

SOM DISTILLERIES AND BREWERIES LIMITED

(Formerly Known As Som Distilleries Breweries & Wineries Limited)

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Email : compliance@somindia.com **Website:** www.somindia.com

CIN : L74899DL1993PLC052787

(BSE : 507514, NSE : SDBL)



SDBL/BSE/NSE/2024

28.09.2024

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 <u>Security ID: SDBL</u>	Dy. General Manager, Department of Corporate Services, BSE LIMITED, First Floor, P.J. Towers, Dalal Street, Fort, Mumbai – 400001. corp.compliance@bseindia.com <u>Security ID: 507514</u>
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SUBJECT: - PROCEEDINGS OF THE 31ST ANNUAL GENERAL MEETING (AGM) OF THE COMPANY HELD ON SATURDAY, THE 28TH DAY OF SEPTEMBER, 2024 AT 12:30 P.M.

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, we are enclosing Proceedings of the 31st Annual General Meeting of the Members of the Company held today i.e. Saturday, the 28th day of September, 2024 at 12:30 P.M. through Video Conferencing / Other Audio-Visual Means (VC/OAVM) for your record.

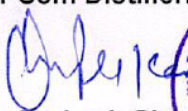
The meeting commenced at 12:30 p.m. and concluded at 1:15 p.m. (including time allowed for e-voting at AGM).

Kindly take the above on your records.

Thanking You,

Yours Faithfully,

For Som Distilleries and Breweries Limited


Om Prakash Singh
Company Secretary & Compliance Officer



SUMMARY OF THE PROCEEDINGS OF 31ST ANNUAL GENERAL MEETING (AGM) OF SOM DISTILLERIES AND BREWERIES LIMITED (THE COMPANY) HELD ON SATURDAY, THE 28TH DAY OF SEPTEMBER, 2024 AT 12:30 P.M. THROUGH VIDEO CONFERENCING/ OTHER AUDIO-VISUAL MEANS

Date, Time & Venue of the Meeting:

The 31st Annual General Meeting (AGM) of **Som Distilleries and Breweries Limited** (the Company) held today i.e. Saturday, the 28th day of September, 2024 at 12:30 P.M. through Video Conferencing/ Other Audio-Visual Means.

The following Directors were attended/present in the meeting:

S.No.	Name of the Director	Designation
1.	Shri Nakul Kam Sethi	Whole Time Director
2.	Shri Dinesh Kumar Batra	Independent Director
3.	Smt. Nishi Arora	Independent Director
4.	Smt Shreyansi Goel	Independent Director

In attendance:

S.No.	Name of the Attendees	Designation
1	Shri Om Prakash Singh	Company Secretary
2	Shri Rajesh Kumar Dubey	Chief Financial Officer
3	Shri Neelesh Jain (through representative)	Secretarial Auditors and Scrutinizer (N K Jain & Associates)
4	Shri Mayank Agrawal	Internal Auditor
5	Shri Rahul Dewani	Statutory Auditors (AKB Jain & Co.)

Proceedings in brief:

Mr. Nakul Kam Sethi, Whole time Director and also a shareholder was elected as chairman of the meeting.

The meeting was virtually attended by 65 Members. Four Directors were present at the meeting including Shri Dinesh Kumar Batra- the Chairperson of Audit Committee. The Statutory, Internal & Secretarial Auditors also attended the meeting.

Mr. Om Prakash Singh– Company Secretary & Compliance Officer of the Company welcomed the Members to the 31st AGM and briefed the meeting on few points regarding participation in the meeting electronically.

Thereafter, the elected Chairman Mr. Nakul Kam Sethi welcomed all the shareholders, Directors and Auditors present at the meeting and introduced all Directors. As per Section 103 of the



Companies Act, 2013, the required quorum was present, the Chairman called the meeting to order.

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 electronically.

The members were informed 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 in respect of all businesses to be transacted at the 31st Annual General Meeting to all the members holding shares as on cut-off date of Saturday, September 21, 2024 and E-voting period commenced on Wednesday, September 25, 2024 at 9:00 A.M. and ended on Friday, September 27, 2024 at 5:00 P.M.

CS Neelesh Jain (N.K. Jain & Associates - Practicing Company Secretaries) has been 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 Annual General Meeting, Financial Statements along with Boards' Report and Auditors' thereon for F.Y. 2023-24 forming part of Annual Report was taken as read.

The following items of business as set out in the Notice AGM dated September 5, 2024 convening the meeting were transacted through remote e-voting and e-voting during the AGM.

ORDINARY BUSINESS:

1. To receive, consider and adopt the Audited Standalone Financial Statements of the company for the financial year ended March 31, 2024, the report of the auditors' thereon and the report of the board of directors'.
2. To receive, consider and adopt the Audited Consolidated Financial Statements of the company for the financial year ended March 31, 2024 together with the auditors' report thereon.
3. To appoint a director in place of Mr. Nakul kam sethi (DIN: 06512548), who retires by rotation and being eligible offers himself for reappointment.
4. Re-appointment of statutory auditors.

SPECIAL BUSINESS

5. Appointment of Ms. Shreyansi Goel (DIN: 10164947) as a Director (Non-Executive & Independent) of the company.
6. To ratify and approve transactions under Section 186 of the Companies Act, 2013 with Som Distilleries & Breweries Odisha Private Limited.
7. To ratify and approve transactions under Section 186 of the Companies Act, 2013 with



Woodpecker Distilleries & Breweries Private Limited.

8. To ratify the related party transactions of the company.
9. To approve material related party transactions of the company.

The queries raised by the registered speaker members and other members during the meeting 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 E-voting during the AGM. 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.

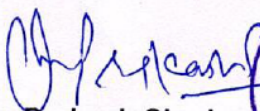
The Chairman and Company Secretary thanked the Members present at the meeting and with the permission of the Chairman, Company Secretary concluded the meeting.

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 Annual General Meeting of the Company.*

Thanking You,
Yours Faithfully,

For Som Distilleries & Breweries Limited


Om Prakash Singh
Company Secretary & Compliance Officer

