

# DELHIVERY

Date: September 29, 2022

BSE Limited  
Floor 25, P J Towers,  
Dalal Street,  
Mumbai – 400 001  
India

National Stock Exchange of India Limited  
Exchange Plaza, C-1, Block G,  
Bandra Kurla Complex,  
Bandra (E), Mumbai – 400 051  
India

Scrip Code: 543529

Symbol: DELHIVERY

Sub: Proceedings of 11th Annual General Meeting held on September 29, 2022

Dear Sir/Madam,

Pursuant to Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we enclose herewith a summary of proceedings of the 11<sup>th</sup> Annual General Meeting of the Company held through Video Conferencing on Thursday, September 29, 2022 at 11:00 AM (IST).

This disclosure will also be hosted on the Company's website viz. [www.delhivery.com](http://www.delhivery.com).

You are requested to take the same on your record.

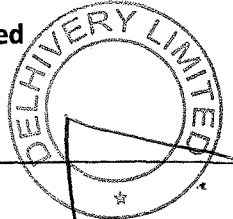
Thanking you,

Yours faithfully,

For Delhivery Limited



Sunil Kumar Bansal  
Company Secretary & Compliance Officer  
Membership No: F-4810



Place: Gurugram

Encl: As above

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## SUMMARY OF THE PROCEEDINGS OF THE 11<sup>TH</sup> ANNUAL GENERAL MEETING OF DELHIVERY LIMITED

### **(A) Date, Time and Venue of the Annual General Meeting:**

The 11<sup>th</sup> Annual General Meeting ("AGM") of the Delhivery Limited ("the Company") was held on Thursday, September 29, 2022 through Video Conferencing ("VC") in accordance with the applicable provisions of Companies Act, 2013 read with the Rules issued thereunder and the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and the circulars issued by Ministry of Corporate Affairs and the Securities and Exchange Board of India.

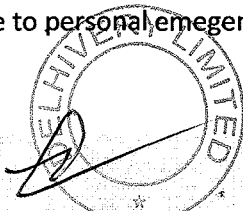
The Meeting commenced at 11:00 AM (IST) and concluded at 1:03 PM (IST) (including time allowed for e-voting at AGM).

### **(B) Attendance at the AGM:**

Details of Directors, KMPs, Statutory Auditors, Secretarial Auditors and Scrutinizer who attended the AGM through VC are as under:

- a) Mr. Deepak Kapoor – Chairman and Non-Executive Independent Director ("the Chairman") (attended from Gurugram)
- b) Mr. Sahil Barua – Managing Director and Chief Executive Officer (attended from Gurugram)
- c) Mr. Romesh Sobti - Non-Executive Independent Director and Chairperson of the Audit Committee (attended from Ranikhet)
- d) Ms. Kalpana Jaisingh Morparia - Non-Executive Independent Director and Chairperson of the Nomination and Remuneration Committee and CSR & Sustainability Committee (attended from Mumbai)
- e) Mr. Srivatsan Rajan, Non-Executive Independent Director and Chairperson of the Risk Committee (attended from San Francisco, USA)
- f) Mr. Saugata Gupta, Non-Executive Independent Director and Chairperson of the Stakeholders' Relationship Committee (attended from Mumbai)
- g) Ms. Aruna Sundararajan, Non-Executive Independent Director (attended from Kochi)
- h) Mr. Suvir Suren Sujan, Non-Executive Director (attended from San Francisco, USA)
- i) Mr. Sandeep Kumar Barasia – Executive Director and Chief Business Officer (attended from Gurugram)
- j) Mr. Kapil Bharati - Executive Director and Chief Technology Officer (attended from Gurugram)
- k) Mr. Amit Agarwal, Chief Financial Officer (attended from Gurugram)
- l) Mr. Sunil Kumar Bansal, Company Secretary and Compliance Officer (attended from Gurugram)
- m) Mr. Rahul Bansal, representative of M/s S.R. Batliboi & Associates LLP, Statutory Auditors (attended from Gurugram)
- n) Mr. Prabhakar Kumar, Partner of M/s VAPN & Associates, Secretarial Auditors and Scrutinizer (attended from New Delhi)

Mr. Donald Francis Colleran, Non-executive Director of the Company expressed his inability to attend the AGM due to personal emergency.



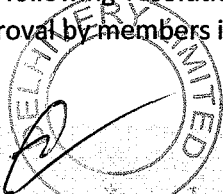
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## (C) Proceedings in brief:

- The moderator provided by National Securities Depositories Limited ("NSDL") which was engaged by the Company for the VC platform to hold virtual AGM, welcomed the members attending the AGM of the Company and informed that for the smooth conduct of the AGM, the members will be in mute mode to avoid disturbance during the proceedings of the meeting. Audio will open for pre-registered speakers to speak at AGM. The moderator handed over the proceedings to the Chairman.
- The Chairman welcomed all the members and other invitees present at the meeting. He thanked members for their participation in the IPO and the continuous confidence & faith reposed in Delhivery and its Management.
- The Chairman informed that the Company had provided facility to its members to attend and vote at the meeting through NSDL in compliance with applicable legal provisions and has taken all the feasible steps in this regard. He further informed that since the AGM was being held through VC, the facility for appointment of proxy by members was not applicable.
- On confirmation by the Company Secretary about the requisite quorum being present, the Chairman called the Meeting to order and introduced the Directors, Chief Financial Officer, Company Secretary, Statutory Auditors and Secretarial Auditors who were present at the AGM. He further informed that the statutory registers and other documents referred to in the notice of the AGM were available for inspection electronically by the members. The live streaming of the meeting was webcasted on the website of NSDL.
- The details of the number of members present at the meeting was as follows:

| Promoter(s) & Promoter(s) Group | Public | Total |
|---------------------------------|--------|-------|
| N.A.                            | 138    | 138   |

- The Chairman invited Mr. Sahil Barua to address the members. Mr. Barua addressed the members and thanked them for their support and trust reposed in the Company & its management team. He made a presentation before the members on the Industry Outlook, Performance and highlights of FY 2021-22, People, Environmental Social & Governance and Growth Initiatives of the Company.
- After the presentation by Mr. Barua, the Chairman proceeded with the formal agenda items. The following resolutions as set out in the notice convening the AGM were put to vote for approval by members in the meeting:



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| Sr. No. | Particulars  | Type of Resolution  |
|---------|--|---------------------|
| 1.      | Adoption of Financial Statements (Standalone & Consolidated) together with Auditors' Reports and Boards' Report thereon for the financial year ended March 31, 2022.   | Ordinary Resolution |
| 2.      | Re-appointment of Mr. Suvir Suren Sujan (DIN: 01173669) as a Non-Executive Director, who retires by rotation and being eligible, offers himself for re-appointment.  | Ordinary Resolution |
| 3.      | Appointment of Ms. Aruna Sundararajan (DIN:03523267) as an Independent Director for a period of 5 years w.e.f. July 08, 2022 and fixation of her remuneration.   | Special Resolution  |
| 4.      | Approval of change in terms of appointment of Mr. Sandeep Kumar Barasia (DIN: 01432123), Executive Director and Chief Business Officer, from being "not liable to retire by rotation" to "liable to retire by rotation". | Ordinary Resolution |
| 5.      | Approval of change in terms of appointment of Mr. Sahil Barua (DIN:05131571), Managing Director and Chief Executive Officer, from being "not liable to retire by rotation" to "liable to retire by rotation".            | Ordinary Resolution |

- The Chairman requested the moderator to begin the Q&A session with the members who have pre-registered themselves as speakers to ask questions, raise their queries to express their views, give suggestions or make inquiries regarding the operational / financial performance of the Company and related matters.
- Thereafter, the moderator invited the registered speaker shareholders to express their views and ask their queries sequentially. The Chairman asked Mr. Sahil Barua, Managing Director and Chief Executive Officer, to respond to the queries of the members. Mr. Barua responded to the queries of the members and provided the necessary clarifications.
- After completion of Q&A session, the Chairman informed the members that e-voting on the platform of NSDL would continue for another 15 minutes from conclusion of the meeting to enable the members to vote.
- The Chairman informed that the details of the voting results (remote e-voting and e-voting at the AGM) on all the resolutions as set out in the notice of AGM along with the Scrutinizer's Report will be disseminated on the exchanges and will be placed on the Company's website within stipulated timelines from the conclusion of the meeting as per statutory requirements.
- The Chairman concluded the proceedings of the AGM by thanking all the members for their participation at the AGM and for their constructive suggestions and observations.

