

**MINUTES OF THE SEVENTH ANNUAL GENERAL MEETING OF THE SHAREHOLDERS
OF AIC-GUSEC FOUNDATION (AIC-GUSEC) HELD ON 30TH SEPTEMBER, 2025
(TUESDAY) AT 11:55 HOURS.**

Serial No. of Meeting	AGM/7/2025-26
Type of Meeting	ANNUAL GENERAL MEETING
Name of the Company	AIC-GUSEC FOUNDATION (AIC-GUSEC)
Day and Date	SATURDAY, 30 TH SEPTEMBER, 2025
Registered Office	GUSEC WEST WING, NR. DEPARTMENT OF BOTANY UNIVERSITY SCHOOL OF SCIENCES, GUJARAT UNIVERSITY, AHMEDABAD, GUJARAT-380009
Venue of the Meeting	OFFICE OF THE VICE CHANCELLOR, GUJARAT UNIVERSITY, NAVRANGPURA, AHMEDABAD, AHMEDABAD, GUJARAT, INDIA, 380009
Time of Commencement	11:55 A.M.
Time of Conclusion	12:07 P.M.
Mode of Meeting	Physical

THE FOLLOWING MEMBERS WERE PRESENT:

1. DR NEERJA A GUPTA, VICE-CHANCELLOR, GUJARAT UNIVERSITY FOR AND ON BEHALF OF GUJARAT UNIVERSITY -CHAIRMAN
2. DR PIYUSH M PATEL, I/C REGISTRAR, GUJARAT UNIVERSITY

Dr. Neerja Gupta, Vice Chancellor of Gujarat University was appointed as Chairman. Thereafter, Chairman ascertained the quorum, and declared that the meeting was duly convened and properly constituted and the agenda of the meeting was taken up.

The Chairman informed that as there was no qualification in the Auditors Report, the Statutory Auditors were exempted from attending the said Annual General Meeting, present in the meeting.



The Chairman instructed to read the Notice convening the Annual General Meeting and Auditors' Report. With the permission of members, the Notice convening the meeting, the Directors Report was taken as read. Since the Auditors' Report does not contain any qualification / adverse remark and already circulated to the members, with the permission of members, the same was taken as read.

Before putting the resolution to vote, the Chairman invited queries and questions from members on audited financial statements. However, no question was raised by any member.

Thereafter, the Chairman moved the following Resolution:

ORDINARY BUSINESS:

7.0.(i) APPROVAL OF MINUTES OF THE PREVIOUS ANNUAL GENERAL MEETING

The Chairman read the minutes of the last AGM of AIC-GUSEC held on 30-09-2024 and sought the approval of the members.

The chairman put before the members; the minutes of the last AGM to take on record and approve the minutes of the Sixth Annual General Meeting of AIC-GUSEC. All the members unanimously resolved to take the minutes of the last i.e.6th AGM on record and approve the same and resolved as follows:

"RESOLVED THAT the minutes of the previous i.e.6th Annual General Meeting of company be and is taken as read and noted and approved by the Board"
(Copy as 7.0.i.A)



7.1 ITEM NO. 1 : TO RECEIVE, CONSIDER AND ADOPT FINANCIAL STATEMENTS (ORDINARY RESOLUTION)

“RESOLVED THAT the Audited financial statements of the Company for the year ended March 31, 2025, and the report of the Board of Directors and Auditors thereon be and hereby adopted.”

“RESOLVED FURTHER THAT Board of Directors of the Company be and is hereby authorised to do all such acts, deeds, matters and things as may be required in order to give effect to the above -mentioned resolution.” The Chairman put the resolution to vote on a show of hands, the same was passed unanimously.

7.2 ITEM NO. 2 : TO DECLARE OR NOT TO DECLARE DIVIDEND ON EQUITY SHARES OF THE COMPANY

The Chairman informed the members that the company being a Section 8 company is restricted to declare dividend or profit amongst its members. Hence, the said agenda is void and not to be taken on discussion by the members.

7.3. MATTERS PERTAINING TO DIRECTORS OF THE COMPANY

The Chairman informed the members that no new directors are being proposed to be appointed. The Chairman further informed that the agenda is not taken up by discussion by the members and resolved to be taken as noted and on record.



7.4. (I) REAPPOINTMENT OF INDEPENDENT DIRECTOR SH PATHIK PATHWARI

The Chairman informed the members that since the independent director Sh PATHIK PATHWARI (DIN: 02428297) appointed/reappointed on a yearly basis, his appointment is expiring at the conclusion of 7th Annual General Meeting. Hence being eligible, the concerned director proposed himself for reappointment as an Independent Director for a further term of one year i.e from the conclusion of 7th Annual general Meeting till the conclusion of 8th Annual General Meeting.

The Chairman proposed to pass the following resolution as Ordinary Resolution by Show of Hands:

"RESOLVED THAT the approval of the members be and is hereby accorded for reappointment of Shri Pathik Patwari (DIN: 02428297), who was serving as Independent Director pursuant to the provisions of Section 161 of the Companies Act, 2013 and who shall hold office from the conclusion of this Annual General Meeting, be and is hereby reappointed as Independent Director of the Company until the consecutive next AGM of the Company."

The Chairman after counting the votes declared that the resolution was passed unanimously by the members of the company.

7.4. (II) REAPPOINTMENT OF INDEPENDENT DIRECTOR SH CHIRANJIV PATEL

The Chairman informed the members that since the independent director Sh CHIRANJIV CHIRAGBHAJ PATEL (DIN:01252668) appointed/reappointed on a yearly basis, his appointment is expiring at the conclusion of 7th Annual General Meeting. Hence being eligible, the concerned director proposed himself for reappointment as an Independent Director for a further term of one year i.e from the conclusion of 7th Annual general Meeting till the conclusion of 8th Annual General Meeting.



The Chairman proposed to pass the following resolution as Ordinary Resolution by Show of Hands:

"RESOLVED THAT the approval of the members be and is hereby accorded for reappointment of Sh CHIRANJIV CHIRAGBHAI PATEL (DIN:01252668), who was serving as Independent Director pursuant to the provisions of Section 161 of the Companies Act, 2013 and who shall hold office from the conclusion of this 7th Annual General Meeting, be and is hereby reappointed as Independent Director of the Company until the consecutive next 8th AGM of the Company."

The Chairman after counting the votes declared that the resolution was passed unanimously by the members of the company.

7.4. (III) APPOINTMENT OF INDEPENDENT DIRECTOR SH SAURAV SANYAL

The Chairman informed the members that for the term Mr. SAURAV SANYAL, proposes his candidature for appointment as Independent Director of company in terms of the provisions of Section 152 of the Companies Act, 2013.

A member proposed that Mr. Saurav Sanyal, who fulfills the conditions as specified in the Act and is not disqualified from being appointed as an Independent Director, be appointed as an Independent Director of the Company.

The following resolution was proposed by Ms. Neerja Gupta and seconded by Mr. Piyush Patel for the appointment of Mr. Saurav Sanyal as an Independent Director of the Company. Upon being put to vote, the resolution was passed unanimously by the shareholders with the requisite majority.

RESOLVED THAT pursuant to provisions of Section 152 read with Rule 8, 9 and 14 of Companies (Appointment and Qualification of Directors) Rules, 2014 and other applicable provisions of the Companies Act, 2013 read with rules made thereunder (including any statutory modification(s) or re-enactment thereof for the time being in force) and provisions of the Articles of Association of the Company consent of the shareholders of the Company be and is hereby accorded to appoint Mr. Saurav Sanyal having DIN 07656954 as Independent Director of the Company for with effect from 30th September, 2025;



RESOLVED FURTHER THAT Ms. Neerja Arun Gupta, Director of the Company be and is hereby authorized to file Form DIR-12 with the Registrar of Companies, to make necessary entries in the Statutory registers of the company and to do all such acts/ deeds/ things as may deem fit to give effect to this resolution.

7.4.(IV). REGARDING RESIGNATION OF THE DIRECTORS

The Chairman informed the members that no director had submitted resignation during the period and proposed to take the same on record. The Board resolved the following:

RESOLVED THAT the agenda item is taken as read and noted and approved by the Members."

7.5 ITEM NO. 5 APPOINTMENT OF THE STATUTORY AUDITOR FOR F.Y 2025-26 (ORDINARY RESOLUTION)

The Chairman informed the members that the company needs to re-appoint a Statutory Auditor for a further term of One year. The chairman proposed to re-appoint auditors to hold office from the conclusion of this Meeting until the conclusion of the next Annual General Meeting of the Company and to fix their remuneration. The Chairman proposed to pass the following resolution as Ordinary Resolution by Show of Hands:

"RESOLVED THAT pursuant to the provisions of Section 139 of the Companies Act, 2013, the Companies (Audit and Auditors) Rules, 2014, (including any re-enactment or modification thereto), and such other applicable provisions, if any, M/s. Chirag R. Shah & Associates, Chartered Accountants, Ahmedabad with Firm Registration Number 118791W be and are hereby appointed as the Statutory Auditors of the Company for the Financial Year 2025-26, at a remuneration as may be mutually agreed upon between the Board and the aforesaid Auditors.

The Chairman after counting the votes declared that the resolution was passed unanimously by the members of the company.



VOTE OF THANKS

The meeting concluded with a vote of thanks to the members.



(DR PIYUSH M PATEL)
DIRECTOR



(DR NEERJA A GUPTA)
CHAIRMAN

CERTIFIED TRUE COPY OF THE RESOLUTION PASSED AT THE ANNUAL GENERAL MEETING OF AIC-GUSEC FOUNDATION (AIC-GUSEC) HELD ON 30th SEPTEMBER, 2025 AT 11:55 AM AT THE REGISTERED OFFICE THE COMPANY SITUATED AT GUSEC WEST WING, NR DEPARTMENT OF BOTANY, UNIVERSITY SCHOOL OF SCIENCE, AHMEDABAD, GUJARAT-380009

ORDINARY RESOLUTION:

“RESOLVED THAT pursuant to Sections 139, 142 and other applicable provisions, if any, of the Companies Act, 2013 (the “Act”) and the Companies (Audit and Auditors) Rules, 2014 (“Rules”) (including any statutory modification or re-enactment thereof, for the time being in force), the Company be and is hereby make the appointment of M/s Chirag R Shah & Associates Chartered Accountants, (Firm Registration No. 118791W), to act as Statutory Auditors of the Company to hold office for further one year from the conclusion of this Annual General Meeting (AGM) till the conclusion of the next Annual General meeting to be held in the year 2026 to carry out audit formalities for the F.Y. 2025-26 at such fees as may be decided by the Board of Directors in consultation with the auditor.”

Date: 30-09-2025

Place: Ahmedabad

For and on behalf of Board of Directors,
AIC-GUSEC FOUNDATION (AIC-GUSEC)




(Neerja Arun Gupta)
(Director)
(DIN: 10325104)

To,
M/s Chirag R Shah & Associates,
Chartered Accountants,
Ahmedabad, Gujarat.

Dear Sir,

Sub: Appointment as an Auditor for the financial year 2025-2026

We are pleased to inform you that at the Annual General Meeting of members of the company held on 30th September, 2025 you have been appointed as the Statutory Auditors of the company to hold office as such from the conclusion of this Annual General Meeting of the company till the conclusion of next annual general meeting of the Company to be held in the year 2026 i.e. for a period 01.04.2025 to 31.03.2026 at remuneration as may be fixed by the chairman of the company. Please intimate your acceptance.

Date: 30-09-2025

Place: Ahmedabad

For and on behalf of Board of Directors,
AIC-GUSEC FOUNDATION (AIC-GUSEC)




(Neerja Arun Gupta)
(Director)
(DIN: 10325104)

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ORDINARY RESOLUTION:

RESOLVED THAT pursuant to provisions of Section 152 read with Rule 8, 9 and 14 of Companies (Appointment and Qualification of Directors) Rules, 2014 and other applicable provisions of the Companies Act, 2013 read with rules made thereunder (including any statutory modification(s) or re-enactment thereof for the time being in force) and provisions of the Articles of Association of the Company consent of the shareholders of the Company be and is hereby accorded to appoint Mr. Saurav Sanyal having DIN 07656954 as Director of the Company for with effect from 30th September, 2025;

RESOLVED FURTHER THAT Ms. Neerja Arun Gupta, Director of the Company be and is hereby authorized to file Form DIR-12 with the Registrar of Companies, to make necessary entries in the Statutory registers of the company and to do all such acts/ deeds/ things as may deem fit to give effect to this resolution.

Date: 30-09-2025

Place: Ahmedabad

For and on behalf of Board of Directors,
AIC-GUSEC FOUNDATION




(Neerja Arun Gupta)
(Director)
(DIN: 10325104)