla Sabhagar, 29, Ashutosh Choudhry Avenue, Kolkata – 700 019

The **108th Annual General Meeting (“AGM”)** of the Members of Balmer Lawrie & Co. Ltd. (the “Company”) was convened and held at Ghanshyam Das Birla Sabhagar, 29, Ashutosh Choudhry Avenue, Kolkata – 700 019 on Tuesday, 23rd September, 2025 at 12 Noon IST.

Shri Adhip Nath Palchaudhuri, Chairman & Managing Director of the Company (‘The Chairman’) chaired the 108th AGM as per the provisions of the Articles of Association of the Company, the Companies Act, 2013 and applicable Secretarial Standards issued by the Institute of Company Secretaries of India. He welcomed the Directors and Shareholders at the 108th AGM of the Company. The Company Secretary and Compliance Officer confirmed that the requisite quorum was present at the 108th AGM. The requisite quorum being present, the Chairman declared the 108th AGM open.

The Chairman informed the Members that the Statutory Registers as per the applicable provisions of the Companies Act, 2013 and any other document(s) referred to in the Notice of the 108th AGM along with the Explanatory Statement were available for inspection by the Members and the same had continued to be open and accessible for inspection during the continuance of the 108th AGM.

Thereafter, the Chairman introduced the other Directors and the Company Secretary and Compliance Officer attending the 108th AGM of the Company.

The Chairman then addressed the Members of the Company. He briefed the Members about the financial performance of the Company for the Financial Year ended on 31st March, 2025, future outlook of the Company, the endeavours of the Company for compliance with the Corporate Governance requirements and Corporate Social Responsibility initiatives taken by the Company.

Thereafter, the Chairman placed before the AGM, 12 (twelve) resolutions as set out in the Notice of the 108th AGM for the approval of Members.

The Chairman informed the Members that as per the statutory provisions, the Company had offered e-voting facility including remote e-voting to its Members. The remote e-voting had commenced on Friday, 19th September, 2025 at 09:00 A.M. and concluded on Monday, 22nd September, 2025 at 05:00 P.M.

The Chairman further informed the Members that as per the statutory provisions, the remote e-voting had already been carried out with respect to the items of business numbered from 1. (one) to 12. (twelve), as stated in the Notice of 108th AGM. He further stated that the Members who had not cast their vote through remote e-voting and were present at the 108th AGM had also been provided with the facility of e-voting system.

He further mentioned that the Members who had cast their vote by remote e-voting prior to the 108th AGM were entitled to attend the 108th AGM only but were not entitled to cast their vote again at the 108th AGM.

The Chairman informed that the Board of Directors of the Company had appointed Shri Navin Kothari, Proprietor of M/s. N. K & Associates, Company Secretaries (Membership No. FCS 5935 and Certificate of Practice no. 3725) as Scrutinizer for scrutiny of the votes cast through the remote e-voting facility and e-voting facility provided during the 108th AGM, in a fair and transparent manner and that he would submit the Consolidated Scrutinizer's Report within the stipulated time. Thereafter, the Chairman informed that the Results of the e-voting shall be notified to the Stock Exchanges, where the Equity Shares of the Company are listed i.e. BSE Limited and National Stock Exchange of India Limited and will also be uploaded on the website of the Company and on the website of M/s. KFin Technologies Limited, (the agency providing e-voting facility) immediately after the declaration.

The Chairman invited the Members to raise any of their queries or issues arising out of the Annual Report of the Company for the Financial Year 2024-25 or relating to the agenda of the 108th AGM. With respect to the queries, observations and clarifications sought by the Members, necessary clarifications/responses were given by the Chairman.

Thereafter, the following items of Ordinary and Special Business as set out in the Notice of the 108th AGM were proposed for the consideration of the Members:

Sl. No.	Agenda Items	Type of Resolution
Ordinary Business		
1.	To consider and adopt the Audited Financial Statements of the Company (both Standalone and Consolidated) for the Financial Year ended on 31 st March, 2025 together with the Reports of the Board of Directors and Auditors thereon and other Statements attached thereto along with the Comments of Comptroller and Auditor General of India thereon.	Ordinary
2.	To declare dividend for the Financial Year ended on 31 st March, 2025.	Ordinary
3.	To appoint a Director in place of Shri Saurav Dutta (DIN: 10042140), a Director who retires by rotation and being eligible, offers himself for re-appointment.	Ordinary
4.	To fix the remuneration of the Statutory Auditors of the Company (including Branch Auditors) for the Financial Year 2025-26.	Ordinary

Sl. No.	Agenda Items	Type of Resolution
Special Business		
5.	Appointment of Shri Amit Bansal (DIN: 10372580) as Government Nominee Director and fixation of terms of his appointment.	Ordinary
6.	Approval of the detailed Terms and Conditions with respect to the appointment of Shri Adhip Nath Palchaudhuri, (DIN: 08695322) as Chairman and Managing Director of Balmer Lawrie & Co. Ltd.	Ordinary
7.	Appointment of Shri Harishkumar Madhusudan Joshi (DIN: 01201050) as Non-Executive Independent Director and fixation of terms of his appointment.	Special
8.	Appointment of Dr. Vandana Minda Heda (DIN: 09402294) as Non-Executive Independent Director and fixation of terms of her appointment.	Special
9.	Appointment of Shri Rajeev Kumar (DIN: 11170401) as Government Nominee Director and fixation of terms of his appointment.	Ordinary
10.	Appointment of Shri Romon Sebastian Louis (DIN: 08710802) as Director (Service Businesses) and fixation of terms of his appointment.	Ordinary
11.	Appointment of M/s. MR & Associates, a firm of Practicing Company Secretaries as the Secretarial Auditor of the Company from Financial Year 2025-26 to Financial Year 2029-30.	Ordinary
12.	Ratification of Remuneration of Cost Auditor(s) for the Financial Years 2025-26, 2026-27, 2027-28 and 2028-29.	Ordinary

The Chairman thereafter concluded the discussions on the resolutions as set out in the Notice of the 108th AGM and thanked all the Members for their participation at the 108th AGM.

The 108th AGM was concluded with vote of thanks to the Chair.

It is hereby confirmed that the 108th AGM was called, convened, held and conducted as per the provisions of the Companies Act, 2013, the Rules notified thereunder, the MCA Circular, Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and the Secretarial Standards on General Meetings (SS-2) issued by the Institute of Company Secretaries of India (ICSI). The 108th AGM of the Company concluded at 02:10 P.M.