

Date: 27.09.2022

To,

The Secretary,  
BSE Limited  
Phiroze Jeejeebhoy Towers,  
Dalal Street, Mumbai — 400 001,  
Maharashtra, India.

**Scrip Code: 505729**

Dear Sir/ Madam,

**Sub: - Proceedings of Annual General Meeting of the Company**

The 44<sup>th</sup> Annual General Meeting of the members of the Company was held at 03:00 P.M. (IST) on Monday, 26<sup>th</sup> September, 2022 through Video Conferencing (VC)/ Other Audio Visual Means (OAVM) to transact the businesses as set out in the Notice including the corrigendum to the AGM notice convening the meeting.

Pursuant to Regulation 30, Part A of Schedule III, read with Circular CIR/CFD/CMD/4/2015 dated September 09, 2015 of SEBI (LODR) Regulations, 2015, please find enclosed herewith brief proceedings of 44<sup>th</sup> Annual General Meeting of the Company held on 26<sup>th</sup> September, 2022 through Video Conferencing.

Results of remote e- voting and e- voting during the Annual General Meeting along with Scrutinizer report will be submitted separately.

This is for your kind information and record.

Yours Sincerely,  
For **Singer India Limited**



Priyanka Gandhi  
Company Secretary  
Encl:- As above

**SINGER INDIA LIMITED**

Registered & Head Office : A-26/4, 2<sup>nd</sup> Floor, Mohan Cooperative Industrial Estate, New Delhi-110044

Tel. : +91-11-40617777 Fax : +91-11-40617799 Toll Free No. 1800-103-3474

E-mail : mail@singerindia.net Website : www.singerindia.net

CIN : L52109DL1977PLC025405



**PROCEEDINGS OF THE 44<sup>TH</sup> ANNUAL GENERAL MEETING OF THE MEMBERS OF SINGER INDIA LIMITED HELD ON MONDAY, 26<sup>TH</sup> SEPTEMBER 2022 AT 3:00 P.M. (IST)**

The 44<sup>th</sup> Annual General Meeting (“AGM”) of the Members of Singer India Limited (the “Company”) was held on Monday, 26<sup>th</sup> September, 2022 through Video Conferencing (VC)/ Other Audio Visual Means (OAVM).

**PRESENT THROUGH VIDEO CONFERENCING**

1. Mr. Paresh Nath Sharma : Chairman
2. Mr. Rajeev Bajaj : Managing Director
3. Mr. Deepak Sabharwal : Director
4. Mrs. Madhu Vij : Director
5. Ms. Kalliopi Tsiagka : Director
6. Mr. Hetal Madhukant Gandhi : Director
7. Mr. Maneesh Mansingka : Director
8. Mr. Subhash C. Nagpal : Chief Financial Officer
9. Ms. Priyanka Gandhi : Company Secretary
10. Ms. Kanika Kohli : Partner, M/s. B S R & Co. LLP, Statutory Auditors
11. Mr. H.O Gulati : Secretarial Auditor & Scrutinizer

All Directors were present except Mr. Gavin John Walker who could not join the meeting and regretted for not attending.

And 126 Members present through video conferencing including the corporate representative of Retail Holdings (India) B.V.

The deemed venue of the meeting was the Registered Office of the Company at A-26/4, 2<sup>nd</sup> Floor, Mohan Cooperative Industrial Estate, New Delhi-110044

The said AGM commenced at 3:00 P.M.(IST) and concluded at 04:20 P.M.(IST) (including time allowed for e-voting at the meeting).

Mr. P.N. Sharma, Chairman, welcomed all shareholders, auditors and other invitees joining over VC and introduced Directors present at the meeting. All Directors including Chairman of Audit Committee, Stakeholder Relationship Committee and Nomination & Remuneration Committee and Auditors were present in the meeting through video conference.

Upon confirmation of quorum by CDSL and with the requisite quorum being present, the Chairman called the meeting to order. The Chairman informed that the Meeting was held through VC/ OAVM as per the Circulars and directions issued by MCA and SEBI.

He announced that the registers, documents and records as required by law were also kept open for electronic inspection by the members.



The Chairman informed that the electronic copy of 44<sup>th</sup>AGM Notice alongwith Annual Report for the financial year 2021-22 and Corrigendum to the AGM Notice were sent electronically to those members whose email ids were registered with the Company/RTA or Depository Participants.

Thereafter, with the consent of the Members present, the Notice including the Corrigendum to the AGM Notice convening the 44<sup>th</sup> AGM of the Company was taken as read. Thereafter, the Chairman requested the Company Secretary to read the Auditors' Report. Further, the Secretary informed that there were no qualification(s), observation(s) or comment(s) of the Statutory Auditors and the Secretarial Auditor in their Report(s) for the year ended 31<sup>st</sup> March, 2022 and the same were taken as read.

Company Secretary, then informed that the AGM was being held electronically and hence the facility of appointing proxy was not applicable.

Thereafter, the Chairman addressed the members by sharing his thoughts on performance of the Company during the FY 2021-22, opportunities & outlook, safety and wellbeing of employees and concluded his speech by acknowledging the efforts of the various stakeholders and the employees.

The members were informed that in compliance with Rule 20 of the Companies (Management and Administration) Rules, 2014, the Company had provided to the Members the facility to cast their votes electronically on all resolutions set forth in the Notice which to be read collectively with the Corrigendum to the Notice convening the 44<sup>th</sup>AGM of the Company. The e-voting platform was kept open for voting from at 9.00 A.M. on Friday, 23<sup>rd</sup> September, 2022 and ended at 5.00 P.M. on Sunday, 25<sup>th</sup>September, 2022. Further, the members who had not cast their votes earlier through remote e-voting were requested to cast their vote electronically during the course of the AGM. It was further informed that there would be no voting by show of hands.

The Chairman also informed that the Board of Directors of the Company had engaged the services of Central Depository Services (India) Limited (CDSL) for the remote e-voting and voting through electronic voting system at the AGM and had also appointed Mr. Hari Om Gulati, Practicing Company Secretary (Membership No. FCS 5462 and CP No. 9337) as the Scrutinizer to scrutinize the entire voting process in a fair and transparent manner. He also informed that results would be declared on or before 28<sup>th</sup>September, 2022 based on scrutinizer's report and the same would be published on the Company's website and would also be uploaded on the website of the Stock Exchange, BSE.

The Company Secretary with the permission of Chairman then took up all items as circulated in the agenda in the following order and also put them to vote:

#### **ORDINARY BUSINESS:**

**Item No.1** - To receive, consider and adopt the Audited Financial Statements for the financial year ended 31st March, 2022 together with the Reports of the Directors and Auditors thereon.- **Ordinary Resolution**

**Item No.2** - To declare a final dividend on equity shares for the financial year ended on 31st March, 2022. - **Ordinary Resolution**

**Item No.3-** To appoint a Director in place of Mr. Gavin John Walker (DIN: 01216863), who retires by rotation and, being eligible, offers himself for re-appointment. - **Ordinary Resolution**



**Item No. 6** - Appointment of Mr. Hetal Madhukant Gandhi (DIN: 00106895), as Non-Executive Director of the Company. - **Ordinary Resolution**

**Item No.7** - Appointment of Mr. Maneesh Mansingka (DIN:00031476), as Non-Executive Director of the Company. - **Ordinary Resolution**

Thereafter, the Chairman invited Members who had registered themselves with the Company as Speakers to ask their questions or queries through VC/OAVM. He also provided instructions related to participation in the AGM and guidelines for speaker shareholders. The speaker members asked their questions virtually during the meeting. Mr. Rajeev Bajaj, Managing Director of the Company responded to the queries of the speaker Members.

The Chairman announced that the e-voting results along with the consolidated Scrutinizers' report would be submitted to Stock Exchange within 48 hours from the end of this meeting. The Chairman also mentioned that the results would also be displayed by the Company on the Company's Website i.e. [www.singerindia.net](http://www.singerindia.net) and also on the website of the CDSL. Chairman announced that the resolutions, as set forth in the Notice in conjunction with Corrigendum to the AGM Notice, shall be deemed to be passed today subject to receipt of requisite number of votes.

The Chairman thanked the shareholders for their participation, views and suggestions, along with Board Members, Panellist and Auditors and, informed the members that the e-voting process would continue for the next 15 minutes and would be disabled automatically and then declared the Meeting as closed.

The meeting concluded at 04:20 P.M. after being open for 15 minutes for e-voting to be completed.

The voting results pursuant to Regulation 44(3) of SEBI (Listing Obligations and Disclosures) Regulations,2015 and Report of Scrutinizer, pursuant to Section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules,2014 will be submitted in due course.

Yours Sincerely,  
For **Singer India Limited**



Priyanka Gandhi  
Company Secretary