



Scooters India Limited

(A Government of India Enterprises)

Bag No. 23, GPO, Sarojini Nagar, Lucknow – 226008 Uttar Pradesh, India

Corporate Identity No. L25111UP1972GOI003599

Telephone No. 0522-2476242, 0522-2476200 Fax No. 0522-2476190

E-mail: cs@scootersindia.com Website: www.scootersindia.com

December 29, 2021

To,
BSE Limited
PJ Towers, Dalal Street,
Mumbai-400 001

Sub.: Proceedings of 49th Annual General Meeting of the Company

Dear Sir,

In reference to our notice dated November 11, 2021, the 49th Annual General Meeting of the Company was held on December 29, 2021 and the business as mentioned in the Notice of the meeting was transacted.

In this regard, please find enclosed to this letter proceedings of 49th Annual General Meeting of the Company as required pursuant to the requirement of Regulation 30 read with Schedule III Part A of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

The Company will file separately e-voting results pursuant to the provisions of Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

Kindly take the aforesaid disclosure on your records.

Thanking you,
For Scooters India Limited

Rupesh Telang
Chairman & Managing Director
DIN - 09218342

Encl.: as above



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PROCEEDINGS OF THE 49TH ANNUAL GENERAL MEETING OF SCOOTERS INDIA LIMITED HELD ON WEDNESDAY, THE 29TH DAY OF DECEMBER, 2021 AT 10.30 AM AND ENDED AT 11:45 A.M AT THE REGISTERED OFFICE OF THE COMPANY AT SAROJINI NAGAR LUCKNOW – 226 008 THROUGH VIDEO CONFERENCING MODE

The 49th Annual General Meeting (AGM) of the members of M/s Scooters India Limited (the Company) was held on Wednesday, December 29, 2021 at the registered office of the Company situated at Sarojini Nagar, Lucknow-226 008, Uttar Pradesh, India, through video conferencing mode, in accordance with the Companies Act 2013 and circulars issued by the Ministry of Corporate Affairs and SEBI. The meeting commenced at 10:30 AM (IST) and ended at 11:45 AM. Facility for joining this meeting through video conference or other audio-visual means is made available to 1000 members on a first-come-first-served basis.

Shri Rupesh Telang, CMD took the Chair in accordance with the provisions of the Companies Act, 2013 and welcomed all the persons attending 48th Annual general meeting.

The meeting was attended by Shri Rupesh Telang, CMD, Shri Mukesh Kumar, Director (Finance), Shri Rama Kant Singh, GOI Nominee Director, Shri M Pratap Singh, Independent Director, Mrs. Rakesh Sharma, Independent Director, Shri Raj Kumar, Independent Director, Shri Kamal Ferwani, Statutory Auditors, Shri Amit Gupta, Secretarial Auditor & Scrutniser, other stakeholders and members.

On confirmation that the requisite quorum for the meeting is present, the Chairman called the meeting to order.

With the consent of the members present, the notice dated November 11, 2021 convening the 49th Annual general meeting of the Company together with the Directors' Report for the financial year ended at 31 March 2021, as previously circulated was taken as read.

The Auditor's Report as submitted by M/s Asija & Associates, LLP, Chartered Accountants, was read by Mr. R S Tiwari, CFO.

The statutory registers of the Company were made available through virtual data room facility during the meeting in accordance with the requirement of the Companies Act, 2013, and remained open and accessible during the continuance of the meeting to all persons attending the meeting.



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The Chairman further informed the members that pursuant to the provisions of section 108 of Companies Act, 2013 read with rule 20 of the companies (Management and Administration) Rules, 2014, the company has extended the e-voting facility to the members of the company in respect of businesses to be transacted at the 49th Annual General Meeting. The Company has offered facility of e-voting from December 26, 2021 at 10:00 hrs. and ended on December 28, 2021 at 17:00 hrs. Further e-voting facility was provided during the meeting also and was closed 15 minutes after closure of the meeting. Mr. Amit Gupta of M/s. Amit Gupta & Associates, Practicing Company Secretaries was appointed as scrutinizer by the Board for scrutinizing the e-voting process.

The report was submitted by him after conclusion of the meeting and the result was declared by the Chairman, based on his report.

The business of the meeting as per agenda circulated with notice was thereafter taken up item wise.

1. ADOPTION OF ANNUAL ACCOUNTS FOR THE YEAR ENDED 31 MARCH 2021 (ORDINARY RESOLUTION)

The following resolution was taken up for consideration:

"RESOLVED THAT the audited financial statements of the company including the balance sheet as at March 31, 2021, profit and loss account, the cash flow statement for the year ended on that date, report of Board of Directors and auditors thereon be and are hereby received, considered and adopted."

2. RE-APPOINTMENT OF MR. RAMA KANT SINGH AS DIRECTOR (ORDINARY RESOLUTION)

The following resolution was taken up for consideration:

"RESOLVED THAT Mr. Rama Kant Singh who retires by rotation and being eligible, offers who has himself for re-appointment, be and is hereby reappointed as director of the company liable to retire by rotation."



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3. RE-APPOINTMENT OF MR. S K SINGH AS DIRECTOR (ORDINARY RESOLUTION)

The following resolution was taken up for consideration:

“RESOLVED THAT Mr. S K Singh who retires by rotation and being eligible, offers who has himself for re-appointment, be and is hereby reappointed as director of the company liable to retire by rotation.”

4. APPROVAL OF REMUNERATION OF STATUTORY AUDITOR FOR FINANCIAL YEAR 2021-22 (SPECIAL RESOLUTION)

The following resolution was taken up for consideration:

“RESOLVED that pursuant to Section 142 of the Companies Act 2013, and other applicable provisions, if any, of the Companies Act, 2013, the remuneration of the Statutory Auditors appointed by Comptroller & Auditor General of India (C & AG) under section 139(5) of the said act, be and is hereby approved to be fixed at Rs. 1,60,000/- for the year 2021-22.”

5. APPOINTMENT OF MR. RAJ KUMAR AS AN INDEPENDENT DIRECTOR (SPECIAL RESOLUTION)

The following resolution was taken up for consideration:

“RESOLVED THAT Pursuant to the provision of Section 149, 150, 152 read with Schedule IV and any other applicable provisions, if any, of the Companies Act, 2013 and the Companies (Appointment and Qualification of Directors) Rules, 2014 and the applicable provisions of Regulation 17 and other applicable regulations, if any, of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the approval of the members of the Company be and is hereby accorded to the appointment of Shri Raj Kumar (DIN: 09393578), aged 51 years, as an Independent director on the board of the company for the term of three years with effect from 02.11.2021 and his term of office shall not be subject to retirement by rotation.

6. CONSENT OF THE SHAREHOLDERS OF THE COMPANY TO SELL, LEASE OR OTHERWISE DISPOSE OF THE BUSINESS, ASSETS, UNDERTAKING OF THE COMPANY (SPECIAL RESOLUTION)



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The following resolution was taken up for consideration:

“RESOLVED THAT in terms of Section 180(1)(a) and other applicable provisions, if any, of the Companies Act, 2013 and the rule made there under (including any statutory modification(s) or enactment thereof for the time being in force) and articles of association of the Company and subject to the approval of the Government of India, the consent of the Members of the Company be and is hereby accorded for sale/disposal of Assets including sale/disposal of Plant/machinery/other moveable assets, intellectual property of the Company through engagement of MSTC as its auctioning agency for disposal of plant /machinery and movable assets of the Company in terms of letter no. 3(1)/2020- PE-VI dated 28th January 2021 issued by DHI read with Guidelines issued on 14- 06-2018 by Department of Public Enterprises (DPE) and sale/disposal/transfer of its interest/right in 147.49 acres of Land (Factory land - approx 89.34 acres and office land - approx. 58.15 acres) to any other entity controlled by Government including the lessor or any of its nominee, on such terms and conditions, at such time(s) and in such form and manner including slump sale basis or otherwise and with such ranking as to priority as the Board (or any committee thereof authorized by Board in this behalf) in its absolute direction thinks fit, in the best interest of the Company.”

“RESOLVED FURTHER THAT for the purpose of giving effect to the above resolution, the Board of Directors of the Company or a duly authorized Committee thereof, be and is hereby authorized to take such actions and to give all such directions as may be necessary or desirable and also to settle any question or difficulty that may arise in regard to the sale, disposal of assets of the Company and to do all such acts, deeds, matters and things and to execute all such deeds, documents and writings as may be necessary, desirable or expedient in connection therewith.”

“RESOLVED FURTHER THAT Chairman & Managing Director and Director (F) of the Company be and is hereby severally authorised to sign, execute MOU and other documents, delegate all or any of the powers to any persons and to do all such other acts, deeds, matters and things which are necessary, essential, incidental and/or consequential to give effect to the above resolution and to settle any queries, difficulties, doubts that may arise with regard to the above.”

7. VOTE OF THANKS



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There being no other business after addressing the questions raised by members, the 49th annual general meeting ended with a vote of thanks to the Chair. The chairman declared the meeting as closed at 11:45 AM.

8. RESULT OF REMOTE E-VOTING & VOTING:

The summary of result of remote E-Voting & Voting conducted at the 49th Annual General Meeting of Scooters India Limited, declared by CMD, on the basis of Scrutniser report is as under.

Particulars	Number of Votes Contained in			Percentage
	Remote E votes	AGM through VC	TOTAL	
Item No. 1: To receive, consider and adopt the financial statements of the Company for the financial year ended March 31, 2021 (Ordinary Resolution)				
Assent	81924035	100	81924135	100%
Dissent	Nil	Nil	Nil	Nil
Invalid	Nil	Nil	Nil	Nil
Total	81924035	100	81924135	100%
Outcome	Passed as an Ordinary Resolution			
Item No. 2: To appoint a director in place of Mr. Rama Kant Singh, who retires by rotation & being eligible has offered him-self for re-appointment.(Ordinary Resolution)				
Assent	81924035	100	81924135	100%
Dissent	Nil	Nil	Nil	Nil
Invalid	Nil	Nil	Nil	Nil
Total	81924035	100	81924135	100%
Item No. 3: To appoint a director in place of Mr. S K Singh, who retires by rotation & being eligible has offered him-self for re-appointment.(Ordinary Resolution)				
Assent	81924035	100	81924135	100%
Dissent	Nil	Nil	Nil	Nil
Invalid	Nil	Nil	Nil	Nil
Total	81924035	100	81924135	100%
Outcome	Passed as an Ordinary Resolution			



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Item No. 4: Approval of remuneration of the Statutory Auditors. (Special Resolution)				
Assent	81924035	100	81924135	100%
Dissent	Nil	Nil	Nil	Nil
Invalid	Nil	Nil	Nil	Nil
Total	81924035	100	81924135	100%
Outcome	Passed as a Special Resolution			
Item No. 5: Appointment of Mr. Raj Kumar as an Independent Director. (Special Resolution)				
Assent	81924035	100	81924135	100%
Dissent	Nil	Nil	Nil	Nil
Invalid	Nil	Nil	Nil	Nil
Total	81924035	100	81924135	100%
Outcome	Passed as a Special Resolution			
Item No. 6: Consent of the shareholders of the company to sell, lease or otherwise dispose of the business, assets, undertaking of the company. (Special Resolution)				
Assent	81924035	100	81924135	100%
Dissent	Nil	Nil	Nil	Nil
Invalid	Nil	Nil	Nil	Nil
Total	81924035	100	81924135	100%
Outcome	Passed as a Special Resolution			

Date: 29.12.2021
Place: LUCKNOW

Rupesh Telang
DIN - 09218342
Chairman of 49th Annual General Meeting
Scooters India Limited