

Ref: STL /AGM Outcome / 03 /23092020

Dated: 23<sup>rd</sup> September, 2020

To,  
**BSE Limited**  
Phiroze Jeejeebhoy Tower,  
Dalal Street,  
Mumbai — 400001  
Script Code: 532605

To,  
**The National Stock Exchange of India Ltd.**  
Exchange Plaza, 5th Floor  
Plot No. C/1, G Block,  
Bandra Kurla Complex, Bandra (E)  
Mumbai — 400051

**BSE Code 541163; NSE: SANDHAR**

**Subject: Transcript of 28<sup>th</sup> Annual General Meeting ('AGM') & Outcome**

**Ref: Our letter dated 28<sup>th</sup> August,2020**

Dear Sir/ Ma'am,

In continuation to our letter dated 28<sup>th</sup> August, 2020, we wish to inform you that the 28<sup>th</sup> Annual General Meeting ('AGM') of the Company was held on Wednesday, the 23<sup>rd</sup> September, 2020, at 10:00 A.M. through Video Conferencing ('VC')/ Other Audio Visual Means ('OAVM') and the business items [from Nos. (1) to (7)] mentioned in the notice dated the 13<sup>th</sup> August,2020 of the said AGM were transacted at the said meeting.

The voting results of the 28<sup>th</sup> Annual General Meeting of the Company along with the Scrutinizer's Report will be shared shortly.

In this regard we are pleased to enclose herewith a summary of proceedings as required under SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 as Annexure -1.

The 28<sup>th</sup> Annual General Meeting of the Company was concluded at 10:50 a.m.

Kindly take the aforesaid on your record and oblige.

Thanking you,

Yours faithfully,

**FOR SANDHAR TECHNOLOGIES LIMITED**

  
**Subhi Gupta**  
**(Company Secretary &**  
**Compliance Officer)**  
**Membership No.:44467**



**Sandhar Technologies Limited**

**ANNEXURE-1**

**SUMMARY OF THE PROCEEDINGS OF THE TWENTY EIGHTH ANNUAL GENERALMEETING OF THE MEMBERS OF SANDHAR TECHNOLOGIES LIMITED (“THE COMPANY”)**

The 28<sup>th</sup> Annual General Meeting ('AGM') of the Company was held on Wednesday, the 23<sup>rd</sup> September, 2020, at 10:00 A.M. through Video Conferencing ('VC')/ Other Audio Visual Means ('OAVM').

Ms. Subhi Gupta, Company Secretary & Compliance Officer welcomed all the members present and requested all the Directors, Chief Financial Officer, Statutory Auditors & Secretarial Auditors to introduce themselves.

The following Directors were present at the 28<sup>th</sup> AGM of the Company:

1. Shri Jayant Davar : Co-Chairman & Managing Director
2. Shri Monica Davar : Non-Executive Director
3. Shri Mohan Lal Bhagat : Non-Executive Director, Independent Director
4. Shri Ravinder Nagpal : Non- Executive Director, Independent Director & Chairman of the Audit Committee
5. Shri Krishan Lal Chugh : Non – Executive Director, Independent Director & Chairman of the Nomination and Remuneration Committee
6. Shri Arvind Kapur : Non- Executive Director, Independent Director
7. Shri Archana Capoor : Non- Executive Director, Independent Director
8. Shri Arjun Sharma : Non- Executive Director, Independent Director& Chairman of Stakeholder & Relationship Committee
9. Shri Bharat Anand : Non- Executive Director, Independent Director
10. Shri Vimal Mahendru : Non- Executive Director, Independent Director

Shri. Dharmendar Nath Davar was unable to attend the meeting due to health issues.

Shri Jayant Davar, Co-Chairman & Managing Director presided over the meeting.

Ms. Subhi Gupta, Company Secretary & Compliance Officer informed that in view of the restrictions due to outbreak of COVID -19 and considering the social distancing norms, the AGM was conducted through VC / OAVM. This meeting has been convened and being conducted in accordance with the circulars issued by Ministry of Corporate Affairs and Securities and Exchange Board of India (SEBI). She further informed that the Company had tied up with Link Intime India Private Limited to provide facility for voting through remote e-voting, e-voting during the AGM and participation in the AGM through VC / OAVM facility and requested Shri. Jayant Davar Co-Chairman & Managing Director to commence the formal proceedings of the Annual General Meeting.



After ascertaining from Ms. Subhi Gupta, Company Secretary & Compliance Officer that the requisite quorum was present, Chairman of the meeting called the meeting to order and commenced the proceedings of the Meeting.

Shri Jayant Davar, Chairman of the meeting welcomed all the Shareholders.

Shri Jayant Davar, Chairman of the meeting introduced Special Invitees viz. Shri Gaurav Dalmia, Shri Prabodh Kumar, Shri Gurvinder Jeet Singh, Shri Chandan Sen Kumargupta, Shri Ajay Kumar Raghav, Shri Niraj Hans & Shri Yatendra Singh Chauhan.

Ms. Subhi Gupta, Company Secretary & Compliance Officer informed the members that in compliance with the provisions of the Companies Act, 2013, Secretarial Standard-2 and SEBI (LODR) Regulations, 2015, the Remote e-voting facility was provided by the Company from Sunday, 20<sup>th</sup> September, 2020, 9:00 a.m. till Tuesday, 22<sup>nd</sup> September, 2020 at 5:00 p.m. She further informed the Members that the facility to vote through e-voting systems is made available during the Meeting for Members who had not cast their vote through Remote e-voting prior to the Meeting.

Shri Jayant Davar, Chairman of the meeting delivered his speech and thereafter informed the Members that Notice of AGM dated the 13<sup>th</sup> August, 2020, the Report of Board of Directors and the Financial Statements for the Financial year 2019-20 are taken as read as the same had already been circulated to the Members. He further, informed that the report of M/s BSR & Co. LLP, Chartered Accountants, Statutory Auditors of the Company and the report of M/s K.K. Sachdeva & Associates, Secretarial Auditor of the Company, does not contain any Audit qualifications and accordingly these Reports are not required to be read.

**The following items of business as set out in the notice convening 28<sup>th</sup> AGM were placed for member's consideration and approval:**

S No.	Particulars	Type of Resolution
<b>ORDINARY BUSINESS</b>		
1.	To receive, consider and adopt the Audited Standalone Financial Statements and the Ordinary Audited Consolidated Financial Statements of the Company for the year ended the 31st March, 2020 together with the Auditor's Report and the Board's Report thereon.;	<b>Ordinary</b>
2.	To declare a final dividend of INR 0.75/- per equity share of INR 10/- each fully paid up, and to confirm the interim dividend of INR 1.25/- per equity share of 10/- each fully paid up, already paid, for the year ended 31st March, 2020;	<b>Ordinary</b>
3.	To reappoint Directors, retiring by rotation: Ordinary a) To appoint a Director in place of Shri Dharmendar Nath Davar (DIN-00002008), who retires by rotation and being eligible, offers himself for re-appointment. b) To appoint a Director in place of Smt. Monica Davar (DIN- 00100875), who retires by rotation and being eligible, offers herself for re-appointment.	<b>Ordinary</b>



<b>SPECIAL BUSINESS</b>		
<b>4</b>	Reappointment of Shri Jayant Davar (DIN: 00100801), as a Managing Director for the further period of 5 (Five) years w.e.f. 01 <sup>st</sup> January,2021 to 31 <sup>st</sup> December, 2025	<b>Special</b>
<b>5</b>	To re-appoint Shri Arjun Sharma (DIN: 00003306), as Non-Executive Independent Director of the Company.	<b>Special</b>
<b>6</b>	Ratification of remuneration payable to Cost Auditor M/s A.N. Satija & Co. for audit of cost records for the Financial Year 2020-2021.	<b>Ordinary</b>
<b>7</b>	To appoint Shri Vimal Mahendru (DIN:00006016), as an Independent Director of the Company.	<b>Ordinary</b>

The members who had registered themselves as speakers, addressed the meeting through VC/OAVM and sought clarifications on the Company's accounts and businesses. The Chairman of the meeting responded to the queries of the Members and provided clarifications.

The members were informed that the Company had appointed M/s. K.K. Sachdeva & Associates, Practicing Company Secretaries, as the Scrutinizer to scrutinize the e-voting process in a fair and transparent manner and the vote cast by the members through remote e-voting and e-voting provided at the AGM venue on all the resolutions, shall be disseminated to the Stock Exchange(s) on or before 25<sup>th</sup> September 2020, after receipt of Scrutinizer Report given by M/s K.K. Sachdeva & Associates, Scrutinizer and will also be uploaded on the website of the Company [www.sandhargroup.com](http://www.sandhargroup.com)

The meeting concluded at 10:50 a.m., with the Chairman of the meeting presenting vote of thanks to everyone present at the meeting.



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