

SOM DISTILLERIES AND BREWERIES LIMITED

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CIN : L74899DL1993PLC052787

(BSE : 507514, NSE : SDBL)



SDBL/BSE/NSE/2025-26

12.12.2025

To,

The Manager, Listing Department, NATIONAL STOCK EXCHANGE OF INDIA LIMITED 'Exchange Plaza' C-1 , Block G, Bandra-Kurla Complex, Bandra (E), Mumbai-400 051. cmlist@nse.co.in <u>Security ID: SDBL</u>	Dy. General Manager, Department of Corporate Services, BSE LIMITED, First Floor, P.J. Towers, Dalal Street, Fort, Mumbai – 400001. corp.compliance@bseindia.com <u>Security ID: 507514</u>
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SUBJECT: - PROCEEDINGS OF THE EXTRA-ORDINARY GENERAL MEETING (EOGM) OF THE COMPANY HELD TODAY I.E. FRIDAY, DECEMBER 12, 2025 AT 12:30 P.M. THROUGH VIDEO CONFERENCE ("VC") OR OTHER AUDIO VISUAL MEANS ("OAVM").

Dear Sir/Madam,

Pursuant to Regulation 30 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (the Listing Regulations) read with Para A of Part A of Schedule III to the Listing Regulations, we are enclosing Proceedings of the Extra-Ordinary General Meeting (EOGM) of the company held today i.e. on Friday, December 12th, 2025 at 12:30 p.m. through Video Conference ("VC") or other Audio Visual means ("OAVM") for your record.

The meeting commenced at 12:30 p.m. and concluded at 1:10 p.m. (including time allowed for e-voting at EOGM).

Kindly take the above on your records.

Thanking You,
Yours Faithfully,

For Som Distilleries and Breweries Limited

Om Prakash Singh
Company Secretary & Compliance Officer

SUMMARY OF THE PROCEEDINGS OF EXTRA-ORDINARY GENERAL MEETING OF THE MEMBERS OF SOM DISTILLERIES AND BREWERIES LIMITED HELD TODAY I.E., FRIDAY, DECEMBER 12, 2025 AT 12:30 P.M. THROUGH VIDEO CONFERENCE (“VC”) OR OTHER AUDIO-VISUAL MEANS (“OAVM”),

Date, Time & Venue of the Meeting:

The Extra-Ordinary General Meeting (EOGM) of the members of Som Distilleries and Breweries Limited held today i.e., Friday, December 12, 2025 at 12:30 p.m. through Video Conference (“VC”) or Other Audio-Visual Means (“OAVM”) and concluded at 1:10 p.m. (including time provided for venue voting)

The following directors were present:

S.No.	Name of the Director	Designation
1.	Shri Nakul Kam Sethi	Whole Time Director – Elected as Chairperson of the Meeting
2.	Shri Satpal Kumar Arora	Independent Director
3.	Shri Dinesh Kumar Batra	Independent Director
4.	Shri Rajesh Kumar Dubey	Whole Time Director
5.	Shri Rajat Batra	Non - Executive Non-Independent Director

In attendance:

Sl. No.	Name of the Attendees	Designation
1	Shri Om Prakash Singh	Company Secretary
2	Shri Nitin Malviya	Chief Financial Officer
3	Shri Rahul Dewani	Statutory Auditors (AKB Jain & Co.)
5	Shri Neelesh Jain	Secretarial Auditors and Scrutinizer (N K Jain & Associates)

Proceedings in brief:

Mr. Om Prakash Singh – Company Secretary & Compliance Officer of the Company welcomed the Members to the EOGM and briefed the meeting on few points regarding participation in the meeting electronically.

Mr. Nakul Kam Sethi, Whole Time Director and also a shareholder was elected as chairman of the meeting as proposed and seconded by the other directors.

The meeting was physically/virtually attended by 50 Members. Five Directors were present at the meeting. The Secretarial Auditors/Scrutinizer also attended the meeting through video conferencing.

Thereafter, the elected Chairman Mr. Nakul Sethi welcomed all the shareholders, Directors and Auditors present at the meeting. Further, the Panelists introduce themselves with the location from where they have joined the meeting. As per Section 103 of the Companies Act, 2013, the required quorum was present, the Chairman called the meeting to order.

The Chairman then delivered his speech and thereafter Company Secretary apprised that the Statutory Registers and documents as required pursuant to the Companies Act, 2013 to be produced at the meeting were available for inspection of the members electronically.

The members were informed that pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended and Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company had extended remote E-Voting facility in respect of all businesses to be transacted at the Extra- Ordinary General Meeting to all the members holding shares as on cut-off date i.e. Friday, 5th December, 2025 and E-voting period commenced at 9:00 a.m. on Tuesday 9th December, 2025 and ended at 5:00 p.m. on Thursday 11th December, 2025.

CS Neelesh Jain (N.K. Jain & Associates - Practicing Company Secretaries) was appointed as a Scrutinizer by the Board to scrutinize the voting process in a fair and transparent manner.

With the permission of Members present, the Notice of the Extra-Ordinary General Meeting was taken as read.

The following items of business as set out in the Notice dated 14th November, 2025 convening the meeting were transacted through remote e-voting and e-voting during the EOGM.

SPECIAL BUSINESS:

Item No.1 : Approved to give Loan, Corporate Guarantee & make Investments in Woodpecker Greenagri Nutrients Private Limited (WGNPL), a Related Party in Terms of Section 185 & 186 of the Companies Act, 2013

Item No.2 : Approved entering Material Related Party Transaction with Woodpecker Greenagri Nutrients Private Limited (WGNPL), A Related Party in Terms of Regulation 23 Of Listing Regulations and Section 188 of the Companies Act, 2013

The queries raised by the registered speaker members were suitably replied / clarified by the Chairman. The chairperson also assured to consider the issues raised by the shareholders.

The outcome of the meeting will be cumulative count of the valid votes casted through Remote E-voting and E-voting during the EOGM. The Voting Results along with report thereon by the Scrutinizer will be placed on the website of the Company and National Securities Depository Limited (NSDL) and will also be intimated to National Stock Exchange of India Limited and BSE

Limited within the prescribed time permitted under law.

The Chairman and Company Secretary thanked the Members present at the meeting and with the permission of the Chairman, Company Secretary concluded the meeting.

NOTES:

- *The Company will separately intimate the results of e-voting to the Stock Exchanges.*
- *This document does not constitute minutes of the proceedings of the Extra- Ordinary General Meeting of the Company.*

Thanking You,
Yours Faithfully,

For Som Distilleries & Breweries Limited

Om Prakash Singh
Company Secretary & Compliance Officer