



Date: 22nd October, 2022

The Secretary, Listing Department, BSE Ltd., Phiroze Jeejeebhoy Towers, Dalal Street, Fort, Mumbai-400001. Scrip Code: 533080	The Manager, Listing Department, National Stock Exchange of India Limited, Exchange Plaza, 5 th Floor, Plot No. C/1, G Block, Bandra Kurla Complex, Bandra (E), Mumbai-400051. Symbol: MOLDTKPAC - EQ
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Sir/Madam,

Sub: Minutes of the 25th Annual General Meeting of the Company- Mold-Tek Packaging Limited, held on 30th September, 2022, pursuant to Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

In terms of Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 please find enclosed herewith the Minutes of the 25th Annual General Meeting of the members of the Company held on Friday, 30th September, 2022.

For MOLD-TEK PACKAGING LIMITED

Subhojeet Bhattacharjee
Company Secretary & Compliance Officer

Encl: As above

Corporate Office :

Plot # 700, Road No. 36, Jubilee Hills, Hyderabad - 500 033, Telangana, INDIA.
Phone : +91-40-40300300, Fax : +91-40-40300328, E-mail : ir@moldtekindia.com
Website : www.moldtekgroup.com CIN No: L21022TG1997PLC026542

MINUTES BOOK

MOLD-TEK PACKAGING LIMITED

Registered office: 8-2-293/82/A/700, Ground Floor Road No 36, Jubilee Hills, Hyderabad-500033, Telangana, India

MINUTES OF THE PROCEEDINGS OF THE 25TH ANNUAL GENERAL MEETING ("AGM") OF THE MEMBERS OF THE COMPANY HELD THROUGH VIDEO CONFERENCING ("VC")/ OTHER AUDIO VISUAL MEANS ("OAVM") ON FRIDAY, THE 30TH DAY OF SEPTEMBER, 2022, FROM 11:00 A.M. (IST) TILL 12:10 P.M. (IST) AND THE VENUE OF THE MEETING HAS BEEN DEEMED TO BE THE REGISTERED OFFICE OF THE COMPANY SITUATED AT 8-2-293/82/A/700, GROUND FLOOR, ROAD NO. 36, JUBILEE HILLS, HYDERABAD – 500033, TELANGANA.

DIRECTORS PRESENT:

- | | | |
|--------------------------------------|------------------------------|--|
| 1. Mr. J. Lakshmana Rao | Chairman & Managing Director | Through VC – From Registered Office |
| 2. Mr. A. Subramanyam | Deputy Managing Director | Through VC – From Registered Office |
| 3. Mr. P. Venkateswara Rao | Deputy Managing Director | Through VC – From Registered Office |
| 4. Mr. Srinivas Madireddy | Whole Time Director | Through VC – From Annaram Village, Sanga Reddy District, Telangana |
| 5. Mrs. J. Mytraeyi | Non-Executive Director | Through VC – From Registered Office |
| 6. Dr. T. Venkateswara Rao | Independent Director | Through VC – From Guntur, Andhra Pradesh |
| 7. Dr. Venkata Appa Rao Kotagiri | Independent Director | Through VC – From Bobbili, Andhra Pradesh |
| 8. Mr. Eswara Rao Immaneni | Independent Director | Through VC – From Vijayawada, Andhra Pradesh |
| 9. Mr. T. Dhanraj Tirumala Narasimha | Independent Director | Through VC – From Secunderabad |
| 10. Mrs. Madhuri Venkata Ramani V | Independent Director | Through VC – From Narsapur, Andhra Pradesh |

INVITEES PRESENT:

- | | | |
|-----------------------------|-------------------------------------|-------------------------------------|
| 11. Mrs. A. Seshu Kumari | Chief Financial Officer | Through VC – From Registered Office |
| 12. Mr. B.V. Suresh Kumar | Statutory Auditors | Through VC – From Secunderabad |
| 14. Mr. Raghuram Praturi | Internal Auditors | Through VC – From Registered Office |
| 15. Mr. Ashish Kumar Gaggar | Secretarial Auditor and Scrutinizer | Through VC – From Hyderabad |
| 16. Mr. J. Rana Pratap | Sr. V.P.- Corporate | Through VC – From Registered Office |
| 17. Mr. A. Durga Sundeep | Sr. V.P.-Operations and Finance | Through VC – From Registered Office |

IN ATTENDANCE:

- | | | |
|---------------------------------|--|-------------------------------------|
| 18. Mr. Subhojeet Bhattacharjee | Company Secretary and Compliance Officer | Through VC – From Registered Office |
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MEMBERS PRESENT THROUGH VC/OAVM:

46 members attended the 25th Annual General Meeting through Video Conferencing ("VC")/ Other Audio Visual Means ("OAVM").

CHAIRMAN:

Mr. J. Lakshmana Rao, Chairman and Managing Director, presided as the chairman of the 25th Annual General Meeting of the Company.

QUORUM AND CALLING THE MEETING TO ORDER:

After ascertaining that the requisite number of members have joined the 25th Annual General Meeting through Video Conference ("VC")/Other Audio Visual Means ("OAVM"), Mr. Subhojeet Bhattacharjee, Company Secretary and Compliance Officer of the company, on behalf of the Chairman, Mr. J. Lakshmana Rao, called the meeting in order.

All the Statutory Registers, Secretarial Auditor's Report, and Financial Statements including the Consolidated Financial Statements, Independent Auditors' Report, Directors' Report along with Annexures, Compliance Certificate from Secretarial Auditor pursuant to Regulation 13 of the SEBI (Share Based Employee Benefits and Sweat Equity) Regulations, 2021, on Employee Stock Option Scheme were available on the web site of the Company for inspection by the members.

Mr. Eswara Rao Immaneni, Chairman of Audit Committee, Dr. T. Venkateswara Rao, Chairman of Stakeholders Relationship Committee and Dr. Venkata Appa Rao Kotagiri, Chairman of Nomination and Remuneration Committee were present through Video Conference ("VC")/Other Audio Visual Means ("OAVM") at the meeting.

Mr. Subhojeet Bhattacharjee, the Company Secretary of the Company, on behalf of the Board of Directors extended his sincere and warm welcome to all the esteemed Shareholders, Directors and all other attendees to the 25th Annual General Meeting of the Company and informed that the 25th Annual General Meeting of the Members of the company is being held through Video Conferencing/ Other Audio-Visual Means in accordance with the provisions of the Companies Act, 2013, read with the Rules made thereunder and General Circular nos. 14/2020 dated 8th April, 2020, 17/2020 dated 13th April, 2020, 20/2020 dated 5th May, 2020, 02/2021 dated 13th January, 2021, 21/2021 dated 14th December, 2021 and 2/2022 dated 5th May, 2022, issued by the Ministry of Corporate Affairs ("MCA") read with Circulars dated 12th May, 2020, 15th January, 2021, 13th May 2022 and other relevant circulars, if any, issued by the Securities and Exchange Board of India ("SEBI") and the Company has made all feasible efforts under the current circumstances to enable the members to participate in the meeting through Video Conferencing/ Other Audio Video Means facility and vote electronically.

Mr. J. Lakshmana Rao, Chairman and Managing Director, gave an overview of the financial performance of the company for the financial year ended 31st March, 2022 and about its future outlook.

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Thereafter Mr. J. Rana Pratap, Sr. Vice President-Corporate and Mr. A. Durga Sundeep, Sr. Vice President- Operations and Finance, presented their respective power point presentations to all the

shareholders and attendees attending the 25th Annual General Meeting of the Company relating to business performance, expansion, future roadmap and their respective roles and contributions.

The Company Secretary informed the members that pursuant to the provisions of the Companies Act, 2013 and Rules framed there under and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the company had extended the remote e-voting and e-voting during the AGM facility to the members of the company in respect of the resolutions to be passed at the meeting. The remote e-voting commenced at 9:00 a.m. (IST) on 26th September, 2022 and ended at 5:00 p.m. (IST) on 29th September, 2022.

He further informed that the Board of Directors have engaged the services of Central Depository Services (India) Limited (CDSL) as the agency to provide remote e-voting facility and e-voting facility during the Annual General Meeting and have appointed Mr. Ashish Kumar Gaggar (Membership No.: F6687), Practicing Company Secretary, as the scrutinizer for the purpose of scrutinizing the remote e-voting process and e-voting during the Annual General Meeting.

Mr. Subhojeet Bhattacharjee, Company Secretary and Compliance Officer, then informed that the Notice calling the 25th Annual General Meeting and Directors' Report along with its annexures forms part of the Annual Report sent to members through email in electronic mode and in physical to those members who had requested for the same in terms of the MCA/SEBI Circulars. Further, copy of the said Annual Report is also available on the Company's website and as well as at the website of the Stock Exchange(s) (BSE and NSE) where the company's shares are listed. The Independent Auditors' Report and the Secretarial Auditor's Report, which also forms part of the Annual Report, being unqualified and without any adverse observations or comments in their respective reports were taken as read with the permission of the members.

The Company Secretary then informed the Members about the general instructions regarding participation in the meeting and informed that the Company has received requests from several Members to register themselves as Speakers for the Meeting, but due to paucity of time only 5 to 7 speakers on first-come-first-serve basis could be accommodated. It was further informed that the Members who have registered themselves as speaker and could not speak at the Meeting may send their questions to the Company at email: cs@moldteckpackaging.com and the Company will be happy to respond to the said questions appropriately. Also, Pursuant to Section 108 of the Companies Act 2013 read with Rule 20 of the Companies (Management and Administration) Rules 2014, the Company has extended the e-voting (both remote e-voting and e-voting during the AGM) facility to the members of the Company in respect of businesses to be transacted at the Annual General Meeting.

The name of the speakers were called thereafter, one by one, and Mr. J. Lakshmana Rao, Chairman and Managing Director, of the Company answered to all the questions and queries to their satisfaction.

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Further, the members were informed that results of the voting will be declared within two working days from the conclusion of this Annual General Meeting and such results will be displayed on the Company's website and will also be submitted to the Stock Exchange(s).

Results of the Remote e-voting and e-voting during the AGM on the Ordinary and Special Business at the 25th Annual General Meeting of the Company held on Friday, the 30th September, 2022 at 11:00 A.M (IST):

The Scrutinizer's Report dated 1st October, 2022, inter alia, containing the Results of the remote e-voting and e-voting at the 25th Annual General Meeting was presented to Mr. J. Lakshmana Rao, Chairman of the said Meeting. The Results pursuant to the Regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, along with such Scrutinizer's Report were declared on 3rd September, 2022, and posted on the website of the Company and were also intimated to the Stock Exchange(s) immediately after the declaration of the results. The Results of the electronic voting on the resolutions as set out in the Notice dated 2nd September, 2022 are enclosed herewith as **Annexure I**.

Vote of Thanks: There being no other business to transact, the 25th Annual General Meeting was concluded at 12:10 P.M. (IST) by Mr. J. Lakshmana Rao, Chairman, proposing vote of thanks to the Board, shareholders, the employees of the Company and all other attendees for their all-round support.

Date: 12-10-2022

Place: Hyderabad



CHAIRMAN

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ANNEXURE I

COMBINED VOTING RESULTS-AGENDA-WISE DISCLOSURE (This forms an integral part of the minutes)

Resolution No. 1: ORDINARY RESOLUTION

To receive, consider and adopt the audited financial statements (including the audited consolidated financial statements) of the Company for the financial year ended 31st March, 2022, together with the reports of Board of Directors and Auditors thereon:

“RESOLVED THAT the audited Financial Statements (including audited consolidated Financial Statements) for the financial year ended on 31st March, 2022, together with schedules and notes appended thereto and the report of Directors’ and Auditors’ of the Company, as tabled before the meeting, be and are hereby received, considered, approved and adopted.”

	Remote e-voting before the AGM		E-voting at the AGM		Total		(%) of valid votes cast
	No. of members voted	No. of votes casted	No. of members voted	No. of votes casted	No. of members	No. of votes casted	
Votes in favour of the resolution	289	21455181	NIL	NIL	289	21455181	100%

	Remote e-voting before the AGM		E-voting at the AGM		Total		(%) of valid votes cast
	No. of members voted	No. of votes casted	No. of members voted	No. of votes casted	No. of members	No. of votes casted	
Votes against the resolution	6	11	NIL	NIL	6	11	Negligible

Result: The Ordinary Resolution was passed as requisite majority of votes were casted in favour of the resolution.

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Resolution No. 2: ORDINARY RESOLUTION

To confirm the payment of interim dividend paid during the year and to declare final dividend on equity shares for the financial year ended 31st March, 2022:

“RESOLVED THAT pursuant to the provisions of Section 123 and other applicable provisions, if any, of the Companies Act, 2013, the members hereby confirm payment of interim dividend and declare a final dividend for the financial year 2021-22 at the rate of 40% on the paid-up value of each equity share of the Company and such be paid to the shareholders whose names appear in the register of members of the Company at the end of the business hours on Friday, 23rd September, 2022 and in respect of shares held in electronic form to those “Deemed Members” whose names appear in the Statement of Beneficial Ownership furnished by National Securities Depository Limited (NSDL) and the Central Depository Services (India) Limited (CDSL).”

	Remote e-voting before the AGM		E-voting at the AGM		Total		(% of valid votes cast)
	No. of members voted	No. of votes casted	No. of members voted	No. of votes casted	No. of members	No. of votes casted	
Votes in favour of the resolution	282	21453817	NIL	NIL	282	21453817	99.99%

	Remote e-voting before the AGM		E-voting at the AGM		Total		(% of valid votes cast)
	No. of members voted	No. of votes casted	No. of members voted	No. of votes casted	No. of members	No. of votes casted	
Votes against the resolution	13	1375	NIL	NIL	13	1375	0.01%

Result: The Ordinary Resolution was passed as requisite majority of votes were casted in favour of the resolution.

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Resolution No. 3: ORDINARY RESOLUTION

To appoint a Director in place of Mr. P. Venkateshwara Rao, Deputy Managing Director (DIN: 01254851) who retires by rotation and being eligible, offers himself for re-appointment:

"RESOLVED THAT Mr. P. Venkateshwara Rao, Deputy Managing Director (DIN: 01254851), of the Company, who is retiring by rotation at this Annual General Meeting and being eligible who has offered himself for re-appointment, be and is hereby re-appointed as Director of the Company".

	Remote e-voting before the AGM		E-voting at the AGM		Total		(% of valid votes cast)
	No. of members voted	No. of votes casted	No. of members voted	No. of votes casted	No. of members	No. of votes casted	
Votes in favour of the resolution	278	19770937	NIL	NIL	278	19770937	92.15%

	Remote e-voting before the AGM		E-voting at the AGM		Total		(% of valid votes cast)
	No. of members voted	No. of votes casted	No. of members voted	No. of votes casted	No. of members	No. of votes casted	
Votes against the resolution	17	1684255	NIL	NIL	17	1684255	7.85%

Result: The Ordinary Resolution was passed as requisite majority of votes were casted in favour of the resolution.

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Resolution No. 4: ORDINARY RESOLUTION

To re-appoint the statutory auditors, to hold office from the conclusion of the 25th Annual General Meeting until the conclusion of the 30th Annual General Meeting, and to fix their remuneration:

“RESOLVED THAT pursuant to the provisions of Section 139 and 142 and other applicable provisions, if any, of the Companies Act, 2013 read with Companies (Audit and Auditors) Rules, 2014 [including any statutory modification(s) or re-enactment(s) thereof for the time being in force], and pursuant to the recommendations of the Audit Committee of the Board of Directors, M/s. M. Anandam & Co., Chartered Accountants, Hyderabad (Firm registration number 000125S) be and is hereby re-appointed as the Statutory Auditors of the Company for a second term of five (5) consecutive years, to hold office from the conclusion of the 25th Annual General Meeting until the conclusion of the 30th Annual General Meeting, and that the Board of Directors (or Committee thereof) be and is hereby authorized to fix such remuneration as may be determined in consultation with the said Auditors, plus re-imbusement of out of pocket expenses actually incurred by the Auditors at the time of performing their duties.”

	Remote e-voting before the AGM		E-voting at the AGM		Total		(% of valid votes cast)
	No. of members voted	No. of votes casted	No. of members voted	No. of votes casted	No. of members	No. of votes casted	
Votes in favour of the resolution	285	21455134	NIL	NIL	285	21455134	100.00%

	Remote e-voting before the AGM		E-voting at the AGM		Total		(% of valid votes cast)
	No. of members voted	No. of votes casted	No. of members voted	No. of votes casted	No. of members	No. of votes casted	
Votes against the resolution	10	58	NIL	NIL	10	58	Negligible

Result: The Ordinary Resolution was passed as requisite majority of votes were casted in favour of the resolution.

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Resolution No. 5: SPECIAL RESOLUTION

To Re-appoint and fix remuneration of Mr. Srinivas Madireddy (DIN: 01311417) as Whole – time Director of the Company:

“RESOLVED THAT pursuant to the provisions of Sections 149, 196, 197, 198, 203, Schedule V and other applicable provisions, if any, of the Companies Act, 2013 (“the Act”) read with the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, the Companies (Appointment and Qualification of Directors) Rules, 2014 [including any statutory modification(s) or re-enactment thereof for the time being in force], and Regulation 17(1),17(6)(e) and other applicable Regulations of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended from time to time, the Articles of Association of the Company, Nomination and Remuneration Policy of the Company and based on the recommendations of the Nomination and Remuneration Committee, Audit Committee and the Board of Directors of the Company, consent of the members of the Company, be and is hereby accorded towards the re-appointment of Mr. Srinivas Madireddy, as Whole-time Director of the Company for a period of five (5) years, commencing from 14th May, 2023 to 13th May, 2028, liable to retire by rotation.

RESOLVED FURTHER THAT approval of the shareholders of the Company be and is hereby accorded to the remuneration, perquisites, allowances, stock options, benefits and amenities payable as per the terms and conditions of the Agreement to be entered into by Mr. Srinivas Madireddy with the Company as set out in the statement annexed to the Notice, including the following:

a. Salary:

The current gross salary of Mr. Srinivas Madireddy is ₹ 9,05,020 per month in consideration of the performance of his duties (including all perquisites). The Company will provide 12.5 % increment on gross salary for each year (i.e., for the next 3 years) w.e.f. 14th May, 2023 to 13th May, 2026.

b. Other benefits:

In addition to the above salary and perquisites, Mr. Srinivas Madireddy shall be entitled to the following annual benefits which shall not be included in the computation of the ceiling of remuneration specified above:

- i. **Provident and superannuation fund:** The Company’s contribution to the provident fund, superannuation fund or annuity fund to the extent these either singly or put together are not taxable under the Income Tax Act, 1961. The said contribution will not be included in the computation of the ceiling on remuneration.
- ii. **Gratuity:** Gratuity payable shall not exceed one half month’s salary for each completed year of service and will not be included in the computation of the ceiling on remuneration.
- iii. **Leave encashment:** Encashment of leave at the end of the tenure in accordance with the rules of the Company.
- iv. **Provision of car and telephone:** Mr. Srinivas Madireddy shall be entitled to a motor car for use on Company’s business and telephone at residence; however use of car for private purpose and personal long distance calls on telephone shall be billed by the Company to Mr. Srinivas Madireddy.

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c. Re-imbursements:

Mr. Srinivas Madireddy shall be entitled to reimbursement of entertainment expenses, traveling, boarding and lodging expenses actually and properly incurred for the business of the Company.

d. Sitting Fee:

He will not be eligible for any sitting fees of the Company's board/committee meetings.

RESOLVED FURTHER THAT notwithstanding anything contained herein above, where, during the term of employment of Mr. Srinivas Madireddy, if in any financial year, the Company has no profits or its profits are inadequate, unless otherwise approved by any statutory authority, as may be required, the remuneration payable to Mr. Srinivas Madireddy, including salary, perquisites and any other allowances shall be governed and be subject to the conditions and ceiling provided under the provisions of Section II of Part II of Schedule V to the Companies Act, 2013 or such other limits as may be prescribed by the Government from time to time as minimum remuneration.

RESOLVED FURTHER THAT the Board of Directors of the Company be and is hereby authorized to do all such acts, deeds, matters and things as in its absolute discretion, it may consider necessary, expedient or desirable, and to settle any question, or doubt that may arise in relation thereto in order to give effect to the foregoing resolution, or as may be otherwise considered by it to be in the best interest of the Company.

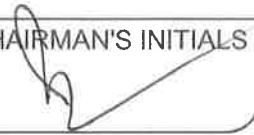
RESOLVED FURTHER THAT the Board of Directors be and is hereby authorized to alter and vary such revised terms and conditions in accordance with the laws from time to time in force and to alter and vary such terms and conditions without being required to seek the further approval of Members within the limits as prescribed above and any action taken by the Board in this regard be and is hereby ratified and approved."

	Remote e-voting before the AGM		E-voting at the AGM		Total		(%) of valid votes cast
	No. of members voted	No. of votes casted	No. of members voted	No. of votes casted	No. of members	No. of votes casted	
Votes in favour of the resolution	267	17458298	NIL	NIL	267	17458298	81.37%

	Remote e-voting before the AGM		E-voting at the AGM		Total		(%) of valid votes cast
	No. of members voted	No. of votes casted	No. of members voted	No. of votes casted	No. of members	No. of votes casted	
Votes against the resolution	27	3996862	NIL	NIL	27	3996862	18.63%

Result: The Special Resolution was passed as requisite majority of votes were casted in favour of the resolution.

CHAIRMAN'S INITIALS



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Resolution No. 6: SPECIAL RESOLUTION

To Re-Appoint Dr. Venkata Appa Rao Kotagiri (DIN: 01741020) as an Independent Non-Executive Director of the Company for a second term of five consecutive years, in terms of Section 149 of the Companies Act, 2013 read with relevant rules:

“RESOLVED THAT pursuant to the provisions of Sections 149, 150, 152 and any other applicable provisions of the Companies Act, 2013 (“Act”) and the Companies (Appointment and Qualification of Directors) Rules, 2014 [including any statutory modification(s) or re-enactment thereof for the time being in force] read with Schedule IV to the Act and Regulation 16(1)(b) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, and other applicable Regulations of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended from time to time, Dr. Venkata Appa Rao Kotagiri (DIN: 01741020), Independent Non- Executive Director of the Company who has submitted a declaration that he meets the criteria of independence as provided in Section 149(6) of the Act and Regulation 16 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended from time to time and who is eligible for reappointment, consent of the Company be and is hereby accorded for re-appointment of Dr. Venkata Appa Rao Kotagiri (DIN: 01741020) as an Independent Non- Executive Director of the Company to hold office for a second term of five consecutive years w.e.f. 14th May, 2023 to 13th May, 2028 and his office shall not be liable to retire by rotation.”

	Remote e-voting before the AGM		E-voting at the AGM		Total		(% of valid votes cast)
	No. of members voted	No. of votes casted	No. of members voted	No. of votes casted	No. of members	No. of votes casted	
Votes in favour of the resolution	257	14662170	NIL	NIL	257	14662170	69.04%

	Remote e-voting before the AGM		E-voting at the AGM		Total		(% of valid votes cast)
	No. of members voted	No. of votes casted	No. of members voted	No. of votes casted	No. of members	No. of votes casted	
Votes against the resolution	36	6574860	NIL	NIL	36	6574860	30.96%

Result: The Special Resolution has not been passed as the requisite majority of votes were not casted in favour of the resolution.



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Resolution No. 7: SPECIAL RESOLUTION

To Re-Appoint Mr. Eswara Rao Immaneni (DIN:08132183) as an Independent Non-Executive Director of the Company for a second term of five consecutive years, in terms of Section 149 of the Companies Act, 2013 read with relevant rules:

“RESOLVED THAT pursuant to the provisions of Sections 149, 150, 152 and any other applicable provisions of the Companies Act, 2013 (“Act”) and the Companies (Appointment and Qualification of Directors) Rules, 2014 [including any statutory modification(s) or re-enactment thereof for the time being in force] read with Schedule IV to the Act and Regulation 16(1) (b) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, and other applicable Regulations of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended from time to time, Mr. Eswara Rao Immaneni (DIN: 08132183), Independent Non- Executive Director of the Company who has submitted a declaration that he meets the criteria of independence as provided in Section 149(6) of the Act and Regulation 16 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended from time to time and who is eligible for reappointment, consent of the Company be and is hereby accorded for re-appointment of Mr. Eswara Rao Immaneni (DIN: 08132183) as an Independent Non- Executive Director of the Company to hold office for second term of five consecutive years w.e.f. 14th May, 2023 to 13th May, 2028 and his office shall not be liable to retire by rotation.”

	Remote e-voting before the AGM		E-voting at the AGM		Total		(%) of valid votes cast
	No. of members voted	No. of votes casted	No. of members voted	No. of votes casted	No. of members	No. of votes casted	
Votes in favour of the resolution	281	21454481	NIL	NIL	281	21454481	100.00%

	Remote e-voting before the AGM		E-voting at the AGM		Total		(%) of valid votes cast
	No. of members voted	No. of votes casted	No. of members voted	No. of votes casted	No. of members	No. of votes casted	
Votes against the resolution	13	709	NIL	NIL	13	709	Negligible

Result: The Special Resolution was passed as requisite majority of votes were casted in favour of the resolution.

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Resolution No. 8: ORDINARY RESOLUTION

To approve the revision in remuneration payable to Mr. J. Rana Pratap, holding office or place of profit:

“RESOLVED THAT pursuant to the provisions of Sections 188(1)(f) and other applicable provisions, if any, of the Companies Act, 2013 and rule 15 of the Companies (Meeting of Board and its Power) Rules, 2014, as amended from time to time, the consent of the Company be and is hereby accorded for continuing to hold office or place of profit under the company by Mr. J. Rana Pratap, Senior Vice President- Corporate , who is a relative of Mr. J. Lakshmana Rao, Chairman and Managing Director of the Company, with such designation and remuneration as board may decide from time to time, subject to the following:

The current upper limit of the remuneration of Mr. J. Rana Pratap is ₹ 10,00,000 (Rupees Ten Lakhs only) per month. The Company proposes to pay in consideration of the performance of his duties (including all allowances), during the next 3 years with effect from 1st October, 2022, salary/remuneration with an annual increment between 10-25% per annum based on certain KRA/targets achieved and approved by the Audit Committee, Nomination and Remuneration Committee and the Board. In addition Management may offer incentives if performance exceeds the set targets. However the monthly remuneration shall not exceed ₹ 17,00,000 lakhs per month (Rupees Seventeen lakhs only) including all allowances.

RESOLVED FURTHER THAT Mr. J. Rana Pratap shall also be entitled for reimbursement of actual entertainment, traveling, boarding, lodging expenses or any other expense incurred by him in connection with the Company's business.

RESOLVED FURTHER THAT the Board of Directors of the Company be and are hereby authorized and empowered as and when they may determine and deem fit and proper, to revise the above terms of remuneration and to promote / re-designate him to higher grade(s) / scale(s) with all perquisites, usual allowances, incentives, facilities and benefits as applicable to such grade(s) / scale(s) within the above limit of remuneration without requiring the Board to secure any further consent or approval of the members of the Company.

RESOLVED FURTHER THAT the Board of Directors of the Company be and are hereby authorized to take, perform and execute such further steps, acts, deeds and matters, as may be necessary, proper or expedient to give effect to this resolution.”

	Remote e-voting before the AGM		E-voting at the AGM		Total		(% of valid votes cast)
	No. of members voted	No. of votes casted	No. of members voted	No. of votes casted	No. of members	No. of votes casted	
Votes in favour of the resolution	256	17196062	NIL	NIL	256	17196062	80.92%



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	Remote e-voting before the AGM		E-voting at the AGM		Total		(%) of valid votes cast
	No. of members voted	No. of votes casted	No. of members voted	No. of votes casted	No. of members	No. of votes casted	
Votes against the resolution	35	4055385	NIL	NIL	35	4055385	19.08%

As per the provisions of section 188 of the Companies Act, 2013 read with relevant rules, related party was abstained from voting on this resolution and accordingly, shareholding of related party was also not considered for this resolution.

Result: The Ordinary Resolution was passed as requisite majority of votes were casted in favour of the resolution.

Resolution No. 9: ORDINARY RESOLUTION

To approve the revision in remuneration payable to Mr. A. Durga Sundeep, holding office or place of profit:

“RESOLVED THAT pursuant to the provisions of Sections 188(1)(f) and other applicable provisions, if any, of the Companies Act, 2013 and rule 15 of the Companies (Meeting of Board and its Power) Rules, 2014, as amended from time to time, the consent of the Company be and is hereby accorded for continuing to hold office or place of profit under the company by Mr. A. Durga Sundeep, Senior Vice President- Operations & Finance, who is a relative of Mr. A. Subramanyam, Deputy Managing Director and Mrs. A. Seshu Kumari, Chief Financial Officer of the Company, with such designation and remuneration as board may decide from time to time, subject to the following:

The current upper limit of the remuneration of Mr. A. Durga Sundeep is ₹ 10,00,000 (Rupees Ten Lakhs only) per month. The Company proposes to pay in consideration of the performance of his duties (including all allowances), during the next 3 years with effect from 1st October, 2022, salary/remuneration with an annual increment between 10-25% per annum based on certain KRA/targets achieved and approved by the Audit Committee, Nomination and Remuneration Committee and the Board. In addition Management may offer incentives if performance exceeds the set targets. However the monthly remuneration shall not exceed ₹ 15,00,000 lakhs per month (Rupees Fifteen lakhs only) including all allowances.

RESOLVED FURTHER THAT Mr. A Durga Sundeep shall also be entitled for reimbursement of actual entertainment, traveling, boarding, lodging expenses or any other expense incurred by him in connection with the Company’s business.



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RESOLVED FURTHER THAT the Board of Directors of the Company be and are hereby authorized and empowered as and when they may determine and deem fit and proper, to revise the above terms of remuneration and to promote / re-designate him to higher grade(s) / scale(s) with all perquisites, usual allowances, incentives, facilities and benefits as applicable to such grade(s) / scale(s) within the above limit of remuneration without requiring the Board to secure any further consent or approval of the members of the Company.

RESOLVED FURTHER THAT the Board of Directors of the Company be and are hereby authorized to take, perform and execute such further steps, acts, deeds and matters, as may be necessary, proper or expedient to give effect to this resolution.”

	Remote e-voting before the AGM		E-voting at the AGM		Total		(%) of valid votes cast
	No. of members voted	No. of votes casted	No. of members voted	No. of votes casted	No. of members	No. of votes casted	
Votes in favour of the resolution	258	17181283	NIL	NIL	258	17181283	80.90%

	Remote e-voting before the AGM		E-voting at the AGM		Total		(%) of valid votes cast
	No. of members voted	No. of votes casted	No. of members voted	No. of votes casted	No. of members	No. of votes casted	
Votes against the resolution	34	4055347	NIL	NIL	34	4055347	19.10%

As per the provisions of section 188 of the Companies Act, 2013 read with relevant rules, related party was abstained from voting on this resolution and accordingly, shareholding of related party was also not considered for this resolution.

Result: The Ordinary Resolution was passed as requisite majority of votes were casted in favour of the resolution.

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Resolution No. 10: ORDINARY RESOLUTION

To approve the Reclassification of certain member of Promoter Group from "Promoter / Promoter Group" category to "Public shareholding" category:

"RESOLVED THAT pursuant to the recommendation of the board and provisions of Regulation 31A of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('Listing Regulations') [including any modification(s) or re-enactment thereof for the time being in force] and other applicable provisions, if any, and subject to necessary approvals from the BSE Limited /National Stock Exchange of India Limited and such other authorities as may be required and pursuant to other laws and regulations, as may be applicable from time to time, the consent of the Members of the Company be and is hereby accorded for the reclassification of the below mentioned person from the "Promoter / Promoter Group" Category to the "Public" Category in the shareholding of the Company

S. No.	Name of the Outgoing Promoter	No of Shares held as on date of this notice	% of holding
I.	Mrs. Swetha Mythri J	47,302	0.143

RESOLVED FURTHER THAT on approval of the Stock Exchange(s) towards reclassification of the promoters, the Company shall effect such reclassification in the Statement of Shareholding Pattern from immediately succeeding quarter under Regulation 31 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and in compliance to SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011, Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015 and other applicable provisions.

RESOLVED FURTHER THAT Mr. J. Lakshmana Rao, Chairman and Managing Director and Mr. Subhojeet Bhattacharjee, Company Secretary and Compliance Officer, of the Company, be and are hereby severally authorized to perform and execute all such acts, deeds, matters and things including but not limited to making intimation/filings to stock exchange(s), seeking approvals from the Securities and Exchange Board of India, BSE Limited /National Stock Exchange of India Limited, and to execute all other documents required to be filed in the above connection and to settle all such questions, difficulties or doubts whatsoever which may arise and amend such details and to represent before such authorities as may be required and to take all such steps and decisions in this regard to give full effect to the aforesaid resolutions(s)."

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	Remote e-voting before the AGM		E-voting at the AGM		Total		(%) of valid votes cast
	No. of members voted	No. of votes casted	No. of members voted	No. of votes casted	No. of members	No. of votes casted	
Votes in favour of the resolution	278	21453685	NIL	NIL	278	21453685	99.99%

	Remote e-voting before the AGM		E-voting at the AGM		Total		(%) of valid votes cast
	No. of members voted	No. of votes casted	No. of members voted	No. of votes casted	No. of members	No. of votes casted	
Votes against the resolution	15	1105	NIL	NIL	15	1105	0.01%

Result: The Ordinary Resolution was passed as requisite majority of votes were casted in favour of the resolution.

No votes were found to be invalid for all the resolutions from items no. 1 to 10 of the notice of 25th Annual General Meeting of the Company.

The resolution(s) pertaining to item no. 1 to 10, except item no. 6 of the notice calling the 25th Annual General Meeting were passed with the requisite majority are deemed to be passed on 30th September, 2022, being the date of the relevant Annual General Meeting of the members.

Date: 12-10-2022

Place: Hyderabad



CHAIRMAN