

CARBON SPECIALITIES LIMITED

CIN: L65929UP1985PLC111401

REGD OFF: 7/181 A, Duplex Bungalow Unit No. 4, Swaroop Nagar, Kanpur-208002 (UP)

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Date: 01.10.2024

To,
Calcutta Stock Exchange Limited,
Listing Department
7, Lyons Range, Kolkata

Dear Sir/ Ma'am,

Sub: Proceedings of the 39th Annual General Meeting ('AGM')

This is to inform you that 39th Annual General Meeting ("AGM") of the Company was held on Monday, September 30, 2024 at 12:30 P.M. at the registered office of the Company at 7/181A Duplex Bungalow, Unit No. 4, Swaroop Nagar, Kanpur -208002 (UP), in compliance with the provisions of the Companies Act, 2013 and Rules made thereunder, the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (SEBI-LODR).

Further, pursuant to Regulation 30 of SEBI (LODR) Regulations, 2015 we submit herewith Summary of proceedings of the 39th Annual General Meeting.

Kindly take above on your record.

Thanking You,

Yours Faithfully,

For CARBON SPECIALITIES LIMITED

PRABHA KAYA
Managing Director
[DIN: 00326278]

Encl: As stated above

PROCEEDINGS OF THE 39TH ANNUAL GENERAL MEETING OF MEMBERS OF THE CARBON SPECIALITIES LIMITED HELD ON MONDAY, 30TH DAY OF SEPTEMBER, 2024 AT 12:30 P.M. AT THE REGISTERED OFFICE OF THE COMPANY AT 7/181 A, DUPLEX BUNGLOW UNIT NO. 4, SWAROOP NAGAR, KANPUR-208002 UNDER REGULATION 30 OF THE SEBI (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015

Members Attended: 7 members personally present in the Meeting.

Meeting started at 12:30 PM and concluded at 03:00 PM

Quorum: The requisite quorum under section 103 of the Companies Act, 2013 were present.

Mr. Pankaj Kaya, Chairman of the Company, Chaired the meeting and after ascertaining that the requisite quorum for the Meeting was present, the Chairman called the Meeting to order.

The Chairman welcomed the members and introduced the directors & Auditors present. The Chairman informed that the Statutory Registers of the Company are available for inspection by the members, if they wish so.

The Chairman then delivered his speech.

With the consent of the Members present, the notice convening the AGM was taken as read.

The Chairman placed before the meeting the following resolutions:

ORDINARY BUSINESS

ITEM NO: I

RECEIVE, CONSIDER AND ADOPT THE FINANCIAL STATEMENTS OF THE COMPANY FOR THE YEAR ENDED 31ST MARCH 2024 TOGETHER WITH THE REPORTS OF AUDITORS AND DIRECTORS THEREON (ORDINARY RESOLUTION)

The Chairman invited queries on annual accounts from the members. The queries raised by members were answered by the Chairman and Statutory Auditors of the Company.

“RESOLVED THAT the Audited Financial Statement for the year ended 31st March, 2024 and the reports of Directors and Auditors thereon as placed before the meeting be and are hereby adopted and approved.”

ITEM NO: 2

RE-APPOINTMENT OF MR. VAIBHAV KAYA (DIN: 08842707), WHO RETIRES BY ROTATION (ORDINARY RESOLUTION)

“RESOLVED THAT pursuant to the provisions of Sec 152 of the Companies Act, 2013 read with Companies (Appointment and qualification of Directors) Rules 2014, Re-appointment of Mr. Vaibhav Kaya (DIN: 08842707), who retires by rotation at this Annual General Meeting be and

is hereby re-appointed as Director of the Company.”

ITEM NO: 3

APPOINTMENT OF M/S TANDON & MAHENDRA TO FILL THE CASUAL VACANCY CREATED IN OFFICE OF THE STATUTORY AUDITOR

“**RESOLVED THAT** pursuant to the provision of Section 139(8) and other applicable provision of the Companies Act, 2013 read with rules made thereunder (including any statutory modification or re-enactment thereof for the time being in force), consent of the members of the Company be and is hereby accorded to appoint, M/s Tandon & Mahendra, Chartered Accountants, Firm registration No. 003747C, who have signified their consent and eligibility for the same, as the Statutory auditor of the Company in the casual vacancy caused by the resignation of M/s. Agarwal & Saxena, Chartered Accountants, Firm registration No. 002405C and who shall hold office from 05.08.2024 until the conclusion of the ensuing Annual General Meeting of the Company on such remuneration as may be mutually agreed upon between the Board of Directors and the Statutory Auditors.

RESOLVED FURTHER THAT any of the Directors of the Company be and are hereby severally authorised to file necessary E-form/ Returns with Registrar of Companies and to do such things actions and deeds as may be incidental or necessary to give effect to the aforesaid resolution”

ITEM NO:4

APPOINTMENT OF M/S TANDON & MAHENDRA AS STATUTORY AUDITOR FOR A PERIOD OF FIVE YEARS

“**RESOLVED THAT** subject to the provisions of Section 139, 142 of the Companies Act, 2013 read with the Companies (Audit and Auditors) Rules, 2014 and other applicable provisions, if any, M/s. Tandon & Mahendra, Chartered Accountants Firm registration No. 003747C be and are hereby appointed as the Statutory Auditor of the Company, to hold the office from the conclusion of this 39th Annual General Meeting of the Company until the conclusion of 44th Annual General Meeting of the Company to be held for the Financial Year 2028-29, for a single tenure of 5 (five) years, at such remuneration plus applicable taxes, and out of pocket expenses, as may be determined and recommended by the Audit Committee in consultation with the Auditors and duly approved by the Board of Directors of the Company.

RESOLVED FURTHER THAT any of the Directors of the Company be and are hereby severally authorised to file necessary E-form/ Returns with Registrar of Companies and to do such things actions and deeds as may be incidental or necessary to give effect to the aforesaid resolution”

SPECIAL BUSINESS

ITEM NO:5

APPOINTMENT OF MR. ROHIT SINGH AS INDEPENDENT DIRECTOR OF THE COMPANY

“RESOLVED THAT pursuant to the provisions of section 149, 150, 152 read with schedule IV and any other applicable provisions of the Companies Act, 2013 and the Companies (Appointment and Qualification of Directors) Rules, 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force) Mr. Rohit Singh (DIN: 10643104), who was appointed as an Additional Independent Director of the Company w.e.f. 30th May, 2024, pursuant to Section 161(1) of the Companies Act, 2013 and who holds office up to the date of this Annual General Meeting and in respect of whom the Company has received a notice in writing from Member under section 160(1) of the Act proposing his candidature for the office of an Independent Director not liable to retire by rotation, be and is hereby appointed as an Independent Director of the Company to hold office for a period of 5 consecutive years i.e. w.e.f. 30th May, 2024 to 29th May, 2029.”

“RESOLVED FURTHER THAT Board of Directors of the Company be and are hereby authorised to do all such acts, deeds and things as many be necessary and/or incidental to give effect to this resolution including filing of the necessary forms with the Registrar of Companies.”

The Chairman closing remark:

There being no other matter to be carried, I declare this meeting to be concluded.

Meeting concluded at 03:00 P.M