

August 10, 2021

To,  
BSE Limited,  
2<sup>nd</sup> Floor, P. J. Towers,  
Dalal Street,  
Mumbai – 400 001  
(Scrip Code: 532687)

National Stock Exchange of India Ltd.,  
Exchange Plaza,  
Bandra Kurla Complex,  
Bandra East, Mumbai – 400 051  
(Scrip Symbol – REPRO)

Dear Sir/Madam,

**Sub: Schedule III, Part A, Para A(13) under Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 - Proceedings of the 28<sup>th</sup> Annual General Meeting of the Company held on August 10, 2021**

This is to inform you that 28<sup>th</sup> Annual General Meeting of the members of the Company was held on Tuesday, August 10, 2021 at 12.30 p.m. through Video Conferencing ("VC")/ Other Audio Visual Means ("OAVM"). The meeting was held in compliance with the General Circular issued by the Ministry of Corporate Affairs ("MCA") and Securities and Exchange Board of India ("SEBI") and as per applicable provisions of Companies Act, 2013 and Rules made thereunder. The proceedings of the meeting are enclosed herewith.

You are requested to kindly take above information on your records.

Thanking you,

Yours faithfully,  
For **Repro India Limited**,



**Kajal Damania**  
**Company Secretary & Compliance Officer**

Encl: As above.

**Proceedings of the 28<sup>th</sup> Annual General Meeting of the Company held on August 10, 2021**

The 28<sup>th</sup> Annual General Meeting (AGM) of the Members of the Company was held on Tuesday, August 10, 2021 at 12.30 p.m. through Video Conferencing ("VC")/ Other Audio Visual Means ("OAVM"). The meeting was held in compliance with the General Circular issued by the Ministry of Corporate Affairs ("MCA") and Securities and Exchange Board of India ("SEBI") and as per applicable provisions of Companies Act, 2013 and Rules made thereunder.

**Directors Present:**

Mr. Vinod Vohra	Chairman of the Board
Mr. Sanjeev Vohra	Managing Director
Mr. Mukesh Dhruve	Executive Director and CFO
Mr. Rajeev Vohra	Executive Director
Ms. Bhumika Batra	Non-Executive Independent Director (Chairman - Stakeholders Relationship Committee and Nomination & Remuneration Committee)
Mr. Dushyant Mehta	Non-Executive Independent Director
Mrs. Mahalakshmi Ramadorai	Non-Executive Independent Director (Chairman - Corporate Social Responsibility Committee)
Mr. Sanjay Asher	Non-Executive Independent Director
Mr. Ullal R. Bhat	Non-Executive Independent Director (Chairman - Audit Committee)

Mr. Vinod Vohra, Chairman of the Board, chaired the proceedings of the Meeting and welcomed the Members.

Chairman informed that the proceedings of the meeting were recorded.

The Chairman introduced the Directors and the invitees present at the meeting.

As the requisite quorum was present, the Chairman called the meeting to order.

The Chairman also informed that Company Secretary, Partner and Representative of Statutory Auditors, Secretarial Auditors and Scrutinizer were present through Video Conference.

The Chairman thereafter provided necessary statutory information regarding the AGM held through VC/OAVM.

The Chairman informed the proceeding of this Annual General Meeting is being conducted in accordance with the circulars issued by the Ministry of Corporate Affairs ("MCA") and Securities and Exchange Board of India (SEBI). The Chairman informed that the Company had tied up with National Securities Depositories Limited (NSDL) to provide facility for voting through remote e-voting, e-voting during the AGM and participation in the AGM through VC / OAVM facility.

He further informed that subsequent to the MCA circular, the facility to appoint proxy to attend and cast vote for the members was not available for this AGM. However, the body corporate was entitled to appoint authorized representatives to attend the AGM through VC, other audio/video means and participate and cast their votes through e-voting.

The Chairman informed that the Registered Office of the Company situated at Lower Parel, Mumbai (Maharashtra) was the deemed venue for this AGM and proceedings of the AGM deemed to be made there at.

He informed that on account of the threat posed by COVID-19 and in terms of the MCA and the SEBI Circular, the Company had sent the AGM Notice along with the Annual Report for the financial year 2020-21, in electronic form to those Members whose e-mail addresses are registered with the Company/Depositories.

Further, the Statutory Registers and all other inspection documents related to the agenda items of AGM were made available at the request of the members made through an email at [investor@reproindia ltd.com](mailto:investor@reproindia ltd.com) for inspection of Members.

The Chairman informed that the Notice of AGM along with the Annual Report of the Company for the financial year 2020-2021 were already circulated via email to the Shareholders and the same be taken as read with the permission of Shareholders. The Statutory Auditors Report for the year ended March 31, 2021 did not contain any qualifications, comments or observations on financial transactions nor it highlights any matter, which would have had any adverse effect on the functioning of the Company during the financial year 2020-21. Hence the said Auditor's report was taken as read.

As provided in the AGM Notice the shareholders were requested to submit in advance their queries / clarifications in writing by email to the Company's e-mail address at [investor@reproindia ltd.com](mailto:investor@reproindia ltd.com).

The Chairman requested Mr. Mukesh Dhruve to initiate the query and answer session. All the queries of the shareholders and necessary clarifications were addressed by Mr. Mukesh Dhruve.

The Chairman expressed his gratitude to all the Stakeholders for their unrelenting dedication, support and commitment to the Company.

The Chairman then took up the following resolutions as set out in the Notice of the 28<sup>th</sup> AGM:

Sr. No.	Details of the Resolution	Resolution (Ordinary / Special)
1	Adoption of the Audited (Standalone and Consolidated) Financial Statements for the year ended March 31, 2021 together with the Reports of the Board of Directors and Auditors thereon.	Ordinary Resolution
2	Re-appointment of Mr. Rajeev Vohra (DIN: 00112001), who retires by rotation and being eligible, seeks re-appointment.	Ordinary Resolution

The Chairman informed that as the meeting was held through VC facility and resolutions are put to vote only through e-voting, the practice of proposing and seconding of resolutions was not being followed.

Thereafter, the Chairman continued the proceedings and informed the Members that pursuant to the provisions of the Companies Act, 2013 and the Rules made thereunder and the Listing Regulations, the Company had provided electronic voting facility (remote e-voting) to the members to cast their votes electronically on all resolutions set out in the Notice of 28<sup>th</sup> AGM. He further informed that the remote e-voting commenced on Saturday, August 7, 2021 at 09.00 a.m. and concluded on Monday, August 9, 2021 at 05.00 p.m.

Further, members were informed that the e-voting would remain open for a further period of 15 minutes to enable those members who were present during the Annual General Meeting but could not cast their votes prior to the AGM. The e-voting module was disabled by NSDL thereafter.

The Company had appointed Mr. Dinesh Deora, Practising Company Secretary, as the Scrutinizer for the purpose of scrutinizing the process of remote e -voting held prior and e-voting during the AGM.

Thereafter, the Chairman announced for voting to be taken electronically (e-voting) and requested Mr. Dinesh Deora, Practising Company Secretary, the Scrutinizer for the orderly conduct of the voting.

He further informed the Members that the e-voting results along with the consolidated Scrutinizer's Report shall be intimated to the Stock Exchanges and also be placed on the website of the Company, NSDL and Stock Exchanges within the stipulated time.

The Chairman thanked the members for attending the AGM and declared the meeting as concluded.

The meeting concluded at 01.17 p.m. after being open for 15 minutes for e-voting to be completed.

Post completion of the Annual General Meeting, after scrutiny of votes the Scrutinizer submitted his Report. As per the report submitted by the Scrutinizer considering the consolidated results of the remote e-voting held prior and e-voting during the AGM, all resolutions (Ordinary) embodied in the Notice of Annual General Meeting dated June 29, 2021 were passed with requisite majority.