

BETEX INDIA LIMITED

CIN : L17119GJ1992PLC018073

CORPORATE OFF. : 504, TRIVIDH CHAMBER, 5TH FLOOR, OPP. FIRE BRIGADE STATION,
RING ROAD, SURAT - 395 002, INDIA.

Phone : (91-261) 2328902 Fax: (91-261) 2334189

E-mail : corporate@betexindia.com

Date: 30/09/2021

To,
Department of Corporate Services
BSE Limited

Phiroze Jeejeebhoy Towers,
Dalal Street, FORT,
Mumbai - 400 001 (India)

Scrip Code – 512477

SUB. : Proceedings of the 34th Annual General Meeting of the Members of the Company held on Thursday, 30th September, 2021 at 12:00 P.M.

Dear Sir/Madam,

We wish to inform you that the 34th Annual General Meeting (AGM) of the Company was held on Thursday, 30th September, 2021 at 12:00 PM at 436, GIDC Pandesara, Surat-394221, Gujarat, India to transact the business as stated in the AGM Notice dated 30th August, 2021. In this respect, please find attached the summary of the proceedings of the 34th Annual General Meeting Pursuant to Regulation 30 read with Part A of Schedule III of the SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015 ("Listing Regulations").

Please also find Minutes of the said Annual General Meeting for your record.

This is for your information and record please.

Thanking you,

For, BETEX INDIA LIMITED

P.H. Gohel



PRIYANKA GOHEL
(Company Secretary and Compliance Officer)

Encl.: Proceedings/Outcome of 34th Annual General Meeting

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Summary of the proceedings of the 34th Annual General Meeting of the company held on Thursday, 30th September, 2021 at 12:00 P.M. at 436, GIDC Pandesara, Surat-394221. Gujarat, India.

Mr. Maheshkumar Sitaram Somani, Chairman of the Board, chaired the meeting and welcomed the members to the 34th Annual General Meeting of the Company. The Chairman introduced the Directors present in the meeting, the Directors present addressed to the members and apprised about the performance of the Company during the financial year 2020-21 and future initiatives to the members. The requisite quorum was present to conduct the proceedings of the meeting.

The Company Secretary informed that 34th AGM Notice along with the explanatory statements and the Annual Report for the financial year ended 31st March, 2021 have been emailed to the members of the company within the statutory time period. The Chairman informed that, members, who had not participated in remote e-voting process could still cast their vote on all resolutions as set forth in the Notice of 34th AGM through Postal Ballot Form as made available during the meeting.

The Chairman then delivered his speech and thereafter, the members who had registered themselves as speakers were invited to express their views. The members raise their queries were duly replied by the Chairman.

The Chairman thanked the Directors and Members for participating in the meeting and wished everyone to stay healthy and safe and the Chairman called the Meeting in order.

The Company Secretary announced that the Statutory Registers and other documents were available for inspection during AGM.

Pursuant to section 109 of the companies Act, 2013 the Company Secretary informed that the Company had appointed Mr. Dhiren R Dave, Practicing Company Secretary (Membership No. FCS 4889 and COP No. 2496) as the Scrutinizer to scrutinize the e-voting process in a fair and transparent manner.

Thereafter, the following items of businesses, as per the Notice of 34th AGM, were transacted and approved by the members at the meeting.

Ordinary Business:



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1. Consider and Adopt Audited Financial Statements of the Company for the financial year ended 31st March, 2021 together with the reports of Board of Directors and the Auditors thereon.
2. Appointment of Mr. Manish Somani (DIN: 00356113), who retires by rotation and being eligible, offer him for reappointment.

Special Business:

3. Revision in the remuneration of Mr. Manish Somani, Executive Director and CFO of the company.
4. Approve to grant loan and/or give guarantee and/or make investments.

Pursuant to Regulation 44(3) of SEBI (LODR) Regulation 2015, results of the e-voting and Postal ballot will be informed to the Stock Exchange i.e. BSE Limited on their website www.bseindia.com separately in prescribed time and will also be uploaded on the Company's website www.betexindia.com

Thereafter, Chairman conveyed his vote of thanks to the Members for their kind cooperation in the AGM.

The AGM was Commenced at 12:00 p.m. and concluded at 02:30 p.m.

This is for your information and record please.

Thanking you.

For, BETEX INDIA LIMITED

P. H. Gohel



PRIYANKA GOHEL
(Company Secretary and Compliance Officer)

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**EXTRACT OF THE MINUTES OF 34TH ANNUAL GENERAL MEETING OF THE MEMBERS OF
BETEX INDIA LIMITED HELD ON THURSDAY, 30TH DAY OF SEPTEMBER, 2021 AT 12:00
P.M. AT 436, GIDC PANDESARA, SURAT-394221. GUJARAT, INDIA.**

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RESOLUTION NO.1

Audited Financial Statements of the Company for the financial year ended 31st March, 2021 and Board of Directors Report and Auditors Report

The shareholders considered Audited Balance Sheet as at 31st March, 2021 and Profit and Loss Account for the year ended on that date together with Directors' Report and Auditors' Report.

"**RESOLVED THAT** the Audited Standalone Financial Statements of the Company for the Financial Year ended March 31, 2021 and the Reports of the Board of Directors and Auditors thereon be and are hereby adopted."

RESOLUTION NO.2

Appointment of Mr. Manish Somani (DIN: 00356113), Director of the Company who retires by rotation and being eligible, offer himself for re-appointment

"**RESOLVED THAT** pursuant to provisions of Section 152 and other applicable provisions of the Companies Act, 2013, of Mr. Manish Somani (DIN: 00356113), Director who retires by rotation, and being eligible, offers himself for re-appointment, be and is hereby re-appointed as a director of the Company, liable to retire by rotation."

RESOLUTION NO.3

Revision in the remuneration of Mr. Manish Somani, Executive Director and CFO of the Company

"**RESOLVED THAT** in partial modification of resolution passed in this regard by the members of the Company at 31st Annual General Meeting held on Saturday, 29th Day of September, 2018 and pursuant to the provisions of Section 196, 197, 198 read with Schedule V and other applicable provisions, if any, of the Companies Act, 2013 and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 ('the Act'), the consent of the members be and is hereby approved for revision in remuneration of Mr. Manish Somani (DIN : 00356113), Whole-Time Director & CFO, with effect from 01st April, 2021."

"**RESOLVED FURTHER THAT** the remuneration payable to Mr. Manish Somani (DIN: 00356113), Whole-Time Director & CFO, with effect from 01st April, 2021 shall be as under:



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Salary: Rs. 1,00,000/- p.m. with effect from 01st April, 2021 inclusive of all perquisite."

"RESOLVED FURTHER THAT the consent and ratification of the Members of the Company be and is hereby approved that Mr. Manish Somani (DIN : 00356113), Whole-Time Director & CFO, of the Company be paid remuneration by way of Salary, Perquisites and allowances upto a maximum of Rs. 1,00,000/- (Rupees One lacs only) as minimum remuneration for the remaining period in case the Company has no profits or its profit are inadequate."

"RESOLVED FURTHER THAT the above remuneration shall be subject to modification, as may be deemed fit by the Board from time to time and subject to the limits and stipulations prescribed by the Companies Act, 2013 read with Schedule V thereto, and/or any guidelines prescribed by the Government from time to time."

"RESOLVED FURTHER THAT where in any financial year, during the currency of the tenure of Mr. Manish Somani (DIN: 00356113), Whole-Time Director & CFO, the Company has no profits or its profits are inadequate, the Company will pay remuneration by way of salary, perquisites and allowances as specified above as minimum remuneration, subject to the limits and conditions prescribed under Schedule V of the Companies Act, 2013, as may be amended from time to time."

"RESOLVED FURTHER THAT except for the aforesaid revision in salary, all other terms and conditions of his appointment as Whole-Time Director & CFO, of the Company, as approved by the resolution passed at the 33rd Annual General Meeting held on Wednesday, 30th Day of September, 2020 shall remain unchanged."

"RESOLVED FURTHER THAT the Board of Director or the Chief Financial Officer or the Company Secretary thereof be and are hereby authorized to do all such acts, deeds and things, to enter into such agreement(s), deed(s) of amendment(s) or any such document(s), as the Board may, in its absolute discretion, consider necessary, expedient or desirable including power to sub-delegate, in order to give effect to this resolution."

RESOLUTION NO: 4

To grant loan and/or give guarantee and/or make investments

"RESOLVED THAT pursuant to provision of Section 186 of the Companies Act, 2013 read with the Companies (Meeting of Board and its Power) Rules 2014 and other applicable provisions, if any, of the Companies Act, 2013 including any statutory modifications or re-enactments thereof for the time being in force, if any, the consent of the members of the Company is be and is hereby accorded to exercise the power to (i) give any loan(s) to any person or other body corporate ; (ii) to give guarantee including corporate guarantee or (iii) to provide security in connection with a loan made by any other person to, or to any other person by, a body corporate as the Board of Directors (vi) to make investment or acquire by way of subscription, purchase or otherwise the



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securities of any other body corporate whether Indian or overseas as board may think fit, from time to time, in one or more tranches, exceeding sixty per cent of its paid-up share capital, free reserves and securities premium account or one hundred per cent. of its free reserves and securities premium account, whichever is more, provided that the loans or investments made, guarantees given, and securities provided shall not any time exceed **Rs. 25 Crores (Rupees Twenty Five Crores Only)** over and above the paid up capital of the Company and its free reserves, notwithstanding that such investments, outstanding loans given or to be given and guarantees and security provided are in excess of the limits prescribed under Section 186 of Companies Act, 2013 as in their absolute discretion deem beneficial and in the interest of the Company.”

“RESOLVED FURTHER THAT for the purpose of giving effect to the above, Executive Directors of the Company, be and are hereby severally authorised to take such steps as may be necessary for obtaining approvals, statutory or otherwise, in relation to the above and to all matters arising out of and incidental thereto and to sign and to execute deeds, applications, documents and file returns with Registrar of Companies, that may be required, on behalf of the Company and generally to do all such acts, deeds, matters and things as may be necessary, proper, expedient or incidental for giving effect to this resolution.”

CERTIFIED TRUE COPY

For, BETEX INDIA LIMITED

P. H. Gohel



PRIYANKA GOHEL
(Company Secretary and Compliance Officer)

Place: Surat
Date: 30/09/2021