

To,

National Stock Exchange of India Limited
Manager-Listing
Exchange Plaza,
Bandra Kurla Complex, Bandra (East)
Mumbai – 400 051
Tel. No. 022-2659 8237/38
Symbol: COFFEEDAY

BSE Limited
General Manager- DSC
Phiroze Jeejeebhoy Towers,
Dalal Street, Fort,
Mumbai – 400 001
Tel No. 022-2272 2039
Scrip Code:539436

Dear Sir/Madam,

Date: 31st December 2020

Sub: Proceedings of 12th Annual General Meeting of Coffee Day Enterprises Limited.

We wish to inform you that in terms of the General Circular Nos. 14/2020 dated April 08, 2020, 17/2020 dated April 13, 2020 and 20/2020 dated May 05, 2020 issued by the Ministry of Corporate Affairs (“MCA”) and in compliance with the provisions of the Companies Act, 2013 (“the Act”) and Rules made thereunder and the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“Listing Regulations”), the 12th Annual General Meeting (“AGM”) of the Company was held today Thursday December 31, 2020 at 12.00 P.M. (IST) through Video Conferencing (“VC”)/ Other Audio Visual Means (“OAVM”), without the physical presence of the Members at a common venue to transact the business as stated in the Notice dated December 07, 2020, convening the AGM. The proceedings of the AGM is deemed to be conducted at the Registered Office of the Company which is the deemed venue of the Meeting.

Pursuant to Regulation 30 read with Schedule III -Part A -Para A of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, please find enclosed proceedings of the AGM.

It may please be noted that the voting results along with the Report of Scrutinizer will be submitted separately to the Stock Exchanges in the format specified under Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

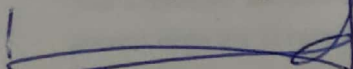
A copy of the combined Scrutinizer’s Report on remote e-voting of the AGM will also be made available on the website of the Company www.coffeeday.com immediately upon filing the same with Stock Exchanges.

Kindly take the same on record.

Thank you,

Yours sincerely,

For Coffee Day Enterprises Limited


Sadananda Poojary

Company Secretary & Compliance Officer

Proceedings of the 12th Annual General Meeting

The 12th Annual General Meeting (“AGM”) of Coffee Day Enterprises Limited (“the Company”) was held on Thursday, December 31, 2020, at 12:00 p.m. (IST) through Video Conferencing (“VC”)/ Other Audio Visual Means (“OAVM”), without the physical presence of the Members at a common venue. The Company, while conducting the Meeting, adhered to the Circulars issued by the Ministry of Corporate Affairs (“MCA”), the Securities and Exchange Board of India (“SEBI”) and other social distancing norms in view of the challenges and risk faced due to the ongoing Corona Virus (Covid-19) pandemic.

In accordance with the Secretarial Standard on General Meetings (“SS-2”) issued by the Institute of Company Secretaries of India (“ICSI”) read with Guidance/Clarification dated April 15, 2020 issued by the ICSI, the proceedings of the AGM were deemed to be conducted at the Registered Office of the Company which was the deemed Venue of the AGM.

Mr. Sadananda Poojary, Company Secretary & Compliance Officer of the Company the 12th Annual General Meeting welcomed all the members, Directors, Sr. Management team, Auditors and all other participants to the 12th Annual General meeting Company and thanked everyone for taking time to attend the meeting. Mr. Sadananda Poojary, Company Secretary & Compliance Officer confirmed the minimum quorum was present at the AGM as per section 103 of the Companies Act, 2013.

Mr. S. V. Ranganath, Interim Chairman & Independent Director, Called the meeting to the order after confirming the presence of minimum quorum to the AGM.

Mr. S. V.Ranganth, introduced the Board of Directors including Senior Management

1. Mrs. Malavika Hegde- Whole time Director,
2. Mr Albert Hieronimus- Independent Director,
3. Mrs. Vasudhara Devi- Independent Woman Director,
4. Mr. Giri Devnur-Independent Director,
5. Mr K R Mohan-Independent Director,
6. Mr. R. Ram Mohan, Chief Financial Officer,
7. Mr. Sadananda Poojary, Company Secretary,
8. Mr. Jayaraj Hubli, Whole time Director and Chief Financial Officer of Coffee Day global Limited
9. Mr. D. Shankarnarayan, Executive Director of the Company

to the members who have attended the AGM.

The Chairman also introduced Statutory Auditors M/s Venkatesh & Co. and Secretarial Auditor Mr. Harshavardhan Boratti to the members who attended the meeting.

Mr. Sadananda Poojary, Company Secretary called upon Chairman Mr. S.V.Ranganath to deliver his speech.

Mr. S.V.Ranganath, Interim Chairman & Independent Director delivered the chairman’s speech detailing the key financial Highlights and future road map of the company.

After the chairman’s Speech, the Board allowed the registered member speakers to speak, out of which 6 members spoke and raised their queries.

Mr. S.V.Ranganath, the Chairman made sure to answer all the questions raised by the shareholders.



The Company Secretary also informed that the Members who attended the AGM through VC/OAVM facility and had not cast their votes through Remote E-Voting facility were provided an opportunity to cast their votes through the NSDL e-Voting system.

The Board of Directors had appointed Mr. Harashvardhan Boratti, Practicing Company Secretary, Bangalore as the Scrutinizer to scrutinize the e-voting process (remote e-voting and voting at the AGM) in a fair and transparent manner.

It was further informed that the Statutory Auditors have given disclaimer in audit report which is attached to the Annual Report of the company and also Secretarial Auditor has given qualification in their report which is a part of the Directors Report. The Notice of the AGM, Report of Board of Directors and the Auditors' Report and Secretarial Audit Report were taken as read.

The following items of business, as per the Notice of the AGM dated December 7, 2020, were transacted at the meeting:

ORDINARY BUSINESS

Item No. 1 of the Notice to be passed as ordinary resolution, relating to receive, consider and adopt the Audited Financial Statements (including the Audited Consolidated Financial Statements) of the Company for the financial year ended March 31, 2020, and the Reports of the Board of Directors ("Board") and the Auditors thereon.

Item No. 2 of the Notice, to be passed as ordinary resolution, relating to reappoint a director in place of Mrs. Malavika Hegde who retires by rotation and being eligible offers herself for re-appointment

Item No. 3 of the Notice, to be passed as ordinary resolution Appointment of M/s. Venkatesh & Co., as Statutory Auditors of the Company as an Ordinary Resolution.

Item No. 4: Appointment of Mrs. Malavika Hegde (DIN: 00136524) as a Whole-time Director of the Company as an Ordinary Resolution.

Item No.5: Re-appointment of Mr. Albert Josef Hieronimus (DIN: 00063759) as Independent Director of the Company as a Special Resolution.

Item No 6: Appointment of Mrs. C. H. Vasundhara Devi (DIN: 07789047) as Woman Independent Director of the Company as a Special Resolution

Item No 7: Appointment of Mr. Giri Devanur (DIN: 00125603) as Independent Director of the Company as a Special Resolution.

Item No 8: Appointment of Mr. Mohan Raghavendra Kondi (DIN: 01718628) as Independent Director of the Company as a Special Resolution.

The Chairman authorized Company Secretary to receive the Scrutinizer's report on E-Voting and also to counter-sign the Scrutinizer's Report and to declare the results of voting within 48 hours of conclusion of the AGM. The Scrutinizer's Report will be placed on the Company's website www.coffeeday.com and on the website of NSDL at <https://www.evoting.nsdl.com> along with the voting results of Members and the same will also be communicated to the National Stock Exchange of India Limited and BSE Limited.

The AGM commenced at 12.00 P.M. and concluded at 2.00 P.M. (including the time allowed for voting at the AGM).

The Chairman then informed that NSDL e-Voting system active for the Members attending the AGM who had not cast their votes by Remote E-voting.

The Chairman thanked all the members present at the AGM.

Meeting concluded with the vote of thanks which was proposed by Mr. Sadananda Poojary, Company Secretary of the Company.

For **Coffee Day Enterprises Limited**


Sadananda Poojary

Company Secretary & Compliance Officer