

Bombay Stock Exchange Ltd 25th Floor, P.J. Towers Dalal Street Mumbai - 400 001. Scrip Code: 532884	The National Stock Exchange of India Limited Exchange Plaza, Bandra- Kurla Complex Bandra East Mumbai - 400 051 Symbol: REFEX
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Proceedings of the 19th Annual General Meeting of Refex Industries Limited, 2021

Dear Sir / Madam,

The 19th Annual General Meeting ('AGM') of the Members of the Company i.e. Refex Industries Limited was held on (Thursday, September 30, 2021) at 11.00 A.M through Video Conferencing ('VC') facility in accordance with the circulars issued by the Ministry of Corporate Affairs and SEBI to transact the business mentioned in the Notice dated September 02, 2021 convening the AGM were transacted there at.

Mr Anil Jain, Chairman cum Managing Director of the Company occupied the Chair. The Chairman affirmed that the requisite quorum was present and hence called the meeting to order.

The Company Secretary informed that the register of Directors and Key Managerial Personnel and their shareholding, Auditor's Report, Secretarial Auditors Report, etc. as prescribed under the Companies Act, 2013 and Rules made thereunder were available for inspection. The members who intended to inspect may write to cscompliance@refex.co.in

All the directors were present at the meeting either virtually or in person. With the permission of the members, the Notice convening the AGM was taken as read. Since the Statutory Auditors had given an unmodified opinion on the financial statements, it was not required under the provisions of the Act to read the Auditors Report.

The Chairman then highlighted on the various aspects of the operations, performance for the financial year 2020-21 and outlook, etc. of the company.

After conclusion of the address of the Chairman, the members were informed that as per the provisions of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and the Companies Act, 2013, the company had provided the facility to the members to cast their votes electronically, on all the resolutions set forth in the Notice convening the 19th AGM of the Company. It was further informed that the Company had appointed Mr. R. Muthukrishnan, Practicing Company Secretary, Membership No. FCS 6775, as the Scrutinizer for scrutiny of the votes cast through remote e-voting process during the AGM. Members who were present at the AGM through VC/OVAM and had not casted their votes through remote e-voting platform were provided an opportunity to cast their votes during the AGM through e-voting process.

Before formally commencing the voting, the queries of members who have raised such queries were clarified.

The Chairman, thereafter thanked all the members and the Board of Directors for their participation at the AGM and their suggestions / observations.

Mr. R. Muthukrishnan, Scrutinizer informed that he had conducted the e-voting process (i.e. remote e-voting and e-voting) in the presence of two witness who were not in employment of Company and Cameo Corporate Services Limited (Registrar & Transfer Agent)



Refex Industries Ltd.,

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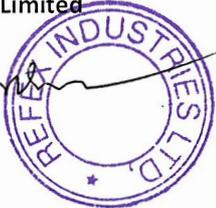
The following items of business, as per the Notice dated September 02, 2021 convening the 19th AGM were transacted at the meeting:

Sr. No.	Resolutions Description	Type of Resolution	Mode of Voting	Results
Ordinary Business				
1(a)	To receive, consider and adopt the Audited Standalone Financial Statements of the Company for the financial year ended March 31, 2021 and the report of Board of Directors thereto and report of Auditors thereon.	Ordinary Resolution	Remote e-voting and e-voting during AGM	Passed with requisite majority.
1(b)	To receive, consider and adopt the Audited Consolidated Financial Statements of the Company for the financial year ended March 31, 2021 and the report of the Auditors thereon.	Ordinary Resolution		
2	To confirm Interim Dividend and declare dividend of 5% (0.50 paise per equity share) as a Final dividend to the Shareholders for the Financial year 2020-2021	Ordinary Resolutions		
3	To appoint a director in the place of Mr. Dinesh Kumar Agarwal (DIN No.:07544757) who retires by rotation and being eligible, offers himself for re-appointment.	Ordinary Resolutions		
Special Business				
4	To appoint Mr. Shailesh Rajagopalan as a Non-Executive Director	Ordinary Resolution	Remote e-voting and e-voting during AGM	Passed with requisite majority.
5	To appoint Mr. Ramesh Dugar as an Independent Director	Special Resolution		
6	To re-appoint Ms. Jamuna Ravikumar as an Independent Director	Special Resolution		
7	To approve Employee Stock Option Scheme	Special Resolution		
8	To approve extending benefits of Employee Stock Option Scheme to the employees of Group Company(ies), Subsidiary, Associate and/or Holding Company(ies).	Special Resolution		
9	To amend the Memorandum of Association of the Company	Special Resolution		
10	To Adopt new sets of Article of Association of the Company	Special Resolution		

The meeting concluded at 11:35 a.m. with a vote of thanks to the Chair.

For Reflex Industries Limited


S. Gopalakrishnan
 Company Secretary
 A-3588



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