



RAUNAQ INTERNATIONAL LIMITED
(Formerly Known as Raunaq EPC International Limited)

RIL/SEC/BSE/4/JANUARY 2025-2026

January 16, 2026

The Manager (Listing)

BSE Limited

1st Floor, New Trading Ring

Rotunda Building

PJ Towers, Dalal Street

Fort, Mumbai-400001

STOCKCODE: 537840

Sub: Compliance of Part-A of Schedule III of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

Dear Sir/Madam,

Pursuant to Part-A of Schedule III of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, please find enclosed the minutes of the proceedings held on Friday, December 26, 2025 relating to the declaration of results of the voting conducted by Postal Ballot (E-voting).

You are requested to take the same on your records.

Thanking you,

Yours faithfully,

For Raunaq International Limited

(Formerly known as Raunaq EPC International Limited)

Neha Patwal
Company Secretary and CFO

Encl: As above



MINUTE BOOK

Saraswati
REGD.

MINUTES OF THE PROCEEDINGS HELD ON FRIDAY, 26TH DECEMBER, 2025 RELATING TO THE DECLARATION OF RESULTS OF THE VOTING CONDUCTED BY POSTAL BALLOT (E-VOTING) IN TERMS OF SECTION 110 OF THE COMPANIES ACT, 2013 ON THE SPECIAL RESOLUTION AS PASSED BY THE MEMBERS OF RAUNAQ INTERNATIONAL LIMITED ON 26TH DECEMBER, 2025

The Board of Directors of the Company at its Board Meeting held on 13th November, 2025 approved the proposal to conduct a Postal Ballot by remote e-voting process pursuant to the provisions of Section 110 read with Section 108 and other applicable provisions, if any, of the Companies Act, 2013, Rule 20 and Rule 22 of the Companies (Management and Administration) Rules, 2014 as amended from time to time, Regulation 44 and other applicable regulations of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, and the Secretarial Standard on General Meetings issued by the Institute of Company Secretaries of India ("SS-2"), as amended from time to time, and in accordance with the applicable requirements prescribed by the Ministry of Corporate Affairs ("MCA") for holding general meetings/conducting postal ballot process through e-voting vide General Circular Nos. 14/2020 dated 08 April, 2020, 17/2020 dated 13 April, 2020, 09/2023 dated 25 September, 2023, 09/2024 dated 19 September, 2024 and subsequent circulars issued in this regard, the latest being 03/2025 dated 22 September, 2025 (hereinafter collectively referred to as "MCA Circulars"), to seek approval of the Members on the special business by way of a special resolution, as set out in the notice of the Postal Ballot dated 24th November, 2025:

Sr.No.	Particulars	Type of Resolution
1.	Consideration and approval of appointment of Mr. Virender Pal Jain as a Non-Executive Independent Director on the Board of the Company	Special

The Board had appointed Mr. Sanket Jain, Proprietor, M/s Sanket Jain & Co., Company Secretaries, Jhansi (Uttar Pradesh) as the Scrutinizer in terms of the provisions of Section 110 and Section 108 of the Companies Act, 2013 read with Rule 20 and Rule 22 of the Companies (Management and Administration) Rules, 2014, Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and the Secretarial Standards on General Meetings issued by the Institute of Company Secretaries of India ("SS-2") for conducting the Postal Ballot through the e-voting process in a fair and transparent manner. The Company had provided remote e-voting facility to its Members through MUFG Intime India Private Limited (Formerly known as Link Intime India Private Limited) (MIPL), the Registrar and Share Transfer Agent of the Company.

The Scrutinizer submitted his report on postal ballot by remote e-voting process to the Chairman of the Company on 26th December, 2025 which is appended hereinafter.

The details of voting on the resolution as per the Scrutinizer's Report are as under:



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ITEM NO. 01

CONSIDERATION AND APPROVAL OF APPOINTMENT OF MR. VIRENDER PAL JAIN, AS A NON-EXECUTIVE INDEPENDENT DIRECTOR ON THE BOARD OF THE COMPANY (SPECIAL RESOLUTION)

"RESOLVED THAT pursuant to the provisions under Section 149, 150, 152 and any other applicable provisions of the Companies Act, 2013 read with the rules made thereunder (including any statutory modification(s) or re-enactment thereof for the time being in force), Schedule IV of the Companies Act, 2013 and applicable provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the consent of the members be and is hereby accorded for the appointment of Mr. Virender Pal Jain (holding DIN 07037060) as a Non-Executive Independent Director on the Board of the Company for a period of 5 (Five) years w.e.f. the date of approval by the members by way of special resolution passed through Postal Ballot i.e. 26 December, 2025, as recommended by the Nomination and Remuneration Committee and the Board of Directors of the Company and in respect of whom the Company has received all the necessary consent(s)/ disclosure(s), as required under the Companies Act, 2013 and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

RESOLVED FURTHER THAT the Board of Directors of the Company (which includes a Committee, constituted for the time being in force) be and is hereby authorized to do all such acts, deeds and things, to enter into such agreement(s), deed(s) of amendment(s) or any such document(s), as the Board may, in its absolute discretion, consider necessary, expedient or desirable including power to sub-delegate, in order to give effect to this resolution or as otherwise considered by the Board to be in the best interest of the Company, as it may deem fit."

EXPLANATORY STATEMENT FORMING PART OF THE ABOVE RESOLUTION

Mr. Virender Pal Jain, aged 69 years is a Practising Chartered Accountant and founding partner of M/s V.P. Jain & Associates, Chartered Accountants, New Delhi. He currently serves as a senior partner at the same firm. He has done his Bachelor's Degree in Commerce from the University of Delhi.

He has rich experience of 42 years. He started his career in 1983 as a Partner with M/s B.R. Maheswari & Co. LLP, Chartered Accountants, a well-known CA Firm with a PAN India presence, and continued there till March, 1998. In addition, he served as a Director at Sugam Parivahan Private Limited in the year 2014. Throughout his career, Mr. Jain has gained deep exposure in corporate law, financial consultancy and finance. Alongwith comprehensive knowledge of direct and indirect taxation, his expertise enables him to provide strategic, compliance-related and advisory guidance to businesses across diverse sectors. His credentials and experience position him as a valuable advisor in managing complex financial and legal matters.

In terms of the provisions of Section 149, 150, 152 and any other applicable provisions of the Companies Act, 2013 and the Regulations, Mr. Virender Pal Jain being eligible and offering himself for appointment, is proposed to be appointed as a Non-Executive Independent Director for a period of 5 (Five)

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years w.e.f. the date of approval by the members by way of special resolution passed through Postal Ballot i.e. 26 December, 2025.

The necessary information/disclosure in compliance with Regulation 36(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Secretarial Standard (SS-2) issued by the Institute of Company Secretaries of India relating to Mr. Virender Pal Jain has been provided in a separate section of this Notice.

In terms of the provisions of the Companies Act, 2013, Mr. Virender Pal Jain has filed requisite consent(s)/disclosure(s) before the Board.

The Company has also received an intimation from Mr. Virender Pal Jain in Form DIR-8 to the effect that he is not disqualified and further confirmed that he is not debarred by the Securities and Exchange Board of India, Ministry of Corporate Affairs or any such other Statutory Authority to be appointed as a Director in any Company.

The Company has received a declaration from Mr. Virender Pal Jain confirming that he meets the criteria of independence as prescribed under Section 149(6) of the Companies Act, 2013 and Regulation 16(1)(b) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

In the opinion of the Board, Mr. Virender Pal Jain fulfills the conditions specified in the Companies Act, 2013 and rules made thereunder and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 for his appointment as a Non-Executive Independent Director of the Company and is independent of the management.

Therefore, the Board recommends the resolution as set out at Item No. 01 of this Notice in relation to appointment of Mr. Virender Pal Jain as a Non-Executive Independent Director, as recommended by the Nomination and Remuneration Committee, for the approval by the members of the Company, by way of a Special resolution.

Except Mr. Virender Pal Jain, being an appointee, none of the Directors and Key Managerial Personnel of the Company and their relatives is concerned or interested, financial or otherwise, in the resolution set out at Item No. 01 of the Notice.

INSPECTION OF DOCUMENTS

Relevant documents referred to in this Postal Ballot Notice and the Explanatory Statement are open for inspection by the Members at the Registered Office of the Company during the office hours between 10.00 A.M. to 1.00 P.M. on all working days, till the last date of remote e-voting.



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**SCRUTINIZER'S REPORT
(POSTAL BALLOT THROUGH REMOTE E-VOTING)**

[Pursuant to Section 108 and 110 of the Companies Act, 2013 read with Rule 20 and Rule 22 of the Companies (Management and Administration) Rules, 2014 and applicable circulars issued by the Ministry of Corporate Affairs ("MCA")]

To,
The Chairman
Raunaq International Limited
(Formerly known as Raunaq EPC International Limited)
CIN: L51909HR1965PLC034315
20 K.M. Mathura Road,
P.O. Amar Nagar,
Faridabad - 121003 (Haryana)

Sub: Scrutinizer's Report on Postal Ballot Process conducted by way of remote e-voting in respect of passing of resolution set out in the Postal Ballot Notice dated November 24, 2025 ('Notice'), in terms of the provisions of Sections 108 and 110 of the Companies Act, 2013 read with Rules 20 and 22 of the Companies (Management and Administration) Rules, 2014

Dear Sir,

1. Pursuant to the resolution passed by the Board of Directors of **Raunaq International Limited** (hereinafter referred to as the 'Company') on November 13, 2025, I have been appointed as Scrutinizer to scrutinize the postal ballot process conducted by way of remote e-voting, in respect of resolution proposed to be passed by the shareholders, contained in the Notice pursuant to the provisions of Sections 108 and 110 of the Companies Act, 2013 ("the Act") read with the Companies (Management and Administration) Rules, 2014 as amended ("Rules"), General Circular No. 14/2020 dated April 08, 2020, 17/2020 dated April 13, 2020, 09/2023 dated September 25, 2023, 09/2024 dated September 19, 2024 and subsequent circulars issued in this regard, the latest being 03/2025 dated September 22, 2025 (hereinafter collectively referred to as "MCA Circulars"), Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and the Secretarial Standard on General Meetings issued by the Institute of Company Secretaries of India ("SS-2") and other applicable laws, rules and regulations, as amended from time to time (including any statutory modification(s) or re-enactment (s) thereof for the time being in force), for conducting the Postal Ballot/ e-voting process, in a fair and transparent manner and I submit my report as under:
2. My responsibility as Scrutinizer is restricted to scrutinizing the e-voting process in a fair and transparent manner and to prepare a Scrutinizer's Report on the votes casted by the Members on the resolution set out in the Notice, based on the reports generated from the e-voting system provided by MUG Intime India Private Limited (Formerly known as Link Intime India Private Limited), the Registrar and Share Transfer Agent of the

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Company; and papers/documents furnished to me electronically by the Company and/or MUFG Intime India Private Limited (Formerly known as Link Intime India Private Limited) for my verification. The e-voting facility for postal ballot process was made available during the period from 09:00 A.M. (IST) on November 27, 2025 (Thursday) upto 05:00 P.M. (IST) on December 26, 2025 (Friday) ('e-voting period').

3. The postal ballot notice dated November 24, 2025 ("Notice") containing the explanatory statement pursuant to Section 102 of the Companies Act, 2013, setting out the material facts and disclosures as required to be stated under Rule 20 and Rule 22 of the Companies (Management and Administration) Rules, 2014 was duly sent to the members of the Company on November 25, 2025, by way of electronic means (eligible Members), whose names appeared in the Register of Members/List of Beneficial Owners as received from National Securities Depository Limited (NSDL) and Central Depository Services Limited ("CDSL") (hereafter referred to as Depositories) and MUFG Intime India Private Limited (Formerly known as Link Intime India Private Limited), Share Transfer Agent of the Company (hereinafter referred to as MIPL), and whose e-mail address was registered with the Company/Registrar and Share Transfer Agent/Depositories as on the cut-off date i.e. Friday, November 21, 2025.
4. In compliance with Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('SEBI LODR') and pursuant to the provisions of Sections 108 and 110 of the Act read with the Rules framed thereunder and the MCA Circulars, the manner of voting on the proposed resolution is restricted only to e-voting i.e., by casting votes electronically instead of submitting postal ballot forms. Accordingly, physical copy of the Notice along with Postal Ballot Form and pre-paid business reply envelope were not sent to the Members for this Postal Ballot.
5. The Postal Ballot Notice was also made available on the Company's website (www.raunaqinternational.com) and on the Stock Exchange website (www.bseindia.com) and on the e-voting website of MUFG Intime India Private Limited (Formerly known as Link Intime India Private Limited (MIPL)) (www.instavote.linkintime.co.in).
6. In terms of the requirement of Rule 22 of Companies (Management and Administration) Rules, 2014, an advertisement was published by the Company in the Financial Express (English) - Delhi Edition, Jansatta (Hindi) - Delhi Edition on November 26, 2025, informing about the completion of dispatch of Notices electronically to the eligible Members, along with other related matters mentioned therein.
7. I had monitored the process of electronic voting through the scrutinizer's secured link provided by MUFG Intime India Private Limited (Formerly known as Link Intime India Private Limited) through its designated website. The particulars of e-voting done by the Members of the Company during the e-voting period by logging into online e-voting website of MUFG Intime India Private Limited (Formerly known as Link Intime India Private Limited) as provided in the Notice have been considered for my scrutiny.

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8. After completion of e-voting, votes cast by the Members were unblocked in the presence of two witnesses not in the employment of the Company and who have signed herein below.

Sd/-

Name: Siddhant Kesle

Sd/-

Name: Krishna Kant Verma

9. The votes casted through e-voting were matched with the Register of Members/List of beneficial owners of the Company as on cut-off date i.e., Friday, November 21, 2025.

10. The particulars of report downloaded from the designated website of MUFG Intime India Private Limited (Formerly known as Link Intime India Private Limited), have been entered in a separate register maintained by me for the purpose of Postal Ballot.

11. The summary result of the Postal Ballot process through e-voting in respect of the resolution set out in the Notice is given below:

Item No.	Particulars of the Resolution	Type of Resolution	Votes casted in favour (in numbers)	Votes casted in favour (in percentage)	Votes casted against (in numbers)	Votes casted against (in percentage)
1.	Appointment of Mr. Virender Pal Jain as a Non-Executive Independent Director on the Board of the Company	Special	15,84,546	99.9850	237	0.0150

ITEM NO.1 – SPECIAL RESOLUTION

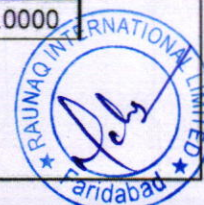
Appointment of Mr. Virender Pal Jain as Aa Non-Executive Independent Director on the Board of the Company

VALID VOTES:

Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	17,47,965	15,83,195	90.5736	15,83,195	0	100.0000	0.0000
	Poll		NOT APPLICABLE					
	Postal Ballot (if applicable)							
Public-	E-Voting	2,227	0	0.0000	0	0	0.0000	0.0000

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Institutions	Poll	NOT APPLICABLE							
	Postal Ballot (if applicable)								
Public-Non Institutions	E-Voting	15,93,051	1,588	0.0997	1,351	237	85.0756	14.9244	
	Poll		NOT APPLICABLE						
	Postal Ballot (if applicable)		NOT APPLICABLE						
TOTAL		33,43,243	15,84,783	47,4026	15,84,546	237	99.9850	0.0150	

INVALID VOTES:

Total number of members whose votes were declared invalid	Total number of votes
NIL	NIL

12. **Result:** From the voting pattern mentioned in para no. 11 above, it is observed that as mentioned in the Notice, for Item No. 1 (Special Resolution), the valid votes casted in favour exceeds three times the valid votes casted against. Hence, the resolution is said to be passed with requisite majority on the date of end of e-voting period i.e. Friday, December 26, 2025.

The above position may kindly be considered for the purpose of declaring the result of postal ballot through e-voting on the resolution mentioned in the Notice.

Yours Faithfully,

For M/s Sanket Jain & Co.
Company Secretaries
Firm Registration No. S2013UP231400
Peer Review No. 2262/2022

Sd/-
Sanket Jain
(Proprietor)
M. No.: A26531, C.P. No.: 12583
UDIN: A026531G002852904
Date: 26.12.2025
Place: Jhansi

Countersigned By:
For Raunaq International Limited

Sd/-
Surinder Paul Kanwar
(Chairman and Managing Director)
DIN - 00033524
Date: 26.12.2025
Place: Faridabad

As mentioned in the Postal Ballot Notice dated 24 November, 2025, Ms. Neha Patwal, Company Secretary and CFO declared the results of Postal Ballot as below on Friday, 26 December, 2025.



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