

Date: February 12, 2026

To,
The Manager
Corporate Relationship Department,
BSE Limited,
25th Floor, P.J. Towers,
Dalal Street, Mumbai – 400001.
Scrip Code: 537254

REG:

- 1. FAIR SUMMARY OF PROCEEDINGS OF 34TH ANNUAL GENERAL MEETING**
- 2. SCRUTINIZER'S REPORT**

Dear Sir/Ma'am,

Please find attached herewith:

1. Proceedings of 34th Annual General Meeting (Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015) at **Annexure-1.**
2. Scrutinizer's Report dated February 12, 2026 (Section 108 of the Companies Act 2013 read with Companies (Management and Administration) Rules, 2014) at **Annexure-2.**

This is further to inform that all the Resolutions (Sr. 01 to 12) mentioned in the Notice of 34th Annual General Meeting dated January 16, 2026 duly held on Thursday, February 12, 2026 have been passed with the requisite majority required for them.

You are requested to take the above said disclosures/documents on your record.

Thanking you

Yours faithfully,

For RCI Industries & Technologies Limited

Ankit Singla
Company Secretary & Compliance Officer
(Membership No. A69926)

ANNEXURE-1

FAIR SUMMARY OF PROCEEDINGS OF 34TH ANNUAL GENERAL MEETING OF THE COMPANY:

A. Day, Date, Time and Mode:

The 34th Annual General Meeting (AGM) of RCI Industries & Technologies Limited ('the Company') held on Thursday, February 12, 2026 at 11:00 A.M. (IST), through video conferencing / other audio-visual means ("VC" / "OAVM")

B. Proceedings in Brief:

- Mr. Dhruv Singla, Executive Director, Chaired the meeting.
- Following Directors, KMPs, Auditors and Invitees were Present at the Panel:

| | |
|---|--|
| Mr. Pranav Singla | Managing Director |
| Mr. Satinder Singh | Independent Director and Chairperson of Audit Committee and Nomination & Remuneration Committee |
| Ms. Neerja Chathley | Independent Woman Director and Chairperson of Stakeholders Relationship Committee, Corporate Social Responsibility Committee and Member of Audit Committee and Nomination & Remuneration Committee |
| Mr. Venkatagowri Sankara Jayaram Pyla | Independent Director and Member of Audit Committee, Nomination & Remuneration Committee, Stakeholders Relationship Committee and Corporate Social Responsibility |
| Mr. Ankit Singla | Company Secretary and Compliance Officer |
| Mr. Naveen Kumar Laroia | Chief Financial Officer |
| Mr. Amrender Kumar Yadav | Group Secretarial Head |
| Mr. Sahil Malhotra (Prop. S.V. Associates) | Scrutinizer |
| Mr Ashwani Bansal (Partner M/s R. Bansal & Co.) | Authorised Representative of Statutory Auditors |
| Mr. Lovkesh Batra | Consultant |
| Ms. Pooja Chaudhary | Consultant |

- The Company Secretary informed that the meeting was held through video conferencing / other audio-visual means (“VC”/ “OAVM”), in compliance with the MCA circulars, applicable provisions of the Companies Act, 2013 and SEBI Listing Regulations. Members attending this meeting through video conferencing shall be counted for the purpose of quorum u/s 103 of the Companies Act 2013.
- Company Secretary of the Company introduced the Directors, KMPs Auditors, Scrutinizer and Invitees to members attending the AGM.
- Then the Chairperson of the Board addressed the shareholders and invitees present and ascertained that the requisite quorum was present and called the meeting to order.
- The Company Secretary informed the Members that as required under Section 108 and 109 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended by the Companies (Management and Administration) Amendment Rules, 2015 and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and other applicable provisions, the Company had provided remote e-voting facility to its Members in respect of the resolution proposed at this 34th Annual General Meeting. The Company Secretary further informed the members that the facility for e-voting were available during the meeting as well as 15 minutes after the conclusion of the meeting, for those members who had not casted their vote through remote e-voting.
- He further informed that the remote e-voting facility was made available to shareholders from 09:00 a.m. on Monday, February 9, 2026 till 05:00 p.m. on Wednesday, February 11, 2026.

C. Items deliberated upon at the meeting:

As set out in the Notice dated January 16, 2026, the members were requested to take note that the Company underwent Corporate Insolvency Resolution Process under Insolvency and Bankruptcy Code, 2016 (‘the Code, 2016’) and was acquired by JTL Industries Limited, the Successful Resolution Applicant, as a going concern pursuant to the Hon’ble NCLT order dated October 09, 2025. Further, the new management was inducted on the Board of Directors of the Company.

Below items were placed before the members for their consideration and approval:

| Item No. | Business to be transacted | Resolution Type (Ordinary / Special) |
|----------------------------------|---------------------------|---|
| <u>Ordinary Business:</u> | | |

| | | |
|----------------------------|---|---------------------|
| 1. | Adoption of Audited Standalone & Consolidated Annual Financial Statements and the Reports of the Board of Directors and Auditors thereon | Ordinary Resolution |
| Special Businesses: | | |
| 2. | Approval for Appointment of Secretarial Auditor | Ordinary resolution |
| 3. | To Ratify Remuneration of the Cost Auditors for the Financial Year 2025-26 | Ordinary resolution |
| 4. | Approval of Material Related Party Transactions | Ordinary resolution |
| 5. | Approval of Giving Loan or Guarantee or providing security in connection with loan availed by any other person specified under section 185 of the Companies act, 2013 | Special resolution |
| 6. | Approval of threshold of Loans/ Guarantees, providing of securities and making of investments in securities under Section 186 of the Companies act, 2013 | Special resolution |
| 7. | Approval for overall Borrowing limits of the Company as per Section 180 (1) (c) of the Companies Act, 2013 | Special Resolution |
| 8. | Approval for limits under Section 180 (1) (a) of the Companies Act, 2013 for creating charge on the assets of the Company | Special Resolution |
| 9. | Approval for the acceptance of loan with an option to convert into equity advanced by JTL Industries Limited ("lender") | Special resolution |
| 10. | Approval of name change of the Company & consequent alteration to the Memorandum of Association | Special resolution |
| 11. | Adoption of table F of Schedule I of the Companies Act, 2013 as Articles of Association | Special resolution |
| 12. | Alteration of Object Clause of the Memorandum of Association of the Company | Special resolution |

The Company Secretary then invited the members who had registered themselves as speakers to share their views, ask questions and offer comments on the working of the Company.

D. Manner of Approval:

The Company Secretary further informed the members that the facility for e-voting was available during the meeting as well as 15 minutes after the conclusion of the meeting, for those members who had not casted their vote through remote e-voting.



E. Results of voting at the resolutions so deliberated upon:

The resolution set out in the notice calling AGM has been passed with requisite majority. Further, the voting results along with the Scrutinizer's Report shall be placed on the websites of the Company and the BSE Limited and displayed on the notice board of the Company at its Registered Office within forty-eight hours from the conclusion of the AGM.

There being no other business to transact, the 34th Annual General Meeting of the Company concluded with a vote of thanks to all present. The meeting commenced at 11:00 A.M. (IST) and concluded at 11:22 A.M. (IST).

The Scrutinizer submitted his consolidated/combined Report on February 12, 2026 post completion of e-voting procedure at AGM, on the basis of which, the 1-12 items of business to the Notice of Annual General Meeting were declared as passed with requisite majority respectively required for passing them as Ordinary/Special Resolution.





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E-mail : saahilmalhotra42@gmail.com, csinfochd@gmail.com

February 12, 2026

To,

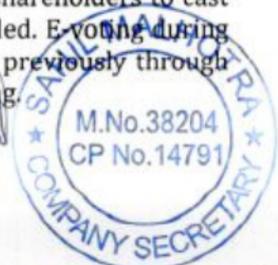
The Chairman,
RCI Industries & Technologies Limited
1/10-B, First Floor, MPL No- VIII/3428,
Munshi Niketan Building, Asaf Ali Road,
Ajmeri Gate Extn., Central Delhi,
New Delhi-110002

Subject: Consolidated Scrutinizers Report on remote e-voting & e-voting at AGM conducted pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 at 34th Annual General Meeting (AGM) of RCI Industries & Technologies Limited held on Thursday, February 12, 2026 at 11:00 A.M. through Video-Conferencing ("VC") or Other Audio-Visual Means ("OAVM").

Dear Sir,

We, S.V. Associates, Company Secretaries in whole time practice, Chandigarh have been appointed by the Board of Directors of RCI Industries & Industries Limited in their meeting held on January 16, 2026, as the Scrutinizer for the purpose of Scrutinizing the Remote E-voting process and e-voting at the **34th Annual General Meeting (AGM) of RCI Industries & Technologies Limited held on Thursday, February 12, 2026 at 11:00 A.M. through Video-Conferencing ("VC") or Other Audio-Visual Means ("OAVM")** and ascertaining the requisite majority on remote e-voting / e-voting at the AGM as per the provisions of Section 108 of the Companies Act, 2013 read with Rule 20(3) of Companies, (Management and Administration) Rules, 2014, as amended and pursuant to SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015, further read with relevant MCA and SEBI Circulars, on resolutions contained in the notice dated January 16, 2026 (hereinafter referred to as "the resolutions") of Annual General Meeting of the members of the Company.

1. The Management of the Company is responsible to ensure the compliance with the requirements of the relevant provisions of the Companies Act, 2013 and its Rules. My responsibility as Scrutinizer is restricted to provide Report of votes cast "In favour", "Against" and "Invalid" votes based on the report generated from the electronic platform provided by Bigshare Services Private Limited ("Bigshare"), the authorized agency engaged by the Company and from the e-voting done at the AGM through the platform provided by Bigshare.
2. The members of the Company as on the "cut off" date i.e. February 6, 2026 were entitled to vote on the resolutions as set out in the Notice of the Annual General Meeting.
3. The remote e-voting period remained open from Monday, February 9, 2026 (9:00 a.m. IST) to Wednesday, February 11, 2026 (5:00 p.m. IST).
4. The E-voting facility during the AGM held on February 12, 2026 was provided through platform provided by Bigshare wherein all the required facilities for the shareholders to cast their votes either in favour or against on the resolutions were duly provided. E-voting during the meeting was available for the members who did not cast their votes previously through remote e-voting and were attending the Meeting through video-conferencing.



5. After the expiry of time fixed for e-voting at AGM and conclusion of e-voting cast during the AGM, we unblocked the result of votes cast through remote e-voting and e-voting by members during the AGM in my presence and in the presence of two witnesses on February 12, 2026 and e-votes were diligently scrutinized by us.
6. The results of remote e-voting and e-voting at AGM has been consolidated by us. Based on the aforesaid results, we report that all the Ordinary/Special Resolutions as set out in Item No. 1 to 12 in the Notice of the 34th AGM dated January 16, 2026 has been passed with the requisite majority.
7. The Consolidated results on items of the business of AGM are as under:

ORDINARY BUSINESS:

ITEM NO. 1

Adoption of Audited Standalone & Consolidated Annual Financial Statements and the reports of the Board of Directors and Auditors thereon

| Particulars | Remote e-voting | | Voting at the AGM | | Total | | Percentage (%) |
|--------------|-----------------|-----------------|-------------------|----------|-----------|-----------------|----------------|
| | Number | Votes | Number | Votes | Number | Votes | |
| Assent | 14 | 10019278 | 1 | 2 | 15 | 10019280 | 100 |
| Dissent | 0 | 0 | 0 | 0 | 0 | 0 | 0 |
| Total | 14 | 10019278 | 1 | 2 | 15 | 10019280 | 100 |

Invalid Votes: Nil

Based on the aforesaid result, we report that the **Ordinary Resolution** as set out in Item No. 1 of the Notice dated January 16, 2026 of the 34th AGM has been passed as **Ordinary Resolution with requisite majority**.

SPECIAL BUSINESSES:

ITEM NO. 2

Approval for Appointment of Secretarial Auditor

| Particulars | Remote e-voting | | Voting at the AGM | | Total | | Percentage (%) |
|--------------|-----------------|-----------------|-------------------|----------|-----------|-----------------|----------------|
| | Number | Votes | Number | Votes | Number | Votes | |
| Assent | 14 | 10019278 | 1 | 2 | 15 | 10019280 | 100 |
| Dissent | 0 | 0 | 0 | 0 | 0 | 0 | 0 |
| Total | 14 | 10019278 | 1 | 2 | 15 | 10019280 | 100 |

Invalid Votes: Nil

Based on the aforesaid result, we report that the **Ordinary Resolution** as set out in Item No. 2 of the Notice dated January 16, 2026 of the 34th AGM has been passed as **Ordinary Resolution with requisite majority**.



ITEM NO. 3**To Ratify Remuneration of the Cost Auditors for the Financial Year 2025-26**

| Particulars | Remote e-voting | | Voting at the AGM | | Total | | Percentage (%) |
|--------------|-----------------|-----------------|-------------------|----------|-----------|-----------------|----------------|
| | Number | Votes | Number | Votes | Number | Votes | |
| Assent | 14 | 10019278 | 1 | 2 | 15 | 10019280 | 100 |
| Dissent | 0 | 0 | 0 | 0 | 0 | 0 | 0 |
| Total | 14 | 10019278 | 1 | 2 | 15 | 10019280 | 100 |

Invalid Votes: Nil

Based on the aforesaid result, we report that the **Ordinary Resolution** as set out in Item No. 3 of the Notice dated January 16, 2026 of the 34th AGM has been passed as **Ordinary Resolution with requisite majority**.

ITEM NO. 4**Approval of Material Related Party Transactions**

| Particulars | Remote e-voting | | Voting at the AGM | | Total | | Percentage (%) |
|--------------|-----------------|-----------------|-------------------|----------|-----------|-----------------|----------------|
| | Number | Votes | Number | Votes | Number | Votes | |
| Assent | 14 | 10019278 | 1 | 2 | 15 | 10019280 | 100 |
| Dissent | 0 | 0 | 0 | 0 | 0 | 0 | 0 |
| Total | 14 | 10019278 | 1 | 2 | 15 | 10019280 | 100 |

Invalid Votes: Nil

Based on the aforesaid result, we report that the **Ordinary Resolution** as set out in Item No. 4 of the Notice dated January 16, 2026 of the 34th AGM has been passed as **Ordinary Resolution with requisite majority**.

ITEM NO. 5**Approval of Giving Loan or Guarantee or Providing Security in connection with loan availed by any other person specified under Section 185 of the Companies Act, 2013**

| Particulars | Remote e-voting | | Voting at the AGM | | Total | | Percentage (%) |
|--------------|-----------------|-----------------|-------------------|----------|-----------|-----------------|----------------|
| | Number | Votes | Number | Votes | Number | Votes | |
| Assent | 14 | 10019278 | 1 | 2 | 15 | 10019280 | 100 |
| Dissent | 0 | 0 | 0 | 0 | 0 | 0 | 0 |
| Total | 14 | 10019278 | 1 | 2 | 15 | 10019280 | 100 |

Invalid Votes: Nil

Based on the aforesaid result, we report that the **Special Resolution** as set out in Item No. 5 of the Notice dated January 16, 2026 of the 34th AGM has been passed as **Special Resolution with requisite majority**.



ITEM NO. 6

Approval of Giving Loan or Guarantee or Providing Security in connection with loan availed by any other person specified under Section 185 of the Companies Act, 2013

| Particulars | Remote e-voting | | Voting at the AGM | | Total | | Percentage (%) |
|--------------|-----------------|-----------------|-------------------|----------|-----------|-----------------|----------------|
| | Number | Votes | Number | Votes | Number | Votes | |
| Assent | 14 | 10019278 | 1 | 2 | 15 | 10019280 | 100 |
| Dissent | 0 | 0 | 0 | 0 | 0 | 0 | 0 |
| Total | 14 | 10019278 | 1 | 2 | 15 | 10019280 | 100 |

Invalid Votes: Nil

Based on the aforesaid result, we report that the **Special Resolution** as set out in Item No. 6 of the Notice dated January 16, 2026 of the 34th AGM has been passed as **Special Resolution with requisite majority**.

ITEM NO. 7

Approval for overall Borrowing Limits of the Company as per section 180 (1) (c) of the Companies Act, 2013

| Particulars | Remote e-voting | | Voting at the AGM | | Total | | Percentage (%) |
|--------------|-----------------|-----------------|-------------------|----------|-----------|-----------------|----------------|
| | Number | Votes | Number | Votes | Number | Votes | |
| Assent | 14 | 10019278 | 1 | 2 | 15 | 10019280 | 100 |
| Dissent | 0 | 0 | 0 | 0 | 0 | 0 | 0 |
| Total | 14 | 10019278 | 1 | 2 | 15 | 10019280 | 100 |

Invalid Votes: Nil

Based on the aforesaid result, we report that the **Special Resolution** as set out in Item No. 7 of the Notice dated January 16, 2026 of the 34th AGM has been passed as **Special Resolution with requisite majority**.

ITEM NO. 8

Approval for limits under Section 180 (1) (a) of the Companies Act, 2013 for creating charge on the assets of the Company

| Particulars | Remote e-voting | | Voting at the AGM | | Total | | Percentage (%) |
|--------------|-----------------|-----------------|-------------------|----------|-----------|-----------------|----------------|
| | Number | Votes | Number | Votes | Number | Votes | |
| Assent | 14 | 10019278 | 1 | 2 | 15 | 10019280 | 100 |
| Dissent | 0 | 0 | 0 | 0 | 0 | 0 | 0 |
| Total | 14 | 10019278 | 1 | 2 | 15 | 10019280 | 100 |

Invalid Votes: Nil

Based on the aforesaid result, we report that the **Special Resolution** as set out in Item No. 8 of the Notice dated January 16, 2026 of the 34th AGM has been passed as **Special Resolution with requisite majority**.



ITEM NO. 9

Approval for the acceptance of loan with an option to convert into equity advanced by JTL Industries Limited ("lender")

| Particulars | Remote e-voting | | Voting at the AGM | | Total | | Percentage (%) |
|--------------|-----------------|-----------------|-------------------|----------|-----------|-----------------|----------------|
| | Number | Votes | Number | Votes | Number | Votes | |
| Assent | 14 | 10019278 | 1 | 2 | 15 | 10019280 | 100 |
| Dissent | 0 | 0 | 0 | 0 | 0 | 0 | 0 |
| Total | 14 | 10019278 | 1 | 2 | 15 | 10019280 | 100 |

Invalid Votes: Nil

Based on the aforesaid result, we report that the *Special Resolution* as set out in Item No. 9 of the Notice dated January 16, 2026 of the 34th AGM has been passed as *Special Resolution with requisite majority*.

ITEM NO. 10

Approval of name change of the Company & consequent Alteration to the Memorandum of Association

| Particulars | Remote e-voting | | Voting at the AGM | | Total | | Percentage (%) |
|--------------|-----------------|-----------------|-------------------|----------|-----------|-----------------|----------------|
| | Number | Votes | Number | Votes | Number | Votes | |
| Assent | 14 | 10019278 | 1 | 2 | 15 | 10019280 | 100 |
| Dissent | 0 | 0 | 0 | 0 | 0 | 0 | 0 |
| Total | 14 | 10019278 | 1 | 2 | 15 | 10019280 | 100 |

Invalid Votes: Nil

Based on the aforesaid result, we report that the *Special Resolution* as set out in Item No. 10 of the Notice dated January 16, 2026 of the 34th AGM has been passed as *Special Resolution with requisite majority*.

ITEM NO. 11

Adoption of Table F of Schedule I of The Companies Act, 2013 as Articles of Association

| Particulars | Remote e-voting | | Voting at the AGM | | Total | | Percentage (%) |
|--------------|-----------------|-----------------|-------------------|----------|-----------|-----------------|----------------|
| | Number | Votes | Number | Votes | Number | Votes | |
| Assent | 14 | 10019278 | 1 | 2 | 15 | 10019280 | 100 |
| Dissent | 0 | 0 | 0 | 0 | 0 | 0 | 0 |
| Total | 14 | 10019278 | 1 | 2 | 15 | 10019280 | 100 |

Invalid Votes: Nil

Based on the aforesaid result, we report that the *Special Resolution* as set out in Item No. 11 of the Notice dated January 16, 2026 of the 34th AGM has been passed as *Special Resolution with requisite majority*.



ITEM NO. 12

Alteration of Object Clause of the Memorandum of Association of the Company

| Particulars | Remote e-voting | | Voting at the AGM | | Total | | Percentage (%) |
|--------------|-----------------|-----------------|-------------------|----------|-----------|-----------------|----------------|
| | Number | Votes | Number | Votes | Number | Votes | |
| Assent | 14 | 10019278 | 1 | 2 | 15 | 10019280 | 100 |
| Dissent | 0 | 0 | 0 | 0 | 0 | 0 | 0 |
| Total | 14 | 10019278 | 1 | 2 | 15 | 10019280 | 100 |

Invalid Votes: Nil

Based on the aforesaid result, we report that the **Special Resolution** as set out in Item No. 12 of the Notice dated January 16, 2026 of the 34th AGM has been passed as **Special Resolution with requisite majority**.

We hereby declared that we are maintaining the Registers/electronic record received from the Service provider in respect of the votes cast through remote E-voting and E-voting at AGM by the shareholders of the Company. We shall be arranging to hand over these records to you or such other person as authorized by you.

Thanking you,
Yours Sincerely,

For S.V. Associates

CS Sahil Malhotra
(Proprietor)
M. No: 38204
COP No. 14791
Place: Chandigarh
Date: February 12, 2026
UDIN: A038204G003923228



Dhruv Singla
Chairman