

Date: 26th September, 2023

To,
General Manager,
Listing Operations,
BSE Limited,
Phiroze Jeejeebhoy Towers,
Dalal Street,
Mumbai - 400 001.

Reg: Security Code No. 516038

Script Name: SOMAPPR

Dear Sir/Ma'am,

Ref: Regulation 30 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (the "Listing Regulations").

Sub: Summary of the proceedings of the 32nd Annual General Meeting (the "32nd AGM") of the members of Soma Papers And Industries Limited (the "Company") held on Tuesday, 26th September, 2023.

In compliance with the applicable provisions of the Companies Act, 2013 and the rules made thereunder, read with the Ministry of Corporate Affairs (MCA) General Circular No. 20/2020 dated May 5, 2020, Circular Nos. 14/2020 and 17/2020 dated 8th April, 2020 and 13th April, 2020 respectively, Circular No. 02/2021 dated 13th January, 2021 and the latest being 10/2022 dated December 28, 2022 and the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (the "Listing Regulations") read with the Securities and Exchange Board of India Circular No. SEBI/HO/CFD/CMD1/CIR/P/2020/79 dated 12th May, 2020 and SEBI/HO/CFD/CMD2/CIR/P/2021/11 dated 15th January, 2021, the 32nd AGM of the Company was held on Tuesday, 26th September, 2023 at 11:00 A.M. through Video Conferencing (VC) / Other Audio Visual Means (OAVM), to transact the business as stated in the Notice convening the AGM.

Registered Office: 3rd Floor, Indian Mercantile Chambers, 14 Ramji Kamani Marg, Ballard Estate, Mumbai 400001 | T: (022) 22626262 | E: contactus@somapapers.in

CIN: L21093MH1991PLCo64085 | PAN: AAACS6835Q | TAN: NSKS01833G
BSE Script Code: 516038 | ISIN: INE737E01011





In terms of Regulation 30 and Paragraph A of Part-A of Schedule III of the Listing Regulations, 2015, a summary of proceedings of the 32nd Annual General Meeting of the Company is enclosed herewith.

Kindly take the same on record.

Thanking you,

Yours faithfully,

For Soma Papers and Industries Limited

Gourav Gupta
Company Secretary & Compliance Officer
Membership No. A-66365

Encl.: As above.

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Summary of proceedings of 32nd Annual General Meeting

The 32nd Annual General Meeting (AGM) of the Members of **SOMA PAPERS AND INDUSTRIES LIMITED** was held on Tuesday, 26th September, 2023 at 11:00 A.M. through Video Conferencing ("VC") / Other Audio Visual Means ("OAVM") in compliance with the applicable provisions of the Companies Act, 2013 and the rules made thereunder, read with the Ministry of Corporate Affairs (MCA) General Circular No. 20/2020 dated 5th May, 2020, Circular Nos. 14/2020 and 17/2020 dated 8th April, 2020 and 13th April, 2020 respectively, Circular No. 02/2021 dated 13th January, 2021 and the latest being 10/2022 dated December 28, 2022 and the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (the "Listing Regulations") read with Securities and Exchange Board of India Circular No. SEBI/HO/CFD/CMD1/CIR/P/2020/79 dated 12th May, 2020 and SEBI/HO/CFD/CMD2/CIR/P/2021/11 dated 15th January, 2021 (collectively referred as "relevant circulars"). The Meeting commenced at 11:00 A.M. and concluded at 11:15 A.M.

After ascertaining that the requisite number of members was present through VC/OAVM, the Chairman of the Company presided over the Meeting and welcomed all the members.

The Chairman informed that the Meeting was held through VC/OAVM in compliance with the circulars issued by the Ministry of Corporate Affairs, Government of India and Securities and Exchange Board of India.

The Registers as required under the Companies Act, 2013 and other relevant documents mentioned in the Notice were available for electronic inspection. Since, there was no physical attendance of Members and in compliance with the relevant circulars, the requirement of appointing proxies was not applicable, except for the authorized representatives of corporate shareholders.

Thereafter, he introduced all the Directors & KMPs present in the meeting including the Chairman of Audit Committee, Nomination & Remuneration Committee and Stakeholders Relationship Committee and the Secretarial Auditor, GMJ & Associates, Company Secretaries and representative of the Statutory Auditors, M/s. GMJ & Co., Chartered Accountants. The Chairman then delivered his speech.

With the consent of the shareholders, the Notice convening the AGM was taken as read.

In accordance with the provisions of the Companies Act, 2013 and SEBI Listing Regulations, the Members have been provided the facility to exercise their right to vote by electronic means, either through remote e-voting or by e-voting during the AGM.

The Chairman informed that members joining the meeting through video conferencing, who have not cast their vote by remote e-voting, may vote through e-voting facility provided by NSDL at the AGM. The Members who have cast their vote by remote e-voting prior to the AGM shall not be entitled to cast their vote again. The Members were provided the facility of remote e-voting to the Members through National Securities Depository Limited (“NSDL”) in respect of all the items to be transacted at this AGM. The e-voting period commenced on Saturday, 23rd September, 2023, at 09:00 A.M. and ended on Monday, 25th September, 2023, at 05:00 P.M.

Members, who have already voted through remote e-voting process, shall not be debarred from participation in the meeting, but he/she shall not be entitled to vote again in the meeting and the vote(s) cast by him/her through remote e-voting shall be treated as final.

The members were informed that Shri. Prabhat Maheshwari of GMJ & Associates, Company Secretaries has been appointed as Scrutinizer to conduct the process in a fair and transparent manner. The results of the remote e-voting and e-voting during the AGM will be declared within 48 working hours of the conclusion of the AGM. The Results will be filed with the Stock Exchange and shall also uploaded on the website of the company

The Chairman then informed the Members that the Company had given an option to the shareholders of the Company to register themselves for speaking at the AGM by sending an email to the Company. However the company has not received any email.

The Chairman thanked the Members for attending and participating in the 32nd AGM. He also thanked the Directors for joining the Meeting virtually. The e-voting facility was kept open for the next 15 minutes to enable the Members to cast their vote. Upon completion of the e-voting process the meeting was declared as concluded.

The following items of business as set out in the Notice calling 32nd AGM were declared passed with requisite majority as detailed below except item no. 7:

| Item No. | Resolution Required | Resolution | Mode of Voting |
|----------|---------------------|--|---|
| 1. | Ordinary | Adoption of the Audited Financial Statements of the Company for the financial year ended 31 st March, 2023 including the Audited Balance Sheet as at 31 st March, 2023, the Statement of Profit and Loss and the Cash Flow Statement for the year ended on that date together with the Reports of the Board of Directors and Statutory Auditors thereon. | Remote e-voting, and through e-voting during the AGM. |
| 2. | Ordinary | Appointment of a Director in place of Mrs. Saraswati Somani, (DIN: 00286741) , who retires by rotation and being eligible offers himself for re-appointment. | Remote e-voting, and through e-voting during the AGM. |
| 3. | Ordinary | Re-appoint M/s. GMJ & Co, Chartered Accountants, Mumbai as Statutory Auditors of the Company. | Remote e-voting, and through e-voting during the AGM. |
| 4. | Special | Re-appointment of Mr. Bharat Somani as Managing Director of the Company for a period of 5 years commencing from 22 nd March, 2024. | Remote e-voting, and through e-voting during the AGM. |
| 5. | Special | Appointment of Mr. Dharmesh Shantilal Shah (DIN: 01000335) as an Independent Director of the Company w.e.f 22 nd March, 2024. | Remote e-voting, and through e-voting during the AGM. |
| 6. | Special | Appointment of Mr. Ashish Prakashchandra Gupta (DIN: 07466821) as an Independent Director of the Company w.e.f 22 nd March, 2024. | Remote e-voting, and through e-voting during the AGM. |
| 7. | Special | Adoption of new Memorandum of Association as per the Companies Act, | This resolution was inadvertently |

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| | | 2013 | omitted/placed during the submission process on NSDL Website for remote e-voting and voting during the AGM. |
| 8. | Special | Amendment of main objects in the memorandum of association of the company | Remote e-voting, and through e-voting during the AGM. |
| 9. | Special | Appointment of Mr. G. Shivashankar Reddy (din: 10039853) as an independent director of the company. | Remote e-voting, and through e-voting during the AGM. |

Thanking you,

Yours faithfully,

For Soma Papers and Industries Limited

Gourav Gupta
Company Secretary & Compliance Officer
Membership No. A-66365