



HLV LIMITED

September 23, 2025

**The Department of Corporate Services
BSE Limited**
Phiroze Jeejeebhoy Towers,
Dalal Street,
Mumbai – 400 001
Scrip Code: 500193

**The Listing Department
National Stock Exchange of India
Limited**
Exchange-Plaza, 5th Floor,
Plot No. C/1, G block,
Bandra Kurla Complex,
Bandra (E), Mumbai – 400 051
Scrip Code: HLVLTD

Dear Sir,

Sub: Proceedings of the 44th Annual General Meeting (“AGM”) of the Company held on 23rd September, 2025

The 44th Annual General Meeting (“AGM”) of the Company was held today i.e. Tuesday, 23rd September, 2025 at 11.00 a.m. (IST) via two-way Video Conference / Other Audio Visual Means, without the physical presence of its members at a common venue, to transact the business as stated in the Notice dated 22nd May, 2025, convening the AGM. All the items of business contained in the Notice were transacted and passed by the Members with the requisite majority through e voting process.

In this regard, please find enclosed the proceedings of the AGM as per the requirement of Regulation 30, Para A of Part A of Schedule III of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

You are requested to kindly take the same on record.

Thanking you,

For **HLV Limited**

Savitri Yadav
Company Secretary

Encl: as above

Proceedings of the 44th Annual General Meeting

The 44th Annual General Meeting ('AGM' or 'Meeting') of the Members of HLV Limited was conducted on Tuesday, 23rd September, 2025 at 11:00 a.m. (IST) through a two way Video Conferencing mode or other Audio Visual Means ("VC/OAVM") in compliance with the circulars issued by Ministry of Corporate Affairs and the Securities and Exchange Board of India, without the physical presence of its Members at a common venue, from the Registered office of the Company which was the deemed venue of AGM. The Members were provided with the facility to cast their votes through remote e-voting system provided by National Securities Depository Limited (NSDL), on all resolutions set forth in the Notice, before AGM during the remote e-voting period i.e. from Friday, 19th September, 2025 to Monday, 22nd September, 2025 as well as during the AGM.

The requisite quorum was present at 11.00 a.m. Mr. Vivek Nair, Chairman and Managing Director, Chairman of the Board, chaired the Meeting in terms of Article 85 of the Articles of Association of the Company.

Company Secretary welcomed the Members participating in the Meeting through video conference, introduced the Directors and Chief Financial Officer of the Company present at the deemed venue of the Meeting. Then the Company Secretary invited Ms. Amruda Nair who participated in the meeting through video conference to introduce herself. Ms. Amruda Nair introduced herself. Mr. Dinesh Nair, Co-Chairman and Managing Director, was not present at the deemed venue of the meeting as he was travelling. The representatives of M/s. N. S. Shetty & Co., Statutory Auditors and M/s. RAAM & Associates LLP, Company Secretaries, Secretarial Auditor and the Scrutinizer, also attended the Meeting through VC.

Company Secretary then handed over the proceedings of the meeting to the Chairman.

The Chairman addressed the Members and briefed them about business performance of the Company during the financial year 2024-25. Since the Notice convening the meeting was already circulated to the members, it was taken as read. Chairman requested the Members who have not casted their vote during remote e voting period to do so. The Chairman informed the members that the Board of Directors have appointed M/s. RAAM & Associates LLP, Company Secretaries, as the scrutinizers to scrutinize the entire e-voting process in a fair and transparent manner and authorized the Company Secretary to receive and counter sign the scrutinizer's report and declare the voting results.

Then, the Company Secretary briefed the members on certain points relating to the participation and voting at the Meeting.

Company Secretary informed that the Registers as required under the Companies Act, 2013 and other relevant documents mentioned in the Notice are available for electronic inspection.

Company Secretary further informed that the Annual Report 2024-25 including the Notice of the Annual General Meeting, have been emailed to all those Shareholders whose e-mail addresses are registered. Hard copies of the same were dispatched to the Shareholders who had requested and a letter providing a web-link and exact path for accessing the Annual Report 2025 has been sent to those Shareholders who have not registered their e-mail addresses.

The following items of business were transacted at the Meeting:

1. Adoption of Audited Financial Statements of the Company for the financial year ended March 31, 2025 together with the report of the Board of Directors and Auditors thereon, as an Ordinary Business, Ordinary Resolution.
2. To appoint a Director in place of Mrs. Salini Madhu Nair (DIN: 00011223), who retires by rotation and being eligible, offers herself for re-appointment, as an Ordinary Business, Ordinary Resolution.

3. Appointment of M/s. RAAM & Associates LLP, Company Secretaries, as the Secretarial Auditors of the Company for a term of five years, as a Special Business, Ordinary Resolution.
4. Re-appointment of Mr. Vivek Nair (DIN:00005870) as Chairman & Managing Director for a further period of five years, as a Special Business, Special Resolution
5. Re-appointment of Mr. Dinesh Nair (DIN:00006609) as Co-Chairman & Managing Director for a further period of five years, as a Special Business, Special Resolution.

Since the AGM was held through Video Conference and the resolutions mentioned in the notice convening the meeting had already been put to vote through remote e-voting, there was no proposing and seconding of the resolutions, also there was no voting by show of hands.

The Company Secretary informed the members that the Statutory Auditors, M/s. N.S. Shetty & Co. has expressed unqualified opinion in the audit report for the financial year 2024-25. The Company Secretary drew the attention of members to the observations of Statutory Auditors and Secretarial Auditors in their report and explanation for the same in Annual Report 2025. Company Secretary further informed that there were no other qualifications, observations or adverse comments of auditors on financial statements and matters, which have any material bearing on the functioning of the Company.

Company Secretary then invited the Members who had registered themselves as speakers to express their views and ask questions. The Members were given an opportunity to speak in the order in which they had registered their names.

The Chief Financial Officer responded to the queries of members.

Company Secretary informed the Members that the voting on the NSDL platform is still available for members for next 15 minutes and requested the members who have not yet casted their vote to do so. The Company Secretary further informed that the result of the e-voting will be declared and displayed on the website of the Company and submitted to Stock Exchanges within the statutory timelines.

Company Secretary then thanked the Members, directors, auditors, the management team and associates for their participation and co-operation.

The meeting concluded at 11.58 a.m. (IST)

The e-voting facility was kept open for the next 15 minutes to enable the Members to cast their vote.

This is for your information and records.

Thanking you,

For **HLV Limited**

Savitri Yadav
Company Secretary