

Ref: STL/SE/2024-2025/AGM Proceedings/39

Dated: 24th September, 2024

To,
Department of Corporate Services
BSE Limited
Phiroze Jeejeebhoy Tower, Dalal Street,
Mumbai-400001

To,
Listing Department
The National Stock Exchange of India Limited
C-1, G-Block, Bandra-Kurla Complex,
Bandra, (E), Mumbai-400051

BSE Code 541163; NSE: SANDHAR

Subject: Proceedings of 32nd Annual General Meeting ('AGM') held on 24th September, 2024

Dear Sir/ Ma'am,

In continuation to our letter dated 29th August, 2024, we wish to inform you that the 32nd Annual General Meeting ("AGM") of the Company was held today i.e. Tuesday, the 24th September, 2024, at 11:30 A.M. (IST) through Video Conferencing ("VC")/ Other Audio Visual Means ("OAVM").

The voting results pursuant to Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, along with the Scrutinizer's Report will be submitted with the Stock Exchanges in due course.

In compliance with the Regulation 30 read with Part A (13) of Schedule III of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 we are enclosing herewith a summary of AGM proceedings as **Annexure -1**.

The AGM concluded at 12:27 P.M.(IST)

Kindly take the aforesaid on record and oblige.

Thanking you,

Yours faithfully,

For SANDHAR TECHNOLOGIES LIMITED

Yashpal Jain
Chief Financial Officer & Company Secretary
(M. No. A13981)

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Annexure-1

SUMMARY OF THE PROCEEDINGS OF THE 32ND (THIRTY SECOND) ANNUAL GENERAL MEETING OF THE MEMBERS OF SANDHAR TECHNOLOGIES LIMITED (“THE COMPANY”)

The 32nd Annual General Meeting (“AGM”) of the Members of Sandhar Technologies Limited (“Company”) was held today i.e. Tuesday, the 24th September, 2024, at 11:30 A.M. (IST) through Video Conferencing (“VC”)/ Other Audio Visual Means (“OAVM”) through facility provided by Link Intime India Private Limited in compliance with the circulars issued by the Ministry of Corporate Affairs (“MCA”) and the Securities and Exchange Board of India (“SEBI”). The said meeting was called, convened and conducted in compliance with the provisions of Companies Act, 2013 and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 to transact the business(es) as stated in the AGM notice dated 08th August, 2024.

Shri Yashpal Jain, Chief Financial Officer and Company Secretary, welcomed all the Members and panelist present at the AGM and briefed them on details relating to their participation at the Meeting through audio-visual means and requested Board Members and other officials present at the meeting to introduce themselves.

The following Directors and officials were present at the AGM of the Company:

1.	Shri Jayant Davar	Chairman, Managing Director and Chief Executive Officer & Chairman of the Corporate Social Responsibility Committee
2.	Smt. Archana Capoor	Non-Executive Independent Director & Chairman of the Audit Committee
3.	Shri Vikrampati Singhania	Non-Executive Independent Director & Chairman of the Nomination and Remuneration Committee
4.	Shri Vimal Mahendru	Non-Executive Independent Director
5.	Shri Bharat Anand	Non-Executive Independent Director
6.	Shri Arjun Sharma	Non-Executive Independent Director & Chairman of Stakeholders’ Relationship Committee
7.	Smt. Aabha Bakaya	Non-Executive Independent Director
8.	Shri Sandeep Dinodia	Non-Executive Non-Independent Director & Chairman of the Risk Management Committee
9.	Smt. Monica Davar	Non-Executive Non-Independent Director
10.	Shri Neel Jay Davar	Non-Executive Non-Independent Director
11.	Shri Yashpal Jain	Chief Financial Officer and Company Secretary
12.	Shri Gulshan Ahuja	Deputy Company Secretary & Compliance Officer
13.	Shri Shashank Agarwal	Representative of BSR & Co. LLP, Statutory Auditors
14.	Shri K K Sachdeva	Secretarial Auditor & Scrutinizer

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Shri Yashpal Jain informed the members that Company has provided remote e-voting facility to members to cast their vote between 09:00 A.M. of Saturday, 21st September, 2024 till 05:00 P.M. of Monday, 23rd September, 2024 and that, the proceedings of the AGM were also being webcasted and could be viewed live by members by logging on to the website of the InStaMeet. The Company has taken requisite steps to enable Members to participate and vote on the business(es) to be transacted at the AGM.

Since the AGM was held through VC/OAVM, in compliance with the applicable circulars issued by MCA and the SEBI, physical attendance of Members was dispensed with. Accordingly, the Members were informed that the requirement of appointing proxies was not applicable. Further, the Registers, as required under the Companies Act, 2013, as well as other documents as mentioned in the Notice convening the AGM were available for inspection in electronic mode to the members.

Total 144 Members attended the AGM through VC/OAVM.

Shri Yashpal Jain has confirmed that requisite quorum was present and requested Shri Jayant Davar to Chair the Meeting.

Thereafter, Shri Jayant Davar delivered his speech and with the consent of the members present, the Notice convening the 32nd AGM, the Report of the Board of Directors and the Financial Statements including Auditor's Report thereon for the Financial Year 2023-24 were taken as read, as the same were circulated to the Members. There were no qualifications, reservations, disclaimer or adverse remarks in the Auditor's Report and the Report of the Secretarial Auditor of the Company.

In terms of the AGM Notice dated 08th August, 2024, the following business(es) were transacted through remote e-voting and voting during the AGM:

S. No.	Particulars	Type of Resolution
ORDINARY BUSINESS(ES)		
1.	To receive, consider and adopt the Audited Standalone and Consolidated Financial Statements of the Company for the Financial Year ended the 31 st March, 2024 together with the reports of the Board of Directors and Auditors thereon.	Ordinary
2.	To declare a final dividend of INR. 3.25 per Equity Share of INR. 10/- each fully paid up for the Financial Year ended the 31 st March, 2024.	Ordinary
3.	To appoint a Director in place of Shri Sandeep Dinodia (DIN 00005395), who retires by rotation and being eligible, offer himself for re-appointment.	Ordinary
SPECIAL BUSINESS(ES)		
4.	Ratification of remuneration payable to Cost Auditor viz. M/s Satija & Co., for audit of cost records for the Financial Year 2024-25.	Ordinary
5.	Appointment of Smt. Aabha Bakaya (DIN: 05131734) as Non-Executive, Independent Director of the Company	Special

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6.	Re-appointment of Shri Vimal Mahendru (DIN: 00006016) as Non-Executive Independent Director of the Company	Special
7.	Renewal for the payment of Commission to the Non-Executive Directors	Ordinary

The members who registered themselves as speakers, addressed the meeting through VC/OAVM and sought information on the Company's operations and businesses. Shri Jayant Davar responded to the queries of the Members and provided desired information.

Further, the Chairman informed that the facility for e-voting would remain open for 15 minutes' post conclusion of the AGM and requested the Members who had not exercised their votes through the remote e-voting, to cast their votes through e-voting facility available at the AGM.

The members were informed that Shri K. K. Sachdeva, proprietor of M/s K K Sachdeva & Associates, Company Secretaries, appointed as the scrutinizer to scrutinize the e-voting process of the AGM.

On receipt of the final report from the scrutinizer, the results of the voting along with remote e-voting would be announced within 2 working days from conclusion of the meeting. The voting results along with the Scrutinizer's Report shall be placed on the website of the Company <https://sandhargroup.com> and Link Intime India Private Limited and shall also be submitted immediately to the BSE Limited and the National Stock Exchange of India Limited.

The requisite quorum was present throughout the meeting.

The meeting concluded at 12:27 P.M. with the Chairman of the meeting presenting vote of thanks to everyone present at the meeting.

For Sandhar Technologies Limited

Yashpal Jain
Chief Financial Officer & Company Secretary
(M. No. A13981)

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