



<b>To,</b> <b>Bombay Stock Exchange Limited</b> Listing Department, P J Towers, Dalal Street, Mumbai - 400 001 Scrip Code: <b>500366</b>	<b>National Stock Exchange of India Limited</b> Exchange Plaza, Block G, C-1, Bandra Kurla Complex, Bandra (East), Mumbai - 400 051 Symbol: <b>ROLTA</b>
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Date: December 31, 2021

Dear Sir / Madam,

**Sub: Proceedings of the 31<sup>st</sup> Annual General Meeting of Rolta India Limited**

In terms of Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements), Regulations, 2015, the Company submits herewith, brief proceedings of 31<sup>st</sup> Annual General Meeting (AGM) of Rolta India Limited held today i.e. Friday, December 31, 2021 held through Video Conferencing ('VC')/ Other Audio Visual Means ('OAVM') facility.

Request you to take the above in your record and oblige.

Thanking you,

**For Rolta India Limited**

**Hetal Vichhi**  
**Company Secretary & Compliance Officer**

Encl.: Proceedings of the 31<sup>st</sup> AGM

**ROLTA INDIA LIMITED**



<b>To,</b> <b>Bombay Stock Exchange Limited</b> Listing Department, P J Towers, Dalal Street, Mumbai - 400 001 Scrip Code: <b>500366</b>	<b>National Stock Exchange of India Limited</b> Exchange Plaza, Block G, C-1, Bandra Kurla Complex, Bandra (East), Mumbai - 400 051 Symbol: <b>ROLTA</b>
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Date: December 31 , 2021

Dear Sir / Madam,

**Sub: Proceedings of the 31<sup>st</sup> Annual General Meeting of Rolta India Limited held on Friday, December 31, 2021 through Video Conferencing / Other Audio-Visual Means**

Pursuant to Regulation 30 read with Para A of Part A of Schedule III of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('Listing Regulations'), it is hereby informed that the 31<sup>st</sup> Annual General Meeting (AGM) of the Company was duly held on Friday, December 31, 2021 at 12.30 PM (IST) through Video Conferencing (VC) / Other Audio Visual Means (OAVM) in compliance with the Circular Nos. 14/2020 dated 8<sup>th</sup> April 2020, 17/2020 dated 13<sup>th</sup> April 2020 and 20/2020 dated 5<sup>th</sup> May 2020, and Circular No. 02/2021 dated January 13, 2021 issued by the Ministry of Corporate Affairs and Circular dated 12<sup>th</sup> May 2020 issued by the Securities and Exchange Board of India ('SEBI') and as per the applicable provisions of the Companies Act, 2013 read with the relevant rules made thereunder and the proceedings of the same are given hereunder:

The following Directors and KMP's were present through Video Conferencing/ Other Audio-Visual Means:

1. Mr. Kamal K. Singh, Chairman & Managing Director of the Company & Chairman of Corporate Social Responsibility Committee;
2. Ms. Homai A. Daruwalla, Non-Executive Independent Director & Chairperson of the Audit Committee;
3. Mr. Ramnath Pradeep, Non-Executive Independent Director & Chairman of the Nomination & Remuneration Committee and Stakeholders Relationship Committee;
4. Mr. Ramdas B. Gupta, Non-Executive Independent Director;
5. Lt. Gen. Kaiwalya T. Parnaik (Retd.), Joint Managing Director
6. Mr. Sateesh Dasari, Additional Director
7. Mr. Dinesh Kapadia, Chief Financial Officer,
8. Ms. Hetal Vichhi, Company Secretary & Compliance Officer

**ROLTA INDIA LIMITED**

M/s. J Kala & Associates, Chartered Accountants, the Statutory Auditors of the Company and M/s. C.B. Jain & Associates, the Secretarial Auditor & Scrutinizer also participated in the meeting virtually.

Mr. Kamal K. Singh (DIN: 00260977), Chairman & Managing Director of the Company, Chaired the 31<sup>st</sup> Annual General Meeting and welcomed the members to the Thirty First Annual General Meeting of the Company. Requisite quorum in accordance with Section 103 of the Companies Act, 2013 being present, the Chairman then called the 31<sup>st</sup> Annual General Meeting to order and proceeded to conduct the meeting.

The Chairman then introduced the Directors present at the 31<sup>st</sup> Annual General Meeting and informed that the Statutory Auditor and the Secretarial Auditor were present at the meeting virtually.

Chairman informed the members that in view of the ongoing travel restrictions and the social distancing norms implemented due to prolonged and ongoing impact of COVID-19 due to new variants of virus that are causing continued impact globally, the meeting was being conducted through video conferencing facility in accordance with the framework issued by the Ministry of Corporate Affairs ('MCA') & SEBI. He further informed that the Company had availed such facility provided by National Securities Depository Limited for holding the AGM through VC / OAVM and for remote e-voting as well as e-voting at the time of AGM.

The Chairman also informed that the Registers as required under the Companies Act, 2013 has been made available electronically for inspection by the members during the AGM.

The Chairman delivered his speech and commenced the formal agenda of the 31<sup>st</sup> AGM and with the consent of the members present electronically. The notice convening the 31<sup>st</sup> Annual General Meeting, the Board's Report along with the annexures thereto and with the Annual Accounts for financial year ended March 31, 2021 including Independent Auditor's Report & Secretarial Audit Report were taken as read.

Thereafter, the following items of business as mentioned in the Notice of the 31<sup>st</sup> Annual General Meeting dated December 08, 2021 were transacted at the meeting.

#### **Ordinary Business:**

1. Adoption of the Audited Standalone and Consolidated Financial Statements of the Company for the financial year ended March 31, 2021 together with the Reports of the Board of Directors and Auditors thereon as an **Ordinary Resolution**.
2. Appointment of a Director in place of Lt. Gen. K. T. Parnaik (Retd.) (Din: 07129253), who retires by rotation, and being eligible, has offered himself for re-appointment as an **Ordinary Resolution**.

The Chairman thereafter informed that the Company had provided the members with the facility to cast their vote on all the resolutions as set out in the Notice of AGM through the remote e-voting system administered by National Securities Depository Limited during the period commenced from Tuesday, December 28, 2021 from 09:00 a.m. and concluded on Thursday, December 31, 2020, at 05:00 p.m.

He further informed that the facility for voting electronically at the meeting was also provided to members present in the meeting and who had not cast their votes through remote e-voting. As stated in the notice of the 31<sup>st</sup> AGM members were informed that the e-voting facility on the platform of National Securities Depository Limited would remain open upto conclusion of the e-AGM to enable those shareholders who had not cast their vote on the resolutions set out in the Notice of the 31<sup>st</sup> AGM.

The Chairman then invited the shareholders who had registered themselves as speakers to ask questions or express their views through video conferencing facility. The Chairman subsequently clarified all the queries raised by the members satisfactorily.

He further stated that M/s. C.B. Jain & Associates, Company Secretary in Practice, Mumbai has been appointed as the Scrutinizer for the e-voting process.

The Chairman also informed that the Results would be declared, after considering both, Remote e-voting and e-voting during the meeting, within 48 hours days from conclusion of 31<sup>st</sup> AGM. The consolidated Scrutinizers' Report & Voting Results will be intimated to the Stock Exchanges and will also be made available on the website of the Company as well as National Securities Depository Limited.

The Chairman thanked the members present and concluded the Meeting at 01:20 p.m.

Request you to take the above in your record and oblige.

Thanking you,

**For Rolta India Limited**



**Hetal Vichhi**  
**Company Secretary & Compliance Officer**