

HLCL/BSE/2023/  
16.09.2023

The Manager, Listing Department  
The Bombay Stock Exchange Limited,  
Corporate Relationship Department,  
1st Floor, New Trading Ring,  
Rotunda Building, P.J. Towers,  
Dalal Street, Fort, Mumbai 400 001

Security Code No. 524080

Dear Sir,

Sub: Proceedings of 38<sup>th</sup> Annual General Meeting held on 16<sup>th</sup> September 2023 pursuant to SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

Pursuant to Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, please find enclosed a summary of the proceedings of the 38<sup>th</sup> Annual General Meeting of the Company held on Saturday the 16<sup>th</sup> September 2023 at 12.30 pm (IST) at the registered office of the Company at 72-77, HSIIDC Industrial Estate, Hansi Road, Jind-126102, Haryana

Kindly take the same on your record.

Thanking you,

Yours faithfully,  
for Haryana Leather Chemicals Ltd.

Silu Nanda,  
Company Secretary  
M. No. A12872



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Security Code No. 524080

Dear Sir,

**Sub: Proceedings of the 38<sup>th</sup> (Thirty Eighth) Annual General Meeting of the Company**

We wish to inform you that we have successfully conducted the 38<sup>th</sup> Annual General Meeting of our Company on Saturday the 16<sup>th</sup> day of September, 2023 at our Regd. Office at 72-77, HSIIDC Industrial Estate, Hansi Road, Jind-126102, Haryana which started at 12.30 PM.

The brief proceedings of 38<sup>th</sup> Annual General Meeting are given below:

Mr. Pankaj Jain was elected as Chairman of the Meeting.

Taking on record the quorum being present, the Company Secretary welcomed the Chairman of the meeting and the Chairperson called the meeting to order and thereafter commenced the proceedings of the Meeting.

The Chairman also apprised that Ms. Ratnam Jain Vice President (Talent Management), Mr. Sukanto Choudhury, CFO and Ms. Silu Nanda, Company Secretary & Compliance Officer of the Company and Business Heads from the respective verticals were present at the Meeting.



The Chairperson informed that the representatives of M/s S. C. Dewan & Co., Statutory Auditors and M/s. Neeraj Gupta & Associates, Secretarial Auditors were also present at the meeting.

The notice of AGM along with the Annual Report was taken as read. The Chairman then gave a brief on the agenda of the Notice. It was further informed that Auditors' Report and Secretarial Audit Report did not contain any qualification or adverse remarks.

One Point was raised by Secretarial Auditor that the Company had received a notice from BSE for Fine levied for Non/Late compliance with Reg. 23(9) for half year ended September 2022 as per SEBI circular no. SEBI/HO/CFD/CMD/CIR/P/2020/12 dated January 22, 2020. In this regard the above said compliance was done on the next day of receiving the notice and also the penalty imposed on the Company has also been waived by the BSE.

The Chairman then gave a brief on the financials and outlook of the Company's Performance for the financial year ended March 31, 2023 and appraised the shareholders.

In accordance with provisions of Section 108 of the Companies Act, 2013, Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended by the Companies (Management and Administration) Amendment Rules, 2015 and Regulation 44 of the SEBI (LODR), Regulations, 2015 and the revised Secretarial Standard on General Meeting (SS-2) issued by ICSI, the Chairman informed the members that the Company had provided members facility to exercise their right to vote on resolutions set out in the Notice dated 28.07.2023 by e-Voting Services through NSDL. The remote e-voting period commenced on Wednesday the 13<sup>th</sup> September, 2023 (10:00 a.m.) and ends on Friday the 15<sup>th</sup> September, 2023 (05:00 p.m.).

The members were informed that the Company has arranged for E-voting on Three (3) resolutions as detailed below for the members who have casted votes through the facility of e-voting.

The Chairman informed the members that Mr. Manoj Gupta, Practising Company Secretary was appointed as the Scrutinizer for the e-voting and e-voting process. The Company Secretary then explained the E-voting process to the members present and informed the



members that those who have already exercised the facility of Remote e-voting cannot participate in the E-voting process again and hence, should refrain from voting.

The members were informed that the Company had also provided voting facility to the shareholders present at the AGM and who had not cast their vote earlier through remote e-voting facility to cast their vote in the Ballot Box kept there.

Thereafter, the Company Secretary requested the members for an orderly conduct of voting at the venue and called out the speakers to give their feedback or views or ask questions, as may suffice.

Subsequently, the following items of business as set out in the Notice convening the 38th Annual General Meeting were recommended for members' voting in a fair and transparent manner:

1. The Audited Balance Sheet of the Company as on 31.03.2023 and the statement of profit and loss account for the year ended and other annexure as on that date together with the reports of Auditors and Directors thereon were received, considered and adopted-**Ordinary Resolution.**
2. To declare a Dividend on Equity Shares -**Ordinary Resolution.**
3. To consider appointing a Director in place of Mrs. Sippy Jain (DIN: 03189151), who retires by rotation and being eligible, offers herself for re-appointment -**Ordinary Resolution.**

All the above resolutions were approved by the members present at the meeting and the shareholders happily declared the dividend @ Rs. 1/- per share.

The Company Secretary further informed the members that the voting results shall be submitted to Stock Exchanges (BSE Limited) in the format prescribed under Regulation 44(3) of SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015 within the prescribed time period, after the scrutinizer's report as received by the Company and the same shall be uploaded on the website of the Company at [www.leatherchem.com](http://www.leatherchem.com) and also on the website of the Stock Exchange where the shares of the Company are listed, i.e., [www.bseindia.com](http://www.bseindia.com) to the extent allowed and permissible by stock exchanges.



Upon invitation from the Chairperson, Members who were present in the meeting were invited one by one to ask questions or express their views.

The Chairperson responded to the queries of the Members and provided clarifications. As there was no further query by anyone in the meeting, the Chairman thanked the members for attending and participating the 38th Annual General Meeting of the Company.

Thereafter, the meeting was concluded at 02:45 P.M. with a vote of thanks to the Chairman.

You are requested to take the aforesaid information on records.

Thanking you,

Yours faithfully,  
for Haryana Leather Chemicals Ltd.

Silu Nanda,  
Company Secretary  
M. No. A12872

