

September 28, 2021

| BSE Limited                | National Stock Exchange of India Limited |  |
|----------------------------|--|--|
| Phiroze Jeejeebhoy Towers, | Exchange Plaza,                          |  |
| Dalal Street, Fort,        | Bandra Kurla Complex,<br>Bandra (East),  |  |
| Mumbai - 400 001           |  |  |
|                            | Mumbai - 400 051                         |  |
|                            |  |  |
| Company Code No.: 543268   | Company Symbol: DRCSYSTEMS               |  |
|                            |  |  |

Dear Sir / Madam,

# Sub: Proceedings of the 9<sup>th</sup> Annual General Meeting ('AGM') held on Tuesday, September 28, 2021

Pursuant to Regulation 30 and other applicable provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations"), we are submitting herewith proceedings of the 9<sup>th</sup> Annual General Meeting ('AGM') of the Company, held on Tuesday, September 28, 2021 through Video Conferencing (VC) / Other Audio Video Means (OAVM) facility and the businesses mentioned in the Notice of AGM were transacted.

The Company provided remote e-voting facility to the Members on resolutions proposed to be considered at the AGM from Friday, September 24, 2021 (09:00 A.M.) to Monday, September 27, 2021 (05:00 P.M.). The Company also provided e-voting facility to the shareholders present at the AGM through VC / OAVM who had not cast their vote earlier.

It is hereby informed that the voting results in the format prescribed under Regulation 44 of the Listing Regulations will be submitted separately.

Further, the proceedings of 9th AGM is also available on the website of the Company i.e. www.drcsystems.com.

We request you to kindly take the same on your records.

Thanking you,

Yours faithfully,

For DRC Systems India Limited

**Jainam Shah Company Secretary** 

Encl.: As above

DRC SYSTEMS INDIA LIMITED 24<sup>th</sup> Floor, GIFT Two Building, Block no. 56, Road – 5C, Zone – 5, GIFT CITY, Gandhinagar – 382355, Gujarat, India Contact: +91-79-67772222 | ir@drcsystems.com | www.drcsystems.com CIN: L72900GJ2012PLC070106



#### Summary of proceedings of the 9th Annual General Meeting ("AGM")

The 9<sup>th</sup> AGM of the members of the DRC Systems India Limited was held on Tuesday, September 28, 2021 through VC/OAVM facility. Mr. Keyur Shah, Chairman of the Company, Chaired the meeting. The requisite quorum was present. Mr. Jainam Shah, Company Secretary welcomed all the members and dignitaries of the Company present in the meeting. He further informed everyone present at the meeting that the AGM was conducted through VC / OAVM in view of the ongoing COVID-19 pandemic and in accordance with the circulars issued by the Ministry of Corporate Affairs ("MCA") and Securities and Exchange Board of India ("SEBI") in this behalf. He further informed the members that the Members who attended the meeting through Video Conferencing would be counted as present for the purpose of Quorum. He then introduced all the Board Members, KMPs and Auditors present in the meeting.

Mr. Jainam Shah, Company Secretary further informed the Members that as per the provisions of the Companies Act, 2013 ("the Act") and Listing Regulations, the Company had provided the remote e-voting facility to all the persons who were members as on the cut-off date i.e. September 21, 2021 to vote on resolutions set out in the notice of AGM. The remote e-voting was kept open from Friday, September 24, 2021 (from 09:00 A.M.) to Monday, September 27, 2021 (till 05:00 P.M.). Members attending the AGM and who had not cast their vote by remote e-voting were entitled to exercise their right to vote by e-voting during the AGM. Necessary registers and reports were kept open for inspection during the AGM in electronic mode.

He further informed the members that CS Ashish Doshi, Partner of M/s. SPANJ & Associates, Company Secretaries, had been appointed as the scrutinizer for the purpose of scrutinizing the E-voting process. The E- voting results along with the Scrutinizer's Report would be placed on the Company's website at <u>www.drcsystems.com</u>, Link Intime India Private Limited's (Link Intime) website at <u>https://instavote.linkintime.co.in</u> and the results would also be communicated to BSE Limited ('BSE') and National Stock Exchange of India Limited ('NSE').

Mr. Hiten Barchha, Managing Director then addressed the Members present.

After Managing Director's address, Mr. Jainam Shah further informed that the notice of the 9<sup>th</sup> Annual General Meeting along with the Annual Report, have been sent by electronic mode to those Members whose e-mail addresses were registered with the Company or RTA or Depositories. These documents have also been made available on the Company's website at <u>www.drcsystems.com</u>.

With the permission of members, he took the Notice as read. He further informed the members that there were no qualifications reported by the Statutory & Secretarial Auditors of the Company in their respective reports and same were taken as read.

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The following items of businesses, as per the Notice of 9<sup>th</sup> AGM were transacted at the meeting:

| Sr.<br>No.        | Business   | Ordinary / Special<br>Resolution |
|-------------------|--|----------------------------------|
| ORDINARY BUSINESS |  |                                  |
| 1.                | To receive, consider and adopt the Audited Financial<br>Statements of the Company for the Financial Year ended<br>March 31, 2021, together with the Reports of the Board of<br>Directors and Auditors thereon.                 | Ordinary Resolution              |
|                   | SPECIAL BUSINESSES   |                                  |
| 2.                | To approve the appointment of Mr. Keyur Shah (DIN: 03111182) as an Independent Director of the Company.  | Ordinary Resolution              |
| 3.                | To approve the appointment of Mr. Roopkishan Dave<br>(DIN: 02800417) as an Independent Director of the<br>Company.   | Ordinary Resolution              |
| 4.                | To approve the appointment of Mr. Jigar Shah (DIN: 08174430) as an Independent Director of the Company.  | Ordinary Resolution              |
| 5.                | To approve the appointment of Mr. Sanket Khemuka (DIN: 06910440) as a Non-Executive Director of the Company.   | Ordinary Resolution              |
| 6.                | To approve the appointment of Ms. Dipti Chitale (DIN: 08991506) as an Independent Director of the Company.   | Ordinary Resolution              |
| 7.                | To approve the appointment of Mr. Janmaya Pandya (DIN: 09019756), as a Director.   | Ordinary Resolution              |
| 8.                | To approve the appointment of Mr. Janmaya Pandya<br>(DIN: 09019756) as an Executive Director of the<br>Company.  | Special Resolution               |
| 9.                | Approval of the DRC Employee Stock Option Plan 2021-22<br>of the Company and grant of Employee Stock Options to<br>the Employees of the Company thereunder.  | Special Resolution               |
| 10.               | Approval of the DRC Employee Stock Option Plan 2021-22<br>of the Company and grant of Employee Stock Options to<br>the Employees of the Holding Company and Group<br>Company(ies) including Subsidiaries and Associates of the | Special Resolution               |
| 11.               | Company under the Scheme.<br>Re - classification of the members belonging to the<br>category of promoter / promoters group to the category<br>of public  | Ordinary Resolution              |

As the Company had not received any questions from the Shareholders of the Company, the meeting concluded with a vote of thanks.

The meeting commenced at 10.07 a.m. and concluded at 10.18 a.m.

Place: Gandhinagar Date: September 28, 2021

## For DRC Systems India Limited

Jainam Shah Company Secretary

### **DRC SYSTEMS INDIA LIMITED**

24<sup>th</sup> Floor, GIFT Two Building, Block no. 56, Road – 5C, Zone – 5, GIFT CITY, Gandhinagar – 382355, Gujarat, India **Contact:** +91-79-67772222 | ir@drcsystems.com | www.drcsystems.com **CIN:** L72900GJ2012PLC070106