



**PARAG  
FANS & COOLING  
SYSTEMS LTD.**

CIN : U51102MP1991PLC006760

Date : June 26, 2025

To,  
The Metropolitan Stock Exchange of India Ltd (MSEI)  
Vibgyor Towers, 4th Floor, Plot No C 62, G-Block,  
Opp. Trident Hotel, Bandra- Kuria Complex,  
Mumbai 400098

**SUBJECT: PROCEEDINGS OF 34<sup>TH</sup> ANNUAL GENERAL MEETING OF PARAG FANS AND COOLING SYSTEMS LIMITED HELD ON THURSDAY THE 26<sup>TH</sup> DAY OF JUNE, 2025.**

Dear Sir/Madam,

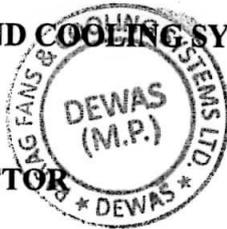
With reference to Regulation 30 of SEBI 31 (Listing Obligations & Disclosure Requirements) Regulations, 2015, we hereby submit a summary of proceedings of the 34<sup>TH</sup> Annual General Meeting of the company held on Thursday, the 26<sup>th</sup> day of June 2025.

You are requested to please take the same on your record.

Thanking you,  
Yours Faithfully,

**FOR PARAG FANS AND COOLING SYSTEMS LIMITED**

  
**UMESH NAMBIAR**  
**WHOLE TIME DIRECTOR**  
**DIN: 02566355**



Regd. Office and Works:  
Plot no. 1/2B & 1B/3A, Industrial Area No. 1, A. B. Road, Dewas-455 001 (M.P.) India,  
Ph: 91-7272-425100 to 117 Fax: 91-7272-, 400273,  
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Website:www.paragfans.com



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**PROCEEDING OF 34<sup>TH</sup> ANNUAL GENERAL MEETING OF PARAG FANS AND COOLING SYSTEMS LIMITED HELD ON THURSDAY THE 26<sup>TH</sup> JUNE 2025, AT 10:00 A.M. AND CONCLUDED AT 12:30 P.M. AT THE REGISTERED OFFICE OF THE COMPANY SITUATED AT 1/2 & 1B/3A INDUSTRIAL AREA NO. 1 A B ROAD DEWAS MP 455001**

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**PRESENCE IN THE MEETING:**

**I. DIRECTORS:**

- |                              |                                |
|------------------------------|--------------------------------|
| 1. Mr. Umesh Nambiar         | Chairman & Whole Time Director |
| 2 Mr. SurendraKumar Badjatia | Non-Executive Director         |
| 3. Mr. Deepak Pagnis         | Whole Time Director            |
| 4. Mrs. Neelam Tanwani       | Non-Executive Director         |

**II. OFFICERS:**

- |                                  |     |
|----------------------------------|-----|
| 1. Mr. Gajendra Madhukar Takwale | CFO |
| 2. Ms. Pooja Chauhan             | CS  |

**III. SPECIAL INVITEES:**

1. Mr. Neelesh Gupta : Scrutinizer for voting through poll at AGM  
2, M/s Ashok Pahawa & Co. : Statutory Auditor of Company

Total No. of Members on the Cut-off date 19<sup>th</sup> June, 2025 was 272 Members, as per the requirement of the Companies Act, 2013, in order to have a valid quorum at least 5 members are required to be present, out of them five members personally and one through Proxy attended the AGM.

**PROCEEDING OF THE MEETING:**

Mr, Umesh Nambiar, Chaired the proceedings of the Meeting.

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Mr. Umesh Nambiar, Chairman welcomed all the members and directors and invitees present in the meeting and informed that the adequate quorum for the meeting is present, then the Chairman declared the meeting to be in order and then the proceeding of the Meeting was commenced.

Mr. Umesh Nambiar, Chairman took a roll call of the Directors and introduced other invitees.

Thereafter the Chairman informed that Electronic copies of the Notice & Annual Report for the financial year 2024-25 have been sent to all the members whose E-mail Ids were registered with the Company or Depository Participant(s) and have been physically dispatched to other members whose email id was not being registered.

The Notice of this Annual General Meeting is given in 34<sup>th</sup> Annual Report and with the consent of Members the Notice of AGM is hereby taken as read.

Further, the Chairman in his speech Informed:

In this year your Company has sufficient order in hand considering the capacity of the company and all these order will give results in the ensuing year.

During the financial year 2024-25, the Company recorded performance by achieving Revenue and Profit (Loss) before exceptional item and tax of Rs. 190,461,609 and Rs.-3,303,699 as against Rs. 149,519,132/-and Rs.3,230,630 /-respectively for 2023-24.

We are also committed to fair, timely and on-going disclosures as a means to achieve high levels of management transparency.

In the prospective purpose and expansion of the company, your Directors have not recommended any dividend for the financial year ended 31<sup>st</sup> March, 2025

At last, Chairman thanked shareholders for the confidence and faith reposed by them in the Board and the Management team.

Thereafter the Chairman informed:

The Auditors Report on the Standalone Financial Statements of the Company is given by the Statutory Auditors M/s Ashok Pahawa & Co., Chartered Accountant, Indore.

With the consent of Members the Independent Auditors' Report on financial statements of the Company, is taken as read.

The Secretarial Audit Report for Financial Year 2024-25 is given by M/s Neelesh Gupta & Co., Practicing Company Secretaries, Indore. Same is given in Annual Report. With the consent of Members the Secretarial Audit Report of the Company is taken as read.

The Corporate Governance Report for Financial Year 2024-25 is given by M/s Neelesh Gupta & Co., Practicing Company Secretaries, Indore. Same is given in Annual Report. With the consent of Members the Secretarial Audit Report of the Company is taken as read.

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CS Neclesh Gupta (FCS: 6381, CP 6846) was appointed by the Board as the Scrutinizer for this Meeting. The Scrutinizer will ensure the voting to be done in a fair and transparent manner.

Chairman further informed that Company has availed service of Central Depository Services (India) Limited (CDSL) for remote e-voting and as per the requirements of the Companies Act, 2013.

The Remote E-voting was commenced from Monday, 23<sup>rd</sup> June, 2025 at 9.00 A.M. (IST) and have already been completed on Wednesday, 25<sup>th</sup> June, 2025 at 5.00 P.M.

The Members, who are in the records of the Company as on the cut-off date i.e.19<sup>th</sup> June, 2025, shall only be entitled to participate in the voting process.

After that the Chairman placed before the meeting businesses as contained in the Notice one by one for consideration and approval of the members.

Sr. No.	Resolution Type	Description
1.	Ordinary Resolution	Adoption of Audited Standalone and Consolidated Financial Statements along with the Reports of the Board of Directors and of the Statutory Auditors thereon for the F.Y. ended March 31, 2025.
2.	Ordinary Resolution	To appoint a director in place of Mr. Surendrakumar Badjatia, Non-Executive Director (DIN:07501398), who retires by rotation and being eligible offers himself for re-appointment.
3.	Ordinary Resolution	Re-appointment of Statutory Auditors of the Company.
4.	Special Resolution	To Regularize the appointment of Ms. Pooja Atul Sangoi (DIN: 07411546) as the Non-Executive Independent Director of the company for period of five years
5.	Special Resolution	To Regularize the appointment of of Ms. Vaishali Rathod (DIN: 08488641) as the Non-Executive Independent Director of the company for period of five years.
6.	Ordinary Resolution	Appointment of Secretarial Auditors of the Company.

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Chairman further informed that, as set out in the Notice of Annual General Meeting stating the requirement to register themselves as a speaker to express views or ask questions during the AGM. Adequate time was provided for registration and the company has received no request from the shareholders for seeking opportunity to speak at AGM.

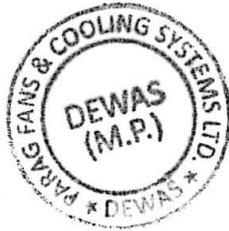
Chairman informed the members present in the AGM that the results of the Poll at AGM along with the report of the scrutinizer will be announced within two working days from the conclusion of 34<sup>th</sup> Annual General Meeting and shall also be placed at the Company's. MSEI and CDSL Website.

Chairman further informed that since all the business to be conducted at this Annual General Meeting has been transacted, I hereby declare that the 34<sup>th</sup> Annual General Meeting as close.

Chairman thanked to all the members and Board members and invites for participating in the meeting and declared that the meeting is concluded.

**FOR, PARAG FANS AND COOLING SYSTEMS LIMITED**

**UMESH NAMBIAR  
WHOLE TIME DIRECTOR  
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