



To
The Manager,
Listing Department,
National Stock Exchange Limited,
Exchange Plaza, C-1, Block G,
Bandra Kurla Complex,
Bandra (E), Mumbai – 400051

Symbol: DELAPLEX

Dear Sir/ Madam,

Sub: Proceedings of the 20th Annual General Meeting (AGM) of the Company pertaining to Financial Year 2023-24.

Ref: Delaplex Limited (Symbol: DELAPLEX)

Pursuant to Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, read with the item 13 of Part –A, Schedule III of the Listing Regulations, we have attached herewith the proceedings of 20th Annual General Meeting (AGM) of the Company pertaining to Financial Year 2023-24 held on Monday, 9th September 2024 at 03:00 P.M. and concluded at 04:45 P.M.

For your information and record.

Kindly acknowledge and oblige.

Thanking you,

Yours faithfully,

For Delaplex Limited

CS Manishraj Bhatt
Company Secretary cum Compliance Officer
Date: 10th September 2024
Place: Nagpur



PROCEEDING OF 20TH ANNUAL GENERAL MEETING OF THE MEMBERS OF DELAPLEX LIMITED HELD ON MONDAY, 9TH SEPTEMBER 2024 AT 03:00 P.M. AT #4A, SKSS LAYOUT, HAZARI PAHAD RING ROAD, NAGPUR 440 013 (MH) INDIA

The 20th Annual General Meeting (“AGM”) of the Company was held Monday, 9th September 2024 at 03:00 P.M. at #4A, SKSS Layout, Hazari Pahad Ring Road, Nagpur 440013 (MH) India.

Time of Commencement: 03.00 P.M. Time of Conclusion: 04:45 P.M.

Following Directors and Key Managerial Personnel were present at the meeting:

- | | |
|-------------------------|--------------------------------------|
| 1. Mr. Nitin Sachdeva | - Managing Director |
| 2. Mrs. Preeti Sachdeva | - Non Executive Woman Director |
| 3. Mr. Deepak Jajoo | - Chief Financial Officer |
| 4. Mr. Manish Pande | - Non Executive Independent Director |
| 5. Mr. Himanshu Bajaj | - Non Executive Independent Director |
| 6. CS Manishraj Bhatt | - Company Secretary |

INVITEES

- | | |
|--|-------------------------------------|
| 1. CA Pulkit Batra | - Internal Auditor |
| 2. CS Avinash Gandhewar
(On Behalf of M/s Avinash Gandhewar & Associates,
Company Secretaries) | - Secretarial Auditor & Scrutinizer |
| 3. CA Yash Verma
(On Behalf of M/s Jodh Joshi & Associates,
Chartered Accountants) | - Statutory Auditor |

MEMBERS

Total 16 members including Authorized Representatives, attended the meeting at the venue. After ascertaining from the Company Secretary that the requisite quorum was present at the AGM, the Company Secretary called the meeting to order and commenced the proceedings of the meeting.

The Chairman further announced that the Register of Director’s Shareholding under Section 171 (1) (b) of the Companies Act, 2013, the Auditors’ Report under Section 145 of the Companies Act, 2013, Copy of Memorandum and Articles of Association of the Company and proof of service of



Notice of 20th Annual General Meeting along with Annual Report for the FY 2023-24 has been kept open for inspection.

NOTICE OF THE MEETING:

Company Secretary requested as to whether the Notice of 20th Annual General Meeting can be taken as read with the consent of members. Members proposed that the notice be taken as read. All the members present agreed to this suggestion. Copy of the Chairman's speech was distributed among the members present at meeting.

Then, Mr. Manishraj Bhatt, Company Secretary explained to the members about the remote e-voting facility provided to all the persons who were members on 2nd September, 2024, being the cut-off date for vote on all the resolutions set out in the notice of AGM pursuant to the provisions of Companies Act, 2013 and the SEBI listing regulations (SEBI (LODR) Regulations, 2015), to enable them to cast their votes electronically. For this purpose, the company has tied up with the e-voting system of Big Share Services Private Limited for facilitating remote e-voting through electronic means as the authorised agency.

He further informed that the Company also provided facility of ballot polling at the venue of AGM to all those members who could not cast their vote through remote e-voting and in this regard Company has appointed Mr. Avinash Gandhewar, Practicing Company Secretary as a scrutinizer for scrutinizing the remote e-voting and ballot polling process.

Mr. Manishraj Bhatt, Company Secretary then requested the Scrutinizer and 2 (two) witnesses present at the meeting to show the Poll Box to the members present at AGM. The box was shown to the members and the same was sealed by the scrutinizer for polling.

After circulating Annual Report, including the notice of AGM, Director's Report and Audited Accounts of the Company for the year ended March 31, 2024 and also ballot paper.

Thereafter, Company Secretary requested the Chairman to address the members of Company. Accordingly, the Chairman took the podium to address the members:

**Dear Members,**

It is my privilege to address the 20th Annual General Meeting (AGM) of the members of Company on behalf of the Board of Directors. I welcome you all to this AGM. Annual Report, including the notice of AGM, Director's Report and Audited Accounts of the Company for the year ended March 31, 2024 will be in your hands in some time now and with your consent, I shall take them as read.

I am delighted to share my message through this Annual Report of financial year 2023-24, which was very special due to your company got listed on NSE Emerge during this year only.

We have completed yet another successful year of growth. Being in a manpower centric business, it was key for us to take care of our human resource while fulfilling duties at work & servicing clients. Tough challenges bring the best out of you & your company took the challenge to not only survive in these times but to ensure better services to the customers and thus continue to uplift the brand of being one of the most unique organizations in Software Development.

Looking forward we anticipate growth to pick up more in next financial year and we are ensuring that our infrastructure & expansion is in line to benefit from the growth in Software Development. We are also working to expand our portfolio of production to cover few more avenues and related services which may bring more stability & growth to revenues.

Further, we thank all our colleagues, Board Members, Management, Regulatory authorities, and the stakeholders for their continued support as we pursue these endeavours going forward. We stand firm in our commitment to achieve sustainable growth and deliver value to all our stakeholders.

We thank all our colleagues, Board Members, Management, Regulatory authorities, and the stakeholders for their continued support as we pursue these endeavours going forward. We stand firm in our commitment to achieve sustainable growth and deliver value to all our stakeholders.

The Chairman then took the item wise agenda of AGM as circulated among the members.

Ordinary Business:**Item No. 01:**



To receive, consider and adopt the Audited Balance Sheet for the year ended 31st March, 2024, the Profit and Loss account for the year ended as on the said date, Cash Flow Statement, Auditors' Report and the Directors' Report thereon.

The Chairman moved the following resolution as an **ORDINARY RESOLUTION**:

“**RESOLVED THAT** audited financial statements of the Company containing Balance Sheet for the year ended 31st March, 2024, the Profit and Loss account for the year ended as on the said date, the Directors' Report and the Auditors' Report thereon be and are hereby adopted by the members.”

Mrs. Preeti Sachdeva, Member seconded the resolution.

Then, Company Secretary requested the members to raise their concern in this regard and cast their vote through ballot paper.

There being no query received from the members in the above matter, the Company Secretary requested the Chairman to move next resolution.

Item No. 02:

Declaration of dividend.

The Chairman moved the following resolution as an **ORDINARY RESOLUTION**:

“**RESOLVED THAT** a final Dividend of INR 2.75 per equity share of face value of INR 10/- each aggregating to INR 250.52 Lakh, as recommended by the Board of Directors of the Company for the financial year ended March 31, 2024, be and is hereby declared and the same be paid to the eligible members of the Company as per the provisions of the Companies Act, 2013 and the SEBI (LODR) Regulations, 2015.”

Mrs. Preeti Sachdeva, Member seconded the resolution.

Then, Company Secretary requested the members to raise their concern in this regard and cast their vote through ballot paper.

There being no query received from the members in the above matter, the Company Secretary requested the Chairman to move next resolution.

Item No. 03:

To re-appoint Mr. Manish Iqbalchand Sachdeva, Non-Executive Director (DIN: 02822896) who retires by rotation and being eligible, offers himself for re- appointment.

The Chairman moved the following resolution as an **ORDINARY RESOLUTION:**

“RESOLVED THAT Mr. Manish Iqbalchand Sachdeva, Non-Executive Director (DIN: 02822896), who retire by rotation in terms of Section 152 of Companies Act, 2013 and being eligible be and is hereby re-appointed as Non-Executive Director of the Company whose office shall be liable to retirement by rotation”.

Mrs. Preeti Sachdeva, Member seconded the resolution.

Then, Company Secretary requested the members to raise their concern in this regard and cast their vote through ballot paper.

There being no query received from the members in the above matter, the Company Secretary requested the Chairman to move next resolution.

Special Business:**Item No. 04:**

To Approve Transactions Under Section 185 of the Companies Act, 2013.

The Chairman moved the following resolution as a **SPECIAL RESOLUTION:**

“RESOLVED THAT pursuant the provisions of Section 185 of the Companies Act, 2013, as amended by the Companies (Amendment) Act, 2017, and Rules made thereunder as amended from time to time, the consent of the member be and is hereby accorded for advancing loan to the subsidiaries being entity covered under the category of ‘a person in whom any of the director of the company is interested’ as specified in the explanation to Sub-section (b) of Section 2 of the said section, of an aggregate amount not exceeding INR 25,00,00,000 (Indian Rupees Twenty Five Crores only).

RESOLVED FURTHER THAT for the purpose of giving effect to this resolution, the Board of Directors of the Company (hereinafter referred to as “the Board”, which term shall be deemed to include any committee thereof) be and is hereby authorized to negotiate, finalize and agree to the

terms and conditions of the aforesaid Loans and to take all necessary steps, to execute all such documents, instruments and writings and to do all necessary acts, deed and things in order to comply with all the legal and procedural formalities and to do all such acts, deeds or things incidental or expedient thereto and as the Board may think fit and suitable.”

Mrs. Preeti Sachdeva, Member seconded the resolution.

Then, Company Secretary requested the members to raise their concern in this regard and cast their vote through ballot paper.

There being no query received from the members in the above matter, the Company Secretary requested the Chairman to move next resolution.

Item No. 05:

To approve, formulation, adoption and implementation of ‘Delaplex Employee Stock Option Scheme, 2024’ (“DESOS 2024”) For Grant of Employee Stock Options to The Employees of The Company.

The Chairman moved the following resolution as a **SPECIAL RESOLUTION:**

RESOLVED THAT, pursuant to the provisions of Section 62(1)(b) of the Companies Act, 2013 (“Companies Act”), Rule 12 of the Companies (Share Capital and Debentures) Rules, 2014, the Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021 (“The Regulations”), the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, including any statutory modification or re-enactment thereof for the time being in force, the Memorandum and Articles of Association of the Company, and other rules and regulations, as applicable and other approvals, permissions and sanction as may be necessary and subject to such condition(s) and modification(s) as may be prescribed or imposed while granting such approval(s), permission(s) and sanction(s), the consent of the Members of the Company be and is hereby accorded to the Board of Directors of the Company (hereinafter referred to as ‘the Board’ which term shall be deemed to include the Nomination and Remuneration Committee), for the approval of the Delaplex Employee Stock Option Scheme 2024 (hereinafter referred to as “DESOS 2024”, “the Scheme”), so as to create, grant, offer, issue and allot under the Scheme, in one or more tranches, 4,55,500 (Four Lakhs Fifty



Five Thousand and Five Hundred) Employee Stock Options (“Options”) (or such other adjusted figure for any bonus, stock splits or consolidations or other reorganization of the capital structure of the Company as may be applicable from time to time) to or for the benefit of Employees and Directors of the Company and to such persons as may, from time to time, be allowed to be eligible for the benefits of the Scheme (as permitted under the applicable laws), exercisable into not more than 4,55,500 (Four Lakhs Fifty Five Thousand and Five Hundred) Equity shares of face value of Rs. 10/- each (or such other adjusted figure for any bonus, stock splits or consolidations or other reorganization of the capital structure of the Company as may be applicable from time to time) as and when exercised on payment of the requisite exercise price, taxes and related expenses and on such terms and conditions as mentioned in the Scheme and as per the applicable laws.

RESOLVED FURTHER THAT, the Scheme shall be administered by the Nomination and Remuneration Committee (“Committee”) of the Company who shall have all necessary powers as defined in the Scheme and is hereby designated as Compensation Committee in pursuance of the SEBI (SBEB & SE) Regulations for the purpose of administration and superintendence of the Scheme.

RESOLVED FURTHER THAT, the Scheme shall be implemented through direct route, for extending the benefits to the eligible Employees by the way of fresh allotment.

RESOLVED FURTHER THAT, the Equity Shares to be issued, or allotted in accordance with the Scheme directly and that financial assistance in the form of loan on such terms as may be approved by the Board may be provided, to enable the Employees to inter-alia acquire, purchase or subscribe to the Equity Shares of the Company subject to the compliance with the applicable provisions of the Act, Regulations, including any amendment(s) or modification(s) thereof and utilize against exercise of vested options granted under the Scheme as modified from time to time, and other Scheme as may be formulated from time to time for granting Stock Options to the Employees of the Company.

RESOLVED FURTHER THAT, in case of any corporate action(s) such as rights issues, bonus issues, share splits, merger and sale of division and others, if any, additional Equity Shares are issued by the Company to the Securities grantees for the purpose of making a fair and reasonable adjustment to the Securities granted earlier, then the above ceiling of 4,55,500 (Four Lakhs Fifty-



Five Thousand and Five Hundred) Equity Shares shall be deemed to be increased/adjusted, accordingly.

RESOLVED FURTHER THAT the Board be and is hereby authorized to issue, or allot Equity Shares upon exercise of Securities from time to time in accordance with the Scheme and such Equity Shares shall rank pari-passu in all respect with the then existing Equity Shares of the Company.

RESOLVED FURTHER THAT the Board of Directors, subject to compliance with the SEBI (SBEB & SE) Regulations and other applicable laws, rules and regulations, be and are hereby authorized at any time to modify, change, vary, alter, amend, suspend or terminate the Scheme and to do all such acts, deeds, matters and things as it may in its absolute discretion deems fit for such purpose and also to settle any issues, questions, difficulties or doubts that may arise in this regard and further to execute all such documents, writings and to give such directions and/or instructions as may be necessary or expedient to give effect to such modification, change, variation, alteration, amendment, suspension or termination of the Scheme and do all other things incidental and ancillary thereof.

RESOLVED FURTHER THAT the Board be and is hereby authorized to take necessary steps for filing in-principle listing application for the options to be granted under the Scheme and also for listing of the Equity Shares allotted under the Scheme on the Stock Exchanges, where the Equity Shares of the Company are listed, as per the provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and other guidelines, rules and regulations as may be applicable.

RESOLVED FURTHER THAT for the purpose of giving full effect to this resolution, the Board, subject to compliance with the SEBI (SBEB & SE) Regulations and other applicable laws, rules and regulations, be and is hereby authorized on behalf of the Company at any time to modify, change, vary, alter, amend, suspend or terminate the Scheme and to do all such acts, deeds, matters and things as it may, in its absolute discretion, deem necessary, expedient, pro per or desirable and to settle all questions, difficulties or doubts that may arise in this regard at any stage including at the time of listing of securities, without requiring the Board to secure any further consent or approval of



the shareholders of the Company to the end and intent that they shall be deemed to have given their approval thereto expressly by the authority of this resolution.

RESOLVED FURTHER THAT in case of any amendment(s), clarification(s), circular(s) etc. issued by the relevant authorities, not being consistent with the provisions of the Scheme, the Board be and is hereby authorized to make any modifications, changes, variations, alterations or revisions in the said Scheme as it may deem fit, from time to time in its sole and absolute discretion in conformity with the provisions of the Act, the Memorandum and Articles of Association of the Company, Regulations and any other applicable laws.”

Mrs. Preeti Sachdeva, Member seconded the resolution.

Then, Company Secretary requested the members to raise their concern in this regard and cast their vote through ballot paper.

There being no query received from the members in the above matter, the Company Secretary requested the Chairman to move next resolution.

Item No. 06:

To approve, formulation, adoption and implementation of ‘Delaplex Employee Stock Option Scheme, 2024’ (“DESOS 2024”) For Grant of Employee Stock Options to The Employees of The Subsidiary Company.

The Chairman moved the following resolution as a **SPECIAL RESOLUTION:**

“RESOLVED THAT, pursuant to the provisions of Section 62(1)(b) of the Companies Act, 2013 (“Companies Act”), Rule 12 of the Companies (Share Capital and Debentures) Rules, 2014, Regulation 6(3)(c) of the Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021 (“The Regulations”), the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, including any statutory modification or re-enactment thereof for the time being in force, the Memorandum and Articles of Association of the Company, and other rules and regulations, as applicable and other approvals, permissions and sanction as may be necessary and subject to such condition(s) and modification(s) as may be prescribed or imposed while granting such approval(s), permission(s) and sanction(s), the



consent of the Members of the Company be and is hereby accorded to the Board of Directors of the Company (hereinafter referred to as 'the Board' which term shall be deemed to include the Nomination and Remuneration Committee), for the approval of the 'Delaplex Employee Stock Option Scheme 2024' (hereinafter referred to as "DESOS 2024", "the Scheme"), so as to create, grant, offer, issue and allot under the Scheme, in one or more tranches, 4,55,500 (Four Lakhs Fifty Five Thousand and Five Hundred) Employee Stock Options ("Options") (or such other adjusted figure for any bonus, stock splits or consolidations or other reorganization of the capital structure of the Company as may be applicable from time to time) to or for the benefit of Employees and Directors of M/s. Delaplex Software Limited, Registered in England and Wales and Celestia Crew Consultancy Private Limited, Registered in India, the subsidiary companies of our Company within the meaning of the Scheme, (as permitted under the applicable laws), exercisable into not more than 4,55,500 (Four Lakhs Fifty Five Thousand and Five Hundred) Equity shares of face value of Rs. 10/- each (or such other adjusted figure for any bonus, stock splits or consolidations or other reorganization of the capital structure of the Company as may be applicable from time to time) as and when exercised on payment of the requisite exercise price, taxes and related expenses and on such terms and conditions as mentioned in the Scheme and as per the applicable laws.

RESOLVED FURTHER THAT, the Scheme shall be administered by the Nomination and Remuneration Committee ("Committee") of the Company who shall have all necessary powers as defined in the Scheme and is hereby designated as Compensation Committee in pursuance of the SEBI (SBEB & SE) Regulations for the purpose of administration and superintendence of the Scheme.

RESOLVED FURTHER THAT, the Scheme shall be implemented through direct route, for extending the benefits to the eligible Employees by the way of fresh allotment.

RESOLVED FURTHER THAT, the Equity Shares to be issued, or allotted in accordance with the Scheme directly and that financial assistance in the form of loan on such terms as may be approved by the Board may be provided, to enable the Employees to inter-alia acquire, purchase or subscribe to the Equity Shares of the Company subject to the compliance with the applicable provisions of the Act, Regulations, including any amendment(s) or modification(s) thereof and utilize against exercise of vested options granted under the Scheme as modified from time to time, and other



Scheme as may be formulated from time to time for granting Stock Options to the Employees of the Company.

RESOLVED FURTHER THAT, in case of any corporate action(s) such as rights issues, bonus issues, share splits, merger and sale of division and others, if any, additional Equity Shares are issued by the Company to the Securities grantees for the purpose of making a fair and reasonable adjustment to the Securities granted earlier, then the above ceiling of 4,55,500 (Four Lakhs Fifty-Five Thousand and Five Hundred) Equity Shares shall be deemed to be increased/adjusted, accordingly.

RESOLVED FURTHER THAT the Board be and is hereby authorized to issue, or allot Equity Shares upon exercise of Securities from time to time in accordance with the Scheme and such Equity Shares shall rank pari-passu in all respect with the then existing Equity Shares of the Company.

RESOLVED FURTHER THAT the Board of Directors, subject to compliance with the SEBI (SBEB & SE) Regulations and other applicable laws, rules and regulations, be and are hereby authorized at any time to modify, change, vary, alter, amend, suspend or terminate the Scheme and to do all such acts, deeds, matters and things as it may in its absolute discretion deems fit for such purpose and also to settle any issues, questions, difficulties or doubts that may arise in this regard and further to execute all such documents, writings and to give such directions and/or instructions as may be necessary or expedient to give effect to such modification, change, variation, alteration, amendment, suspension or termination of the Scheme and do all other things incidental and ancillary thereof.

RESOLVED FURTHER THAT the Board be and is hereby authorized to take necessary steps for filing in-principle listing application for the options to be granted under the Scheme and also for listing of the Equity Shares allotted under the Scheme on the Stock Exchanges, where the Equity Shares of the Company are listed, as per the provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and other guidelines, rules and regulations as may be applicable.

RESOLVED FURTHER THAT for the purpose of giving full effect to this resolution, the Board, subject to compliance with the SEBI (SBEB & SE) Regulations and other applicable laws, rules and regulations, be and is hereby authorized on behalf of the Company at any time to modify, change, vary, alter, amend, suspend or terminate the Scheme and to do all such acts, deeds, matters and things as it may, in its absolute discretion, deem necessary, expedient, pro per or desirable and to settle all questions, difficulties or doubts that may arise in this regard at any stage including at the time of listing of securities, without requiring the Board to secure any further consent or approval of the shareholders of the Company to the end and intent that they shall be deemed to have given their approval thereto expressly by the authority of this resolution.

RESOLVED FURTHER THAT in case of any amendment(s), clarification(s), circular(s) etc. issued by the relevant authorities, not being consistent with the provisions of the Scheme, the Board be and is hereby authorized to make any modifications, changes, variations, alterations or revisions in the said Scheme as it may deem fit, from time to time in its sole and absolute discretion in conformity with the provisions of the Act, the Memorandum and Articles of Association of the Company, Regulations and any other applicable laws.”

Mrs. Preeti Sachdeva, Member seconded the resolution.

Then, Company Secretary requested the members to raise their concern in this regard and cast their vote through ballot paper.

There being no query received from the members in the above matter, the Company Secretary requested the Chairman to move next resolution.

Item No. 07:

To approve for grant of upto 1,11,000 options to Dr. Rizwan Ahmed, employee of the company under ‘Delaplex Employee Stock Option Scheme, 2024’ (“DESOS 2024”) which amounts to more than 1% of the issued capital of the company.

The Chairman moved the following resolution as a **SPECIAL RESOLUTION:**

“RESOLVED THAT, pursuant to the provisions of Section 62(1)(b) of the Companies Act, 2013 (“Companies Act”), Rule 12 of the Companies (Share Capital and Debentures) Rules, 2014,



Regulation 6(3)(d) of the Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021 (“The Regulations”), the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, including any statutory modification or re-enactment thereof for the time being in force, the Memorandum and Articles of Association of the Company, and other rules and regulations, as applicable and other approvals, permissions and sanction as may be necessary and subject to such condition(s) and modification(s) as may be prescribed or imposed while granting such approval(s), permission(s) and sanction(s), the consent of the Members of the Company be and is hereby accorded to the Board of Directors of the Company (hereinafter referred to as ‘the Board’ which term shall be deemed to include the Nomination and Remuneration Committee), for the approval of the ‘Delaplex Employee Stock Option Scheme 2024’ (hereinafter referred to as “DESOS 2024”, “the Scheme”), so as to create, grant, offer, issue and allot under the Scheme, in one or more tranches, of upto 1,11,000 (One Lakh Elven Thousand) Employee Stock Options (“Options”) (or such other adjusted figure for any bonus, stock splits or consolidations or other reorganization of the capital structure of the Company as may be applicable from time to time) which amounts to more than 1% of the issued capital (excluding outstanding warrants and conversions) of the company to Dr. Rizwan Ahmed under Delaplex Employee Stock Option Scheme 2024, exercisable into not more than 1,11,000 (One Lakh Elven Thousand) Equity shares of face value of Rs. 10/- each (or such other adjusted figure for any bonus, stock splits or consolidations or other reorganization of the capital structure of the Company as may be applicable from time to time) as and when exercised on payment of the requisite exercise price, taxes and related expenses and on such terms and conditions as mentioned in the Scheme and as per the applicable laws.

RESOLVED FURTHER THAT, for the purpose of giving effect to this resolution, the Board be and is hereby authorised to do all acts, matters, deeds and things and to take all steps and to do all things and give such directions as may be necessary, expedient or desirable and also to settle any question or difficulties that may arise in such manner and the Board / such authorised person in its/his absolute discretion may deem fit and take steps which are incidental and ancillary in this connection.”

Mrs. Preeti Sachdeva, Member seconded the resolution.



Then, Company Secretary requested the members to raise their concern in this regard and cast their vote through ballot paper.

There being no query received from the members in the above matter.

The Company Secretary further requested the Chairman to take their seat, as there were no further agenda items to be discussed.

After having discussion on all the resolutions, the Company Secretary announced that the result of voting will be announced in the format prescribed under clause 44 (3) of SEBI (Listing Obligations and Requirements) Regulations, 2015 latest by Tuesday, 10th of September 2024, the same will be placed on the website of the company <https://delaplex.in/> and also be available on the website of the NSE Limited <https://www.nseindia.com/>

The Company Secretary then expressed his vote of thanks to all the members, invitees as well as Board of Directors for devoting their valuable time and their being no other business the meeting was successfully concluded at 04:45 P.M.

For Delaplex Limited

CS Manishraj Bhatt
Company Secretary cum Compliance Officer
Date: 10th September 2024
Place: Nagpur