

TRANSCRIPT
OF THE
TWENTY EIGHTH ANNUAL GENERAL MEETING
OF THE MEMBERS OF
GODREJ INFOTECH LTD.
HELD ON
TUESDAY, 5TH AUGUST, 2025
AT 11:30 A.M. (IST)
THROUGH THE MEDIUM OF VIDEO CONFERENCING (VC)

GODREJ INFOTECH LTD.

MR. A.G. VERMA STATED:

“It gives me great pleasure to welcome you all to this 28th Annual General Meeting of the Company. In compliance with the provisions of the Companies Act, 2013 and the various MCA Circulars, the Annual General Meeting of the Company has been called through the medium of Video Conferencing and the proceedings of the Meeting are being recorded.

“The Chairman of the Audit Committee, the Chairman of the Nomination and Remuneration Committee and the Chairperson of the Corporate Social Responsibility Committee are present at this Meeting.”

“All the Directors of the Company, are present at this Annual General Meeting.”

“The Statutory Auditors of the Company are present at this Meeting.”

“The Notice of the AGM was sent on email to all the Members. The Company has made every feasible effort to enable the Members to participate and attend the Meeting through the medium of video conferencing.”

“All the Members participating through the medium of video conferencing will be considered present for this Meeting. Since the items require approval by show of hands, I request all the Members to keep their Videos on.”

“This Meeting has the requisite quorum; I declare the Meeting duly constituted.”

“Before we commence to take up the Resolutions mentioned in the Notice of this AGM, I invite Mr. Ajay Pimparkar, Chief Executive Officer of the Company to share a brief overview of the Company’s performance for the financial year 2024-25.”

MR. AJAY R. PIMPARKAR STATED:

“In FY 2024-25 there was 13% growth in Consolidated revenue, which was Rs.171.90 crore as compared to Rs. 151.59 crore in FY 2023-24. The external business has contributed 58% of the total consolidated revenue with 16% Year on Year growth and recorded Rs.94.27 crore (75% of ABP). The Profit after tax has been recorded at Rs.8.19 crore.

Please note that the Auditor’s Report does not contain any qualifications, reservations, disclaimers, or adverse remarks.

In FY 2024-25 GITL was certified as a Great Place to Work for the third consecutive year. Further, GITL has also been awarded for Excellence in Learning Culture and Excellence in Employee experience.

Our attrition figures reduced to 17% and diversity ratio for women employees stands at 28%.”

MR. A.G. VERMA STATED:

“Thank you, Ajay.”

“Do I take the Notice convening the Meeting as read?”

MR. BHAVESH KHANDHAR ANSWERED:

“Sir, since we have received the Notice in advance and have read the same, we request you to call out only the Agenda Item nos. and the subject matter of the Resolutions of the Notice to be taken up for Members’ approval.”

MR. A.G. VERMA STATED:

“I will now proceed to take up the Ordinary Business mentioned in the Notice of this AGM. I request all the Members to switch on their videos till the voting by show of hands is complete.”

“Resolution No. 1: To receive, consider and adopt the Audited Standalone Financial Statements and the Audited Consolidated Financial Statements of the Company for the financial year ended 31st March 2025, together with the Reports of the Board of Directors and the Auditors thereon.”

“May I request a proposer and seconder for this item?”

MRS. S.G. CRISHNA STATED:

“I propose Resolution No. 1.”

MRS. NYRIKA HOLKAR STATED:

“I second the Resolution.”

MR. A.G. VERMA STATED:

“I will now proceed to put the motion to vote. Those in favor are requested to raise their hands.”

(ALL) (Need to check count)

“I declare the Resolution carried with requisite majority.”

“Resolution No. 2: To declare final Dividend on Equity Shares @ Rs. 1,000 per Equity Share for the financial year ended 31st March 2025.”

“May I request a proposer and seconder for this item?”

MRS. NYRIKA HOLKAR STATED:

“I propose Resolution No. 2.”

MRS. F.C. BIERI STATED:

“I second the Resolution.”

MR. A. G. VERMA STATED:

“I will now proceed to put the motion to vote. Those in favor are requested to raise their hands.”

(ALL) (Need to check count)

“I declare the Resolution carried with requisite majority.”

“I would like to inform all the Members that I am deemed interested in Resolution No.3, which pertains to my re-appointment. I retire by rotation at this Annual General Meeting and being eligible, have offered myself for re-appointment, hence, it is necessary to elect one of the Directors present at the Meeting, as the Chairman of the Meeting and conduct the proceedings thereof, in terms of Article 95 of the Articles of Association of the Company.”

MR. N.J. GODREJ STATED

“I propose that Mr. Viraf Mehta be appointed as the Chairman of the Meeting, in view of the fact that Mr. Anil Verma is deemed interested in Resolution no. 3.”

MRS. F.C. BIERI STATED

“I second the proposal made by Mr. Navroze Godrej.”

Thereafter, Mr. V.R. Mehta will take the Chair and will proceed with the Meeting.

MR. V.R. MEHTA STATED

“Resolution No. 3: To re-appoint Mr. A.G. Verma (DIN: 02366334), who retires by rotation and, being eligible, offers himself for re-appointment.”

“May I request a proposer and seconder for this item?”

MRS. S.G. CRISHNA STATED:

“I propose Resolution No. 3.”

MR. BHAVESH KHANDHAR STATED:

“I second the Resolution.”

MR. V.R. MEHTA STATED:

“I will now proceed to put the motion to vote. Those in favor are requested to raise their hands.”

(ALL) (Need to check count)

“I declare the Resolution carried with requisite majority.”

“I now request Mr. Anil Verma to Chair the Meeting and proceed to take up the remaining item of Ordinary Business.”

MR. A.G. VERMA STATED

“Thank you, Viraf.”

“Resolution No. 4: To re-appoint Mr. P.P. Movdawalla (DIN: 07159539), who retires by rotation and, being eligible, offers himself for re-appointment.”

“May I request a proposer and seconder for this item?”

MR. BHAVESH KHANDHAR STATED:

“I propose Resolution No. 4.”

MR. N. J. GODREJ STATED:

“I second the Resolution.”

MR. A. G. VERMA STATED:

“I will now proceed to put the motion to vote. Those in favor are requested to raise their hands.”

(ALL) (Need to check count)

“I declare the Resolution carried with requisite majority.”

“With this, we conclude this Annual General Meeting.”

MR. BHAVESH KHANDHAR STATED:

“I would like to thank Mr. A.G. Verma, Chairman for conducting the Annual General Meeting.”