



CIN : L74899DL1993PLC052787

SOM DISTILLERIES & BREWERIES LTD.

ISO 9001:2015 Certified Company

Corporate Office : 23, Zone-II, Maharana Pratap Nagar, Bhopal-462 011 (Madhya Pradesh) Tel.: +91-755-4278827, 4271271 Fax : +91-755-2557470

E-mail : sdlt@bsnl.in, somdistilleries@rediffmail.com, Web : www.somindia.com

Works : Village Rojrachak, Distt. Raisen (Madhya Pradesh) Ph.: +91-7480-266244-5

SDBL/BSE/NSE/2022

19.08.2022

To,

The Manager,
Listing Department,
**NATIONAL STOCK EXCHANGE OF
INDIA LIMITED**

'Exchange Plaza' C-1 , Block G,
Bandra-Kurla Complex, Bandra (E),
Mumbai-400 051.

cmlist@nse.co.in

Security ID: SDBL

Dy. General Manager,
Department of Corporate Services,
BSE LIMITED,

First Floor, P.J. Towers,
Dalal Street, Fort,
Mumbai – 400001.

corp.compliance@bseindia.com

Security ID: 507514

**SUBJECT: - PROCEEDINGS OF EXTRA ORDINARY GENERAL MEETING (EGM) OF
THE COMPANY HELD TODAY I.E. ON FRIDAY, THE 19TH DAY OF AUGUST, 2022 AT
11:30 AM**

Dear Sir/Madam,


Pursuant to Regulation 30 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (the Listing Regulations) read with Para A of Part A of Schedule III to the Listing Regulations, please find enclosed the Proceedings of the Extra Ordinary General Meeting of the Members of the Company held today i.e. on Friday, the 19th day of August, 2022 at 11:30 am at the Factory Premises, Village Rojrachak, Chiklod Road, District Raisen, Madhya Pradesh.

The meeting commenced at 11:30 a.m. and concluded at 12:00 p.m.

Kindly take the above on your records.

Thanking You,

For Som Distilleries and Breweries Limited


Om Prakash

Company Secretary & Compliance Officer

SUMMARY OF THE PROCEEDINGS OF EXTRA ORDINARY GENERAL MEETING (EGM) OF SOM DISTILLERIES AND BREWERIES LIMITED (THE COMPANY) HELD TODAY I.E. ON FRIDAY, THE 19TH DAY OF AUGUST, 2022 AT 11:30 AM AT THE FACTORY PREMISES, VILLAGE ROJRACHAK, CHIKLOD ROAD, DISTRICT RAISEN (MADHYA PRADESH)

Date, Time & Venue of the Meeting:

The Extra Ordinary General Meeting (EGM) of Som Distilleries and Breweries Limited (the Company) was held today i.e. on Friday, the 19th day of August, 2022 at 11:30 am at the Factory Premises, Village Rojrachak, Chiklod Road, District Raisen (Madhya Pradesh).

The following directors were attended/present:

S.No.	Name of the Director	Designation
1	Shri Nakul Kam Sethi	Whole Time Director/Shareholder
2	Shri Deena Nath Singh	Independent Director
3	Smt. Nishi Arora	Independent Director

In attendance:

S.No.	Name	Designation
1	Shri Om Prakash	Company Secretary
2	Shri Abhay Jain	Authorised Representative of Scrutinizer (Mr. Neelesh Jain of N.K. Jain & Associates)

Proceedings in brief:

Shri Om Prakash – Company Secretary & Compliance Officer of the Company welcomed the Members to the EGM and briefed the meeting on few points.

The Company Secretary then informed that due to some pre-occupation, Mr. J.K. Arora Chairman and Managing Director, Mr. Umakant Samal and Mr. Satpal Kumar Arora are not present in the meeting. In this connection, would request the Board members present to elect one of themselves to be the chairperson of this meeting.

Three Directors were present at the meeting including Shri Deena Nath Singh - the Chairperson of the Audit, CSR, NRC and Stakeholder and Relationship Committee of the Company.

With the consent of the directors and members present Mr. Nakul Kam Sethi, Whole Time Director and also a shareholder was elected as chairman of the meeting. As per Section 103 of the Companies Act, 2013, the required quorum i.e more than 30 member was present in person, the Chairman called the meeting to order.

Thereafter, the elected Chairman Mr. Nakul Sethi welcomed all the shareholders, Directors present at the meeting and introduced all Directors.



The Chairman then delivered his speech and also apprised that the Statutory Registers and documents as required pursuant to the Companies Act, 2013 to be produced at the meeting were available for inspection of the members.

Thereafter the Company Secretary informed the Members that pursuant to the provisions of Section 108 of the Companies Act, 2013 read with rule 20 of the Companies (Management and Administration) Rules, 2014, as amended and Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company had extended remote E-Voting facility through NSDL in respect of all businesses to be transacted at the Extra Ordinary General Meeting to all the members holding shares as on cut-off date of Friday, the 12th day of August, 2022 and E-voting period commenced on Tuesday, August 16, 2022 (IST 9.00 am) and ended on Thursday, August 18, 2022 (IST 5.00 pm) and voting at the Extra ordinary General Meeting has conducted by way of poll therefore the members personally present at the Meeting who have not casted their votes through remote e-voting were requested to cast their votes through poll paper and mark their assent or dissent on the Poll paper provided to them.

CS Neelesh Jain (N.K. Jain & Associates - Practicing Company Secretaries) was appointed as a Scrutinizer by the Board to scrutinize the voting process in a fair and transparent manner.

With the permission of Members present, the Notice of the Extra-Ordinary General Meeting was taken as read.

The following items of business as set out in the Notice dated July 20, 2022 convening the meeting were transacted through remote e-voting and Polling during the EGM.

SPECIAL BUSINESS:

1. Increase the Authorised Share Capital and consequent alteration in Clause V of Memorandum of Association in terms of provisions of the Companies Act, 2013, applicable SEBI Regulations.
2. Consider and approve issue of Convertible Equity Warrants to Promoters/ Promoters group and public Investors on Preferential Basis.
3. Approve increase in remuneration to Mr. Jagdish Kumar Arora, Chairman & Managing Director in terms of the provisions of the Companies Act, 2013, applicable SEBI Regulations.
4. Increase the overall Managerial Remuneration of the Directors of the Company.
5. Approve Material Related Party transactions with Som Distilleries Private Limited, Promoter
6. Approval for giving loan or guarantee or providing security in connection with loan availed by any of the Company's Subsidiary(ies) or any other person specified under



section 185 of the Companies Act, 2013

The queries raised by the members were suitably replied /clarified by the Chairman.

The outcome of the meeting will be cumulative count of the valid votes casted through Remote E-voting and Poll conducted at the EGM. The Voting Results along with report thereon by the Scrutinizer will be placed on the website of the Company and National Securities Depository Limited (NSDL) and will also be intimated to National Stock Exchange of India Limited and BSE Limited within the prescribed time permitted under law.

The Chairman and Company Secretary thanked the Members present at the meeting and with the permission of the Chairman, Company Secretary concluded the meeting at 12:00 p.m.

NOTES:

- *The Company will separately intimate the results of e-voting to the Stock Exchanges.*
- *This document does not constitute minutes of the proceedings of the Extra-Ordinary General Meeting of the Company.*

Thanking You,
Yours Faithfully,

For Som Distilleries & Breweries Limited



Om Prakash
Company Secretary & Compliance Officer