



20<sup>th</sup> August, 2024

The Department of Corporate Services BSE Limited Ground Floor, P. J. Towers Dalal Street, Fort Mumbai – 400 001 Scrip Code : 533168	National Stock Exchange of India Ltd. Listing Department, Exchange Plaza, Bandra-Kurla Complex Bandra (E), Mumbai – 400 051 Symbol: ROSSELLIND
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Dear Sirs,

Sub.: **Outcome of 30<sup>th</sup> Annual General Meeting of the Company**

Further to our letter dated 24<sup>th</sup> July, 2024, kindly be advised that in compliance with the various circulars issued by Ministry of Corporate Affairs (MCA) and Securities and Exchange Board of India (SEBI), the 30<sup>th</sup> Annual General Meeting (AGM) of the Company, as convened, was held on 20<sup>th</sup> August, 2024, from 12:00 P.M. (IST) onwards through two way Video Conference (VC)/ Other Audio Visual Means (OAVM) facility using NSDL virtual meeting platform.

In terms of Regulation 30 read with Schedule III of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we enclose the copy of the proceedings of 30<sup>th</sup> AGM of the Company.

Kindly take the above on your record.

Yours faithfully,  
For **ROSSELL INDIA LTD.**

**(NIRMAL KUMAR KHURANA)**  
**DIRECTOR (FINANCE) AND**  
**COMPANY SECRETARY**



Encl.: as above



**Proceedings of 30<sup>th</sup> Annual General Meeting (AGM) of Rossell India Limited (the Company) held on Tuesday, 20<sup>th</sup> August 2024 at 12:00 PM through Video Conferencing (VC) / Other Audio Visual Means (OAVM).**

The 30<sup>th</sup> AGM of Members of the Company was held on 20<sup>th</sup> August, 2024 through Video Conferencing / Other Audio Visual Means at 12:00 p.m. (IST). Mr. N. K. Khurana, Director (Finance) and Company Secretary [D(F)/CS] opened the proceedings and welcomed all the Members of the Company, Chairman as well as Directors present. With quorum being present, he handed over the proceedings to Mr. H. M Gupta, Executive Chairman of the Company to conduct the Meeting.

Mr. H.M. Gupta, Executive Chairman chaired the proceedings of the Meeting. The requisite quorum being present as advised by the Company Secretary, the Meeting was called to order by the Chairman. At the request of the Chairman, all the Directors introduced themselves. The Chairpersons of the Audit Committee, Nomination & Remuneration Committee, Stakeholders Relationship Committee and Corporate Social Responsibilities (CSR) Committee were present at the Meeting. Thus, in effect all the Board Members were present. The Chairman confirmed the presence of Statutory Auditors' as well as Secretarial Auditors, who also happens to be the Scrutinizer for the remote e-voting and e-voting during the AGM.

The Company Secretary advised that the AGM was conducted through VC/OAVM facility in accordance with the circulars issued by Ministry of Corporate Affairs (MCA) and Securities and Exchange Board of India (SEBI). He explained the general instructions to the Members regarding participation in the Meeting and called upon the Chairman to address the Members.

Before highlighting the performance of both the Divisions of the Company viz. Rossell Tea and Rossell Techsys Division during the financial year 2023-24 and the prospects during the current financial year 2024-25, the Chairman apprised the Members about the status of ongoing Scheme of Arrangement. He advised that the Amalgamation of Holding Company, BMG Enterprises Ltd into our Company with retrospective from 1<sup>st</sup> July, 2022 has been made effective from 13<sup>th</sup> August, 2024, as per the final Order and certified true copy thereof received from the Hon'ble National Company Law Tribunal, Kolkata bench and filed thereafter with the Registrar of Companies, West Bengal, on 13<sup>th</sup> August, 2024.

The Chairman also highlighted, the performance of the Company for the first Quarter ended 30<sup>th</sup> June, 2024.

Thereafter, with the consent of the Shareholders, Chairman announced that the Notice convening the AGM and the Auditors' Report were taken as read. The 4 (eight) agenda items of the Notice of 30<sup>th</sup> AGM were stated for information of the Members.

The Members were further apprised that pursuant to the provisions of the Companies Act, 2013, the rules framed thereunder and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company had provided facility to the Members to cast their vote through







remote e-voting which commenced from Friday, 16<sup>th</sup> August, 2024 (9.00 a.m. IST) and ended on Monday, 19<sup>th</sup> August, 2024 (5.00 p.m. IST). During this period, all Members of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date i.e. Tuesday, 13<sup>th</sup> July, 2024, had the opportunity to cast their votes electronically. The Members were also informed that the facility for voting through e-voting system provided by NSDL was made available during the AGM and shall continue for 30 minutes after the conclusion of the AGM for Members, who could not cast their vote prior to the Meeting.

At this stage, the Chairman invited Members who had pre-registered themselves as speakers, to raise queries, offer comments or seek clarifications (if any) on the Company's accounts and businesses. A total of 12 Members spoke and raised various issues which covered, inter alia, issues on Company's both Business Segments.

The Chairman, thanked all the Members for raising questions concerning both the Divisions of the Company. The Chairman, Director (Finance)/CS and our Ex- Whole Time Director till 8<sup>th</sup> February, 2024 and at present, the Managing Director of Rossell Techsys Limited, Wholly Owned Subsidiary till the formalization of aforesaid Scheme of Arrangement, responded to the queries raised by Members and provided clarifications / explanations, wherever required.

The Chairman then announced that Mr. A. K. Labh, Practicing Company Secretary, was appointed as the Scrutinizer to scrutinize the e-voting process and advised the Members to continue to vote through electronic system, if not already voted through remote e-voting within next 30 minutes, as e voting shall be closed thereafter.

He stated that e-voting results shall be declared within two working days and the same along with the Consolidated Scrutinizers Report shall be advised to the Stock Exchanges. These shall also be uploaded on the website of the Company and on the website of NSDL, the e-voting agency.

At the end, the Chairman thanked all the members from attending this Meeting.

The Meeting was concluded by the Company Secretary by extending a hearty vote of thanks to the Chair and other Directors for attending this Meeting.

The Company Secretary also thanked all the Members for attending this AGM.

The meeting finally concluded at 1:30 P.M. followed by e-voting thereafter for 30 minutes.

