Corporate Office: The First, A Wing, 9th Floor, Behind Keshav Baug Party Plot, The First Avenue Road, Off 132 ft Ring Road, Vastrapur, Ahmedabad - 380015 Gujarat, India

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 : http://www.ratnamani.com

RMTL/SEC/37<sup>th</sup> AGM MIN/2021-22



October 19, 2021

То,	То,
BSE Ltd.	National Stock Exchange of India Ltd.
Corporate Relationship Department	"Exchange Plaza", 5th Floor,
1 <sup>st</sup> Floor, New Trading Ring,	Bandra – Kurla Complex,
Rotunda Building, P. J. Tower,	Bandra (E),
Dalal Street, Fort, Mumbai – 400 001	Mumbai - 400 051
Company Code : 520111	Company code : RATNAMANI

# Subject: <u>Minutes of the 37<sup>th</sup> Annual General Meeting of the Company held on Monday,</u> <u>27<sup>th</sup> September, 2021 through Video Conference ("VC") / Other Audio Visual Means</u> <u>("OAVM")</u>

Dear Sir/Madam,

Pursuant to Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, please find enclosed herewith the Minutes of the 37<sup>th</sup> Annual General Meeting of Members of the Company held on Monday, 27<sup>th</sup> September, 2021 through Video Conference ("VC") / Other Audio Visual Means ("OAVM").

Please take the above on your record.

Thanking you,

Yours faithfully, For, RATNAMANI METALS & TUBES LIMITED

ANIL MALOO COMPANY SECRETARY & COMPLIANCE OFFICER MINUTES OF THE PROCEEDINGS OF THE 37<sup>TH</sup> ANNUAL GENERAL MEETING OF THE MEMBERS OF RATNAMANI METALS & TUBES LIMITED DEEMED TO BE HELD AT THE CORPORATE OFFICE OF THE COMPANY SITUATED AT THE FIRST, A & B WING, 9<sup>TH</sup> FLOOR, BEHIND KESAV BAUG PARTY PLOT, THE FIRST AVENUE RAOD, OFF. 132 FT RING ROAD, VASTRAPUR, AHMEDABAD – 380015 ON MONDAY, 27<sup>TH</sup> SEPTEMBER, 2021 AT 10.10 A.M. THROUGH VIDEO CONFERENCING ("VC") / OTHER AUDIO VISUAL MEANS ("OAVM")

# The following Directors were present:

	renotting Directore were pro-	oonti	
1	Shri Drakash M. Sanahvi	-	Chairman and Managing Director
	Shri Prakash M. Sanghvi		
	Shri Jayanti M. Sanghvi	-	Joint Managing Director
	Shri Shanti M. Sanghvi	-	Whole Time Director
4.	Shri Divyabhash C. Anjaria	-	Independent Director
			(Chairman of Audit Committee,
			Nomination & Remuneration Committee,
			Stakeholders Relationship Committee
			and Risk Management Committee)
E	Chri Drevinsbandra M. Mahte		
	Shri Pravinchandra M. Mehta	-	Independent Director
	Dr. Vinodkumar M. Agrawal	-	Independent Director
7.	Smt. Nidhi G. Gadhecha	-	Independent Woman Director
<u>The</u>	e following Key Managerial Pe	rsonnel	were present:
1	Chri Vimal Katta		Sr VD (E. 8. A) and Chief Einanaial Officer
	Shri Vimal Katta	-	Sr. VP (F & A) and Chief Financial Officer
2.	Shri Anil Maloo	-	Company Secretary and Legal Head
<u>The</u>	e following were present:		
1.	Shri Prashant J. Sanghvi	-	Business Head (LSAW Division)
	Shri Manoj P. Sanghvi	-	Business Head (CS Division)
	Shri Rakesh Agrawal	-	General Manager (F & A)
	Shri Aakash Soni	_	Assistant Company Secretary
	Shri Pritesh Maheswari	_	Partner of M/s. S R B C & Co. LLP,
J.	Shiri mesh maneswan	-	Chartered Accountants, Statutory
			Auditors
~	Ohni Jinal Datal		
ю.	Shri Jinal Patel	-	Partner of M/s. Kantilal Patel & Co.,
			Chartered Accountants, Statutory
_			Auditors
7.	Shri Mahesh C. Gupta	-	Proprietor of M/s. M. C. Gupta & Co.,
			Practicing Company Secretaries,
			Secretarial Auditors and Scrutiniser
			appointed for submitting report on
	<b>`</b> .		Remote E-voting and E-voting during the
			AGM
8.	Shri Anil Sheth	_	Representative of M/s. G. K. Chokshi &
			Co., Chartered Accountants, Internal
			Auditors
٥	Ms. Deepa Popat	_	Representative of M/s. G. K. Chokshi &
9.	NS. Deepa l'opat	-	Co., Chartered Accountants, Internal
			Auditors
40			
10	. Shri Ayush Baid	-	Representative of M/s. S. R. B. C. & Co.
			LLP, Chartered Accountants, Statutory
			Auditors
11.	. Shri Sparsh Gupta	-	Representative of M/s. M. C. Gupta &
			Co., Practicing Company Secretaries
;		· · •	

Chairman's Initials

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Minute Book

MANSI - M. 9426170961

# 1. <u>MEMBERS:</u>

Total 66 Members having logged in, were present through video conference at the 37<sup>th</sup> Annual General Meeting of the Company.

# 2. <u>WELCOME:</u>

Shri Anil Maloo, Company Secretary welcomed all the Members who were present through video conference and introduced the Directors, Statutory Auditors, Internal Auditors and Secretarial Auditors of the Company at the 37<sup>th</sup> Annual General Meeting of the Company, held through VC/OAVM pursuant to the circulars issued by the Securities and Exchange Board of India ("SEBI") and the Ministry of Corporate Affairs ("MCA"). The members were informed that the Company had taken all feasible efforts under the current circumstances to enable them to participate through VC and vote on the resolutions placed before the shareholders for their approval.

# 3. CHAIRMAN:

In accordance with Article 109 of the Articles of Association of the Company, Shri Prakash M. Sanghvi, Chairman and Managing Director of the Company occupied the Chair and a warm welcome was extended to all the members at the 37<sup>th</sup> Annual General Meeting.

# 4. QUORUM:

Shri Anil Maloo, Company Secretary informed requisite quorum was present through video conference and the meeting having been validly constituted, the meeting was called to order. Thereafter, the proceedings of the meeting were commenced at 10.10 am.

# 5. GENERAL INSTRUCTIONS, PHYSICAL ATTENDANCE AND PROXIES

Thereafter, the Company Secretary took up the general instructions pertaining to the participation and voting at the meeting. It was informed that since, the 37<sup>th</sup> AGM was being held through Video Conference pursuant to applicable circulars of MCA & SEBI, physical attendance of the members was dispensed with and the facility for appointing the proxies was also not available for the meeting.

# 6. STATUTORY REGISTERS/ REPORTS/ STATEMENTS:

Shri Anil Maloo, Company Secretary informed the members that the Register of Directors and Key Managerial Personnel and their Shareholding maintained under Section 170, Register of Contracts or arrangements in which Directors are interested maintained under Section 189 of the Companies Act, 2013, Register of Members and other Statutory Registers and all material documents mentioned in the explanatory statement annexed to notice convening the 37<sup>th</sup> Annual General Meeting, Statutory Auditors' Report and Secretarial Auditors' Report and Memorandum and Articles of Association were available for inspection by the members in electronic mode at the 37<sup>th</sup> Annual General Meeting of the Company.

# 7. <u>NOTICE CONVENING THE 37<sup>TH</sup> ANNUAL GENERAL MEETING, BOARD'S</u> <u>REPORT AND ANNUAL REPORT:</u>

With the permission of the members present at the Meeting, the Notice dated June 2, 2021 convening 37<sup>th</sup> Annual General Meeting of the Company, Board's Report along with its annexures, Annual Report for the year 2020-21, as circulated to the members of the Company in advance in accordance with the provisions and circulars of MCA, were taken as read. *Chairman's Initials* 



# 8. AUDITORS' REPORT:

Shri Anil Maloo, Company Secretary informed the members that the Report of Statutory Auditors does not contain any qualifications, observations, comments or other remarks which have any adverse effect on the functioning of the Company, hence the same were taken as read. Further, he also informed the members that the Secretarial Audit Report issued by M/s. M. C. Gupta & Co., Practising Company Secretaries also does not contain any qualification, observation or comment or remark.

# 9. REMOTE E-VOTING & E-VOTING AT THE 37<sup>TH</sup> AGM:

The members were informed that in accordance with the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 (voting through electronic means) of the Companies (Management and Administration) Rules, 2014 and as per Regulation 44 of the SEBI (LODR) Regulations, 2015 and the Secretarial Standard on General Meeting (SS-2) issued by the Institute of Company Secretaries of India, as amended from time to time, the Company had provided Remote E-Voting facility through Central Depository Services (India) Limited ("CDSL") to the members of the Company for casting their voting rights in electronic form. The Remote E-Voting started at 10.00 A.M. on Friday, September 24, 2021 and ended on Sunday, September 26, 2021 at 5.00 P.M.

He further informed the members attending the meeting and who have not casted their vote during the remote e-voting process and otherwise not barred from doing so, shall be eligible to vote through remote e-voting system during the AGM and also up to 15 minutes after closure of the meeting. He also informed that the Members that there would be no voting by show of hands or through Ballot paper in this AGM, as the same was being conducted through Video Conferencing.

Thereafter, the Chairman was requested to address the members.

#### 10. CHAIRMAN'S SPEECH:

Shri Prakash M. Sanghvi, Chairman and Managing Director delivered his speech by giving the overall review of the working of the Company, its achievements and developments during the year under review, and preparation for "Next Chapter" of opportunities and future growth prospects, technological enhancement and service towards the community and concluded the speech by thanking the Corona warriors, Shareholders, Governments, Ministry, Fellow Board Members, Customers, Suppliers, Other Stakeholders and the team of Ratnamani pariwar.

# 11. SCRUTINISER:

The Chairman stated that pursuant to the provision of Section 108 of the Companies Act, 2013 and rules made thereunder, Shri M. C. Gupta, proprietor of M/s M. C. Gupta & Co., Company Secretaries, had been appointed as a Scrutiniser for both, remote e-voting and e-voting process during the AGM, to conduct in a fair and transparent manner and scrutinize the votes casted by the members and submit his report.

It was informed that the combined results of the remote e-voting and e-voting during the AGM on each resolution shall be determined by majority of the votes casted in favour or against the resolutions. It was stated that on receipt of the Scrutiniser's Report, the results on the resolutions shall be declared within 2 working days after the conclusion of the 37<sup>th</sup> Annual General Meeting of the Company. The results for vote on each resolution shall indicate separately the votes casted by remote e-voting and e-voting during the AGM and would immediately be intimated to the Stock Exchanges *Chairman's Initials* 

MANSI - M. 9426170961

i.e. BSE Limited and National Stock Exchange of India Limited. He further stated that the results shall be uploaded on the Company's website i.e. <u>www.ratnamani.com</u> and also on the CDSL's website i.e. <u>www.evotingindia.com</u> with the reports of the scrutiniser for the remote e-voting and e-voting during the AGM. The same will also be available at the Registered Office of the Company.

Thereafter, the following businesses were taken up for consideration and approval of the members:

# 12. ORDINARY BUSINESSES:

# ITEM NO.1 (AS AN ORDINARY RESOLUTION):

Receive, consider and adoption of:

(a) <u>the audited Standalone Financial Statements of the Company for the</u> <u>financial year ended on 31st March, 2021, together with the Reports of</u> <u>the Board of Directors and Auditors thereon;</u>

**"RESOLVED THAT** the Audited Standalone Financial Statements of the Company for the Financial Year ended on 31<sup>st</sup> March, 2021, the Auditors' Report and the Board's Report thereon be and are hereby considered and adopted."

# (b) <u>the audited Consolidated Financial Statements of the Company for the financial year ended on 31st March, 2021 and the Report of the Auditors thereon.</u>

**"RESOLVED THAT** the Audited Consolidated Financial Statements of the Company for the Financial Year ended on 31<sup>st</sup> March, 2021 and the Auditors' Report be and are hereby considered and adopted."

# ITEM NO.2 (AS AN ORDINARY RESOLUTION):

Declaration of Dividend of Rs.14/- per equity share having face value of Rs.2/- each for the Financial Year ended on 31st March, 2021.

**"RESOLVED THAT a** dividend at the rate of Rs.14/- (Rupees: Fourteen only) per equity share of Rs.2/- (Rupees: Two) each fully paid-up of the Company, as recommended by the Board of Directors, be and is hereby declared for the financial year ended 31<sup>st</sup> March, 2021 and the same be paid out of the profits of the Company for the financial year ended on 31<sup>st</sup> March, 2021."

For, the next agenda item, Shri Pravinchandra M. Mehta, Independent Director was requested to occupy the chair, since the Item was pertaining to the reappointment of Shri Jayanti M. Sanghvi, and the Chairman was interested in the Item.

Thereafter, Shri Pravinchandra M. Mehta, Independent Director of the Company occupied the Chair and the business of the meeting was taken. Shri Prakash M. Sanghvi, Shri Jayanti M. Sanghvi and Shri Shanti M. Sanghvi being interested in the matter recused themselves from the meeting.

# ITEM NO.3 (AS AN ORDINARY RESOLUTION)

<u>Appointment of a Director in place of Shri Jayanti M. Sanghvi (DIN: 00006178), who retires by rotation in terms of Section 152 (6) of the Companies Act, 2013 and being eligible, offers himself for re-appointment</u>

Chairman's Initials

"**RESOLVED THAT** Shri Jayanti M. Sanghvi (DIN: 00006178), Director of the Company who retires by rotation in terms of section 152(6) of the Companies Act, 2013 and being eligible for re-appointment, be and is hereby re-appointed as a Director of the Company, whose period of office shall be liable to determination by retirement of directors by rotation."

Shri Pravinchandra M. Mehta, Independent Director of the Company, thereafter requested Shri Prakash M. Sanghvi, Chairman and Managing Director to re-occupy the Chair for the next agenda items. Thereafter, Shri Prakash M. Sanghvi, Chairman and Managing Director re-occupied the Chair and the proceedings of the meeting were taken up.

# ITEM NO.4 (AS AN ORDINARY RESOLUTION)

Noting of completion of the second term of M/s. S R B C & Co., LLP, Chartered Accountants as Statutory Auditors and continuation of M/s. Kantilal Patel & Co., Chartered Accountants as Sole Statutory Auditors of the Company.

"RESOLVED THAT pursuant to Section 139(2), 139(9) & 139(10) and 142 and other applicable provisions, if any, of the Companies Act, 2013 read with Companies (Audit and Auditors) Rules, 2014, M/s. S R B C & Co., LLP, Chartered Accountants, (FRN 324982E/E300003) on completion of 2 terms and retiring at the 37th AGM of the Company be not considered for Re-appointment and that M/s. Kantilal Patel & Co., Chartered Accountants, Ahmedabad (FRN 104744W) continue to act as Statutory Auditors (Sole Auditors) of the Company for the Financial Year 2021-22 and for the remaining tenure of their term at such remuneration plus applicable taxes and reimbursement of out-of-pocket expense, travelling and other expenses incurred in connection with the Audit by them, as may be decided by the Board of Directors based on the recommendations of the Audit Committee."

# 13. SPECIAL BUSINESSES:

#### ITEM NO.5 (AS AN ORDINARY RESOLUTION)

Ratification of remuneration payable to M/s. N. D. Birla & Co., Cost Accountants, having Firm Registration No.000028 as the Cost Auditors of the Company for the Financial Year ending on 31st March, 2022

**"RESOLVED THAT** pursuant to the provisions of Section 148 and other applicable provisions of the Companies Act, 2013 and Rule 14 of Companies (Audit and Auditors) Rules, 2014, (including any statutory modification(s) or reenactment(s) thereof for the time being in force), M/s. N. D. Birla & Co., Cost Accountants, Ahmedabad, having Firm Registration No.000028, being the Cost Auditors appointed by the Board of Directors of the Company to conduct the Cost Audit for the financial year ending on 31st March, 2022, be paid Rs.1,20,000/plus applicable taxes, reimbursement of travelling and out-of-pocket expenses incurred by them in connection with aforesaid audit as remuneration."

# **ITEM NO.6 (AS A SPECIAL RESOLUTION)**

<u>Approval for continuance of Directorship of Shri Divyabhash C. Anjaria</u> (DIN: 00008639), Non-Executive Independent Director of the Company having attained the age of 75 years or more

MANSI - M. 9426170961

Minute Book

Chairman's Initials

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"RESOLVED THAT pursuant to the provisions of Regulation 17(1A) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and other applicable provisions, if any, as amended from time to time and subject to such approvals, consents, permissions, terms and conditions, if any, as may be considered necessary from the appropriate authorities, consent of the Members be and is hereby accorded for continuance of the Directorship of Shri Divyabhash C. Anjaria (DIN: 00008639), Non-Executive Independent Director of the Company, who will attain the age of 75 years during his continuance in the Office of Directorship of the Company, shall hold office till the conclusion of 39th Annual General Meeting of the Company to be held in the Calendar year 2023, on the existing terms and conditions, subject to the provisions, rules and regulations of Companies Act, 2013 and/or SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015 and/or approval of any other appropriate authorities, as may be applicable and as amended from time to time.

**RESOLVED FURTHER THAT** the Board of Directors of the Company be and is hereby authorized to undertake all other activities as may be incidental or expedient in this regard."

#### ITEM NO.7 (AS A SPECIAL RESOLUTION)

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# Issuance of Redeemable Non-Convertible Debentures/Bonds by way of private placement to the extent not exceeding Rs.500 Crores

"RESOLVED THAT pursuant to the provisions of Sections 42, 71 and all other applicable provisions, if any, of the Companies Act, 2013 read with the Companies (Prospectus and Allotment of Securities) Rules, 2014, the Companies (Share Capital and Debentures) Rules, 2014, the Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008, Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and other applicable SEBI regulations and guidelines, Foreign Exchange Management Act and RBI Guidelines, the Memorandum of Association and the Articles of Association of the Company and any statutory modifications, re-enactments or amendments from time to time to the above mentioned regulations and rules and clarifications issued thereon from time to time and subject to other applicable laws, rules, regulations, guidelines, notifications and circulars issued by various competent authorities / bodies, whether in India or abroad, the consent of the members be and is hereby accorded to the Board of Directors (hereinafter referred to as "Board", which term shall include any Committee thereof which the Board may have constituted to exercise its powers including the powers conferred by this Resolution) of the Company, to offer or invite subscriptions, raise funds through Private Placement of Unsecured / Secured Redeemable Non-Convertible Debentures / Bonds ("NCDs") in one or more series / tranches for an amount not exceeding Rs.500.00 crores (Rupees: Five Hundred Crores) on private placement to such eligible investors, institutions, banks, incorporated bodies, mutual funds, venture capital funds, Qualified Institutional Buyers, financial institutions, individuals, trustees, stabilizing agents or otherwise and whether or not such investors are members of the Company during the period of one year from the date of passing of resolution by the members on such terms and conditions as the Board may from time to time determine proper and beneficial to the Company, provided that the said borrowings shall be within the overall borrowing limits of the Company.

**RESOLVED FURTHER THAT** for the purpose of giving effect to any offer, invitation, issue or allotment through private placement of NCDs, the Board be and is hereby authorised on behalf of the Company to do all such acts, deeds, matters and things as it may, in absolute discretion, deem necessary or desirable *Chairman's Initials*  for such purpose, including without limitation, the determination of the terms thereof, finalizing the form / placement documents / offer letter, timing of the issue(s), including the class of investors to whom the NCDs are to be allotted, number of NCDs to be allotted in each tranche, issue price, redemption, rate of interest, redemption period, allotment of NCDs, appointment of lead managers, arrangers, debenture trustees and other agencies, entering into arrangements for managing the issue, issue placement documents and to sign all deeds, documents and writings and to pay any fees, remuneration, expenses relating thereto and for other related matters and with power on behalf of the Company to settle all questions, difficulties or doubts that may arise in regard to such offer(s) or issue(s) or allotment(s) as it may, in its absolute discretion, deem fit.

**RESOLVED FURTHER THAT** the Board be and is hereby authorised to do all act and take all such steps as may be necessary, proper or expedient to give effect to this resolution and for matters connected therewith or incidental thereto and also delegate all or any of the powers in aforesaid matters to the officials of the Company, in such manners as the Board may in its absolute discretion deem fit."

#### ITEM NO.8 (AS AN ORDINARY RESOLUTION)

# Payment of Commission to the non-executive Directors of the Company

"RESOLVED THAT pursuant to the provisions of Section 197 and any other applicable provisions of the Companies Act, 2013 ('the Act') [including any statutory modification(s) or re-enactment(s) thereof for the time being in force] and Regulation 17(6) (a) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended from time to time, the consent of the members of the Company, be and is hereby accorded for the payment of commission from the financial years commencing from April 1, 2021 to the Non-Executive Directors (including Independent Directors) (i.e., Directors other than the Managing Director and/or Whole Time Directors) within the overall maximum limit of 0.50% (one half percent) per annum of the net profits of the Company for that financial year computed in accordance with the provisions of Section 198 of the Act or such other percentage as may be specified by the Act from time to time in this regard.

**RESOLVED FURTHER THAT** the above commission shall be in addition to fees payable to the Director(s) for attending the meetings of the Board or Committees thereof or for any other purpose whatsoever as may be decided by the Board of Directors and reimbursement of expenses for participation in the Board and other meetings."

The members were informed that the objectives, rationale, implication and recommendation of the Board of Directors in respect of each of the resolutions proposed at the AGM were already set out in the notice of 37th AGM and annexure to the notice in explanatory statement.

The members were requested to offer their comments, make observations, raise their queries and seek any clarifications on the Agenda Items, if any and no queries were raised / received by the speakers. Additionally, the Members were requested to send their queries, if any, on the designated email ID. It was further informed that the dividend, if declared and approved by the members, shall be payable on or before October 26, 2021 that is within statutory limit, from the date of the AGM.

MANSI - M. 9426170961

Minute Book

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# RESULTS OF THE REMOTE E-VOTING AND E-VOTING AT THE AGM ON THE ORDINARY AND SPECIAL BUSINESSES AS SET OUT IN ITEM NOS. 1 TO 8 OF THE NOTICE CONVENING 37<sup>TH</sup> ANNUAL GENERAL MEETING OF THE COMPANY HELD ON MONDAY, SEPTEMBER 27, 2021:

On the basis of the consolidated Scrutinizer's Report dated September 27, 2021 the summary of which is mentioned hereunder, the Chairman announced the results of voting on September 27, 2021 that all the resolutions for the businesses as set out in the Item Nos.1 to 8 in the Notice of the 37<sup>th</sup> Annual General Meeting of the Company have been duly passed with requisite majority:

Sr. No.	Type of Resolution	Particulars	Votes in favour of the Resolution		Votes Against the Resolution		Result
	Ordinary / Special		Nos.	% of Votes in favour	Nos.	% of Votes in Against	
1.	Ordinary Resolution	Receive, Consider and Adoption of the audited Standalone Financial Statements of the Company for	42240471	99.9992	339	0.0008	Carried by requisite Majority
		the financial year ended on 31st March, 2021, together with the Reports of the Board of Directors and Auditors thereon; and adoption of the audited Consolidated		· · ·			
		Financial Statements of the Company for the financial year ended on 31st March,		· · · ·			
		2021 and the Report of the Auditors thereon.					
2.	Ordinary Resolution	Declaration of Dividend of Rs.14/- per equity share	42241969	99.9992	337	0.0008	Carried by requisite Majority
		having face value of Rs.2/- each for the Financial Year ended on 31st March, 2021.				* <b>.</b>	
3.	Ordinary Resolution	Appointment of a Director in place of Shri Jayanti M. Sanghvi (DIN:	41153308	97.4220	108899 8	2.5780	Carried by requisite Majority
		00006178), whose period of office is not liable to determination by retirement of					
		Directors by rotation and who, pursuant to the applicable provisions of the	<b>*</b> · · ·				
		Companies Act, 2013, retires by rotation and being	•				
		eligible offers himself for re-appointment.	10041007	00.0000	-	0.0000	O a mais at the
4.	Ordinary Resolution	Noting of completion of the second term of M/s. S R B C & Co.,	42241967	99.9992	339	0.0008	Carried by requisite Majority

Minute Book

		Accountants as the		· · · ·			
		Statutory Auditors					1
		and continuation of					1
		M/s. Kantilal Patel &					
		Co., Chartered					
		Accountants as the					
		Sole Statutory					
		Auditors of the					
		Company.					
5.	Ordinary	Ratification of	42241969	99,9992	337	0.0008	Carried
<b>J</b> .	Resolution	remuneration payable	422-11000	00.0002		0.0000	by
	Resolution	to M/s. N. D. Birla &					requisite
		Co., Cost			· · ·		Majority
		Accountants,					wajonty
		Accountants, Ahmedabad having					
		firm Registration					
		No.000028 as the					
		Cost Auditors of the					
		financial year ending on 31st March, 2022.					
	Chasial		35431745	88,4809	461275	11.5191	Carried
6.	Special	Approval of continuance of	30431740	00.4009	401275	11.5191	
	Resolution				4		by requisite
		Directorship of Shri					
		Divyabhash C.					Majority
		Anjaria (DIN:					
		00008639), a Non-					
		Executive					•
		Independent Director	5 A.			•	
		of the Company					
		having attained the					
		age of 75 years or					
		more.	40044007	00.0000		0.0000	Carrie
7.	Special	Issuance of	42241967	99.9992	339	0.0008	Carried
	Resolution	Redeemable Non-					by
		Convertible					requisite
		Debentures/ Bonds					Majority
		by way of private					
		placement for an		· .			
		amount not					
		exceeding Rs.500.00					
		Crores.					
8.	Ordinary	Payment of	35577007	88.8435	446759	11.1565	Carried by
	Resolution	Commission to the			2		requisite
		Non-Executive					Majority
		Directors of the		•			
	1	Company.					

The resolutions for the ordinary and special businesses as set out in Item Nos.1 to 8 of the notice of the 37<sup>th</sup> Annual General Meeting, duly approved by the members, as per the voting results, are recorded as part of the proceedings of the 37<sup>th</sup> Annual General Meeting held on Monday, September 27, 2021.

The meeting, which was commenced at 10.10 a.m. and concluded at 10:35 a.m., with a vote of thanks to the Chair.

PRAKASH M. SANGHVI CHAIRMAN DIN: 00006354

PLACE: AHMEDABAD DATE: <u>1</u> 9 - 10 - 202 ↓

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