

September 29<sup>th</sup>, 2025

To,  
The Manager,  
Corporate Services,  
National Stock Exchange of India Limited  
Exchange Plaza, Bandra Kurla Complex,  
Bandra (E), Mumbai – 400051

NSE Symbol: MAXPOSURE

**Subject: Disclosure under Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 - Proceedings of the 19<sup>th</sup> Annual General Meeting (AGM) of the Company**

Dear Sir/ Ma'am,

Pursuant to Regulation 30 read with Part A of Schedule III of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI LODR Regulations"), we hereby inform you that the 19<sup>th</sup> Annual General Meeting ("AGM") of the Shareholders of Maxposure Limited ("the Company") was held today, i.e., September 29<sup>th</sup>, 2025, through Video Conferencing ("VC")/Other Audio-Visual Means ("OAVM"), in compliance with the applicable circulars issued by the Ministry of Corporate Affairs and Securities Exchange Board of India.

Please find enclosed herewith the proceedings of the 19<sup>th</sup> AGM of the Company, in accordance with the aforesaid regulations.

The above is for your kind information and records.

Thanking you,

Yours faithfully,  
**For Maxposure Limited**

**Priya Kesari**  
**Company Secretary and Compliance Officer**  
**ACS 22710**

## **SUMMARY PROCEEDINGS OF THE 19<sup>TH</sup> ANNUAL GENERAL MEETING OF MAXPOSURE LIMITED**

### **A. Date, Time, and Venue of the Annual General Meeting:**

The 19<sup>th</sup> Annual General Meeting (“AGM”) of the Company was held on Monday, 29<sup>th</sup> September 2025, through Video Conferencing (VC)/Other Audio-Visual Means (OAVM), hosted from the registered office of the Company. The Meeting commenced at 4:30 P.M. IST.

### **B. Proceedings in Brief:**

- Ms. Priya Kesari, Company Secretary and Compliance Officer, welcomed the Members to the 19<sup>th</sup> AGM and informed that the Meeting was convened through VC/OAVM in compliance with the circulars issued by the Ministry of Corporate Affairs, relevant provisions of the Companies Act, 2013, and the SEBI LODR Regulations.
- With the requisite quorum being present, the Company Secretary called the Meeting to order.
- It was informed that remote e-voting commenced at 09:00 A.M. IST on Friday, 26<sup>th</sup> September 2025, and concluded at 05:00 P.M. IST on Sunday, 28<sup>th</sup> September 2025. The facility for voting through electronic means was being facilitated through Bigshare Services Private Limited.
- Members were informed about the availability of both remote e-voting and e-voting during the AGM. Members who had already voted through remote e-voting were requested not to vote again during the Meeting.
- The Company had invited Members to register as Speakers to ask questions or express views; however, no such requests were received. The facility for inspection of statutory registers by Members was also made available.
- A brief introduction of the panellists was made, including the Board of Directors, Key Managerial Personnel, Statutory Auditor, Secretarial Auditor and the Scrutinizer who attended the Meeting.
- Mr. Prakash Johari, Chairman, CEO & Managing Director, addressed the shareholders and highlighted the Company’s strong performance during FY 2024–25, its global expansion in media and technology services, and reiterated the Company’s commitment to innovation, sustainable growth, and long-term value creation.

**C. Resolutions as per the Notice dated 1<sup>st</sup> September 2025:**

**ORDINARY BUSINESS:**

1. Adoption of the Audited Standalone and Consolidated Financial Statements of the Company for the financial year ended 31<sup>st</sup> March 2025, including the Auditor's Report and Board's Report thereon.
2. Re-appointment of Mr. Prakash Johari (DIN: 01891273), who retired by rotation and being eligible, offered himself for re-appointment.

**SPECIAL BUSINESS:**

3. Re-designation of Mr. Massimo Angelo Antonio Monti (DIN: 03592779), Non-Executive Director, as an Independent Director of the Company.
4. Approval for Maxposure Limited Employee Stock Option Scheme – 2025 ("*Scheme*"), brief details of which are as under:
  - a. The Option Pool of the Scheme shall be 5,00,000 (Five Lakhs) Employee Stock Options ("*Options*") (or such other adjusted figure for any bonus, stock splits or consolidations or other reorganization of the capital structure of the Company as may be applicable from time to time) exercisable into be 5,00,000 (Five Lakhs) Equity Shares of face value Rs.10/- each.
  - b. Each Option is convertible into 1 Equity Share of the Company.
  - c. The Scheme shall be administered by the Nomination and Remuneration Committee of the Company and shall be implemented through direct route for extending the benefits to the Eligible Employees by the way of fresh allotment from the Company.
5. Approval for grant of options to Employees of Subsidiary Company, in India or outside India, of the Company under Maxposure Limited Employee Stock Option Scheme – 2025.

**D. Voting by Members:**

- The Company Secretary requested the members to cast their votes electronically on all resolutions. The e-voting window remained open for 15 minutes post conclusion of the Meeting.
- Mr. Amit Shukla, a Practising Company Secretary, was appointed as the Scrutinizer to oversee the e-voting process (remote and during the Meeting) and ensure transparency and fairness in the voting process.

**E. Results of voting (remote e-voting and voting at the meeting through electronic voting system)**

The Company will submit the consolidated voting results (remote e-voting and e-voting during the AGM) on all resolutions, along with the Scrutinizer's Report, to the National Stock Exchange of India Limited (NSE) in compliance with Regulation 44 of SEBI LODR Regulations. The same will also be uploaded on the Company's website within 48 hours of conclusion of the AGM.

The Chairman expressed gratitude to all shareholders, Board Members, Auditors, and employees for their continued support, commitment, and contributions to the Company's growth.

The Meeting concluded with a vote of thanks to the Chair at **4.49 P.M. IST**.