



The Yamuna Syndicate Limited

Regd. Office : Radaur Road, Yamuna Nagar (Haryana)

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HO/CS/

October 18, 2021

Manager-Department of Corporate Services,
BSE Limited,
Registered Office :Floor 25,
P J Towers, Dalal Street,
Mumbai- 400 001

Dear Sir/Madam

Furnishing of Information as per
SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015
Scrip Code : 540980 Scrip Id : YSL

Subject : Proceedings of the 67th Annual General Meeting.

1. This is in continuation to our letter dated September 21, 2021 containing summary of the proceedings of the 67th Annual General Meeting dated September 20, 2021.
2. We are now enclosing herewith copy of the complete proceedings of the 67th Annual General Meeting held on September 20, 2021 through Video Conferencing /Other Audio Visual Means.
3. We shall request you to kindly take it on record.

Thanking You,

Yours Faithfully,

For The Yamuna Syndicate Ltd.

(Ashish Kumar)
Company Secretary

CORPORATE IDENTITY NUMBER (CIN)
L24101HR199PLC001837

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companysecretary@yamunasyndicate.com
cfo@yamunasyndicate.com

THE YAMUNA SYNDICATE LIMITED

Registered Office : Radaur Road, Yamunanagar-135 001, Haryana

CIN: L24101HR1954PLC001837

Dated : October 4, 2021

Proceedings of the 67th (Sixty Seventh) Annual General Meeting (AGM) of the Shareholders of The Yamuna Syndicate Limited held on Monday, the September 20, 2021, at 11:00 a.m. (IST) through Video Conferencing ('VC') facility, for which purpose venue for proceedings of the meeting is deemed to held at the Registered Office of the Company situated at Radaur Road, Yamunanagar-135001.

Present through video conferencing/ Other Audio Visual Means:

<u>Name of Participant</u>	<u>Designation</u>	<u>Location from where they were participated through V.C.</u>
Mr. Ranjit Puri	- Non-Executive Non-Independent Chairman and Chairman of Stakeholders Relationship and Grievances Committee	New Delhi
Mrs. Reva Khanna	- Non-Executive Independent Director, Chairperson of Audit Committee and Nomination & Remuneration Committee.	New Delhi
Mr. Kapil Bhalla	- Non-Executive Independent Director and Member of Audit Committee and Nomination & Remuneration Committee	Gurugram (Haryana)
Mr. Aditya Puri	- Non-Executive Non-Independent Director and Member of Audit Committee and Nomination & Remuneration Committee	New Delhi
Mrs. Vandana Gupta	- Non-Executive Independent Director	New Delhi
Mr. Kishore Chatnani	- Non-Executive Non-Independent Director	Noida (U.P.)
Mr. P.Sunder	- Chief Executive Officer	Yamunanagar (Haryana)
Mr. Ashish Kumar	- Company Secretary	Yamunanagar (Haryana)
Mr. Mukesh Kumar Kamboj	- Chief Financial Officer	Yamunanagar (Haryana)

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<u>Name of Participant</u>	<u>Designation</u>	<u>Location from where they were participated through V.C.</u>
Mr. Ajay Moudgil	Representative of M/s. Moudgil & Company, Statutory Auditors	Yamunanagar (Haryana)
Mr. Pramod Kothari, Practicing Company Secretary	Secretarial Auditor & Scrutinizer	Noida (U.P.)

CHAIRMAN

Mr. Ranjit Puri, Chairman, took the chair.

QUORUM:

As per the attendance registered for the meeting by National Securities Depository Limited (NSDL), 31 Members (including 2 promoters, 3 promoter group) were present through V.C. Pursuant to Circular No. 14/2020 issued dated April 08, 2020 by the Ministry of Corporate Affairs (MCA), the facility for appointment of proxy for the AGM was not provided to the Members. Accordingly, there was no proxy present at the meeting.

The Chairman announced that the requisite quorum was present and called the meeting to order. The quorum was present throughout the meeting.

The following Statutory Registers and documents as prescribed under the Companies Act, 2013 were kept open during the AGM for inspection by the Shareholders by writing to the Company at email id as companysecretary@yamunasyndicate.com

- i) Notice convening the 67th AGM and documents mentioned therein;
- ii) Register of Directors and Key Managerial Personnel and their shareholding maintained under Section 170 of the Companies Act, 2013;
- iii) Register of contracts or arrangements in which Directors are interested maintained under Section 189 of the Companies Act, 2013;
- iv) Register of loans, guarantee, security and acquisition made by the Company;

- v) Register of Charge under Section 85 of the Companies Act, 2013;
 - vi) Register of Members under Section 88 of the Companies Act, 2013;
 - vii) The Audited Standalone Financial Statements of the Company for the financial year ended March 31, 2021, the reports of the Board of Directors and Auditors thereon;
 - viii) The Audited Consolidated Financial Statements of the Company for the financial year ended March 31, 2021, the report of Auditors thereon; and
 - ix) Secretarial Audit Report.
1. The meeting commenced at 11:00 a.m. The Chairman welcomed the Shareholders to the 67th Annual General Meeting of the Company.
 2. The Chairman informed that in view of the restrictions due to outbreak of COVID-19 and considering the social distancing norms, the AGM was conducted through the Audio Video means. The AGM was convened and conducted in accordance with the circulars issued by the Ministry of Corporate Affairs (MCA), i.e. General Circular No. 20/2020 dated 5th May, 2020 read with General Circular No. 14/2020 dated 8th April, 2020, General Circular No. 17/2020 dated 13th April, 2020 and Circular No. 02/2021 dated January 13, 2021 and other relevant circulars issued by MCA and Securities and Exchange Board of India (SEBI), which allowed the companies to conduct their AGM through Video Conferencing (VC) or Other Audio Visual Means (OAVM) during the calendar year 2021.
 3. The Chairman further informed that the Company had taken all steps to ensure that the Shareholders were able to attend and vote at this AGM in a seamless manner. He also stated that the Company had tied up with NSDL to provide facility for voting through remote e-voting, e-voting during the AGM and for participation in the AGM through VC/OAVM facility.
 4. The Chairman informed the Members that the Report of Board of Directors, Auditors Report, the financial statements for the financial year ended March 31, 2021 and the Notice convening the 67th AGM were taken as read as the same had already been circulated to the Members through e-mail.

(Printed)

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5. The Chairman further informed the Members that pursuant to the provisions of the Companies Act, 2013, Rules framed there-under and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company had extended facility of remote e-voting and voting at AGM to the Members of the Company in respect of the resolutions to be passed at the Meeting. The remote e-voting commenced on Friday, September 17, 2021 at 9:00 a.m. (IST) and ended on Sunday, September 19, 2021 at 05:00 p.m. (IST). The Chairman informed the Members that the facility for e-voting shall be available fifteen minutes at the end of the meeting, for Members who had not casted their vote through remote e-voting, prior to the Meeting.
6. The Chairman introduced the Board of Directors, Key Managerial Personnel, Auditors and other persons, to the Members.
7. The Chairman then requested Mr. P. Sunder, Chief Executive Officer to brief about the working of the Company.
8. Mr. P.Sunder, Chief Executive Officer, then commenced his speech and gave an overview of the operations and the financial performance of the Company during the financial year 2020-21. A copy of excerpt from the speech is enclosed as Annexure-I.
9. After the above briefing, the Shareholders were informed that the Company has not received no questions through emails from Shareholders and also received no request for speaking in AGM, within prescribed period.
10. The Company Secretary further added that Mr. Pramod Kothari, Practicing Company Secretary will scrutinize the e-voting process and make a Scrutinizer Report. The results of the voting on all the three Resolutions as mentioned in the Notice convening the Annual General Meeting would be announced on receipt of Scrutinizer Report and will be placed on the website of the Company www.yamunasyndicate.com and on the website of the Bombay Stock Exchange and on the website of NSDL, within next 2 working days.
11. The Chairman then thanked the Shareholders for their participation in the meeting.
12. The meeting concluded at 11:35 a.m. after being open for 15 minutes for e-voting to be completed.

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Consolidated Result of e-Voting

On the basis of the Scrutinizer's Report in prescribed Form MGT-13 dated September 20, 2021, Mr. Ashish Kumar, Company Secretary, announced the consolidated results of voting through remove e-voting and e-voting during the AGM, on September 20, 2021 as under:-

Res. No.	Description of Resolution	Number of Members voted	No. of votes Polled	Votes in Favour		Votes Against	
				No. of Share	(%)	No. of Shares	(%)
1.	<u>Ordinary Resolution</u> :- Consideration and Adoption of (a) the audited standalone financial statements of the Company for the financial year ended March 31, 2021 together with the reports of the Board of Directors and Auditors thereon; and (b) the audited consolidated financial statements of the Company for the financial year ended March 31, 2021 together with the reports of the Auditors thereon.	70	2,87,615	2,87,615	100%	-	-
2.	<u>Ordinary Resolution</u> Confirmation of Interim Dividend of Rs. 175/- per Equity Share of Rs. 100/- each, already disbursed, and declaration of Final dividend of Rs. 40/- per Equity Share of Rs. 100/- each, as recommended by Board of Directors, for the financial year ended March 31, 2021.	70	2,87,615	2,87,615	100%	-	-
3.	<u>Special Resolution</u> : Appointment of Mr. Ranjit Puri (DIN:00052459) as a Non-Executive Director of the Company, liable to retirement by rotation and is of 81 years of age.	59	57,504	57,504	100%	-	-

All the above 3(Three) Resolutions were approved and duly passed with requisite majority and are recorded hereunder as part of proceedings of the AGM.

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As Ordinary Business:

Resolution No. 1:

Consideration and Adoption of (a) the Audited Financial Statements of the Company for the financial year ended March 31, 2021, the reports of the Board of Directors and Auditors thereon, and (b) the Audited Consolidated Financial Statements of the Company for the financial year ended March 31, 2021 together with the report of the Auditors thereon:

“RESOLVED THAT the following financial statements be and are hereby received, considered and adopted unanimously:

- (a) the Audited Standalone Financial Statements of the Company for the financial year ended March 31, 2021, together with the reports of the Board of Directors and Auditors thereon; and
- (b) the Audited Consolidated Financial Statements of the Company for the financial year ended March 31, 2021, together with the reports of the Auditors thereon.”

Resolution No. 2:

Confirmation of Interim Dividend of Rs. 175/- per Equity Share of Rs. 100/- each, already disbursed, and declaration of Final dividend of Rs. 40/- per Equity Share of Rs. 100/- each, as recommended by Board of Directors, for the financial year ended March 31, 2021

“RESOLVED THAT payment of Interim Dividend of Rs. 175/- per Equity Share of Rs. 100/- each, already disbursed, be and is hereby confirmed and Final Dividend of Rs. 40/- per Equity Share of Rs. 100/- each, as recommended by the Board of Directors, for the financial year ended March 31, 2021, be and is hereby declared and be paid to the shareholders whose names appear on the Register of Members of the Company as on the Record Date i.e. September 13, 2021.”

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As Special Business :Resolution No. 3:Appointment of Mr. Ranjit Puri (DIN:00052459) as a Non-Executive Director of the Company:

“RESOLVED AS A SPECIAL RESOLUTION THAT pursuant to Sections 102, 152 and any other applicable provisions of the Companies Act, 2013 (“Act”) and the rules made there-under (including any statutory modifications or re-enactments thereof for the time being in force) read with Regulation 17(1A) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended, approval of the Members, be and is hereby accorded, to the appointment of Mr. Ranjit Puri (DIN: 00052459), who retires by rotation at this meeting and is of 81 years of age, as a Non-Executive Director of the Company, liable to retire by rotation.

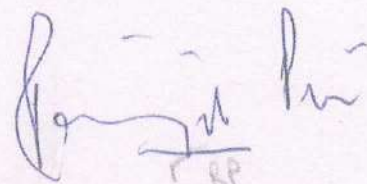
RESOLVED FURTHER THAT, Mr. Ashish Kumar, Company Secretary, be and is hereby authorized to do the necessary acts, deeds, and things for the aforesaid appointment including e-filing of requisite forms with the Registrar of Companies.”

For The Yamuna Syndicate Ltd.

(Ashish Kumar)
Company Secretary
(Membership No. F7846)

Dated : 04.10.2021

Place : Yamunanagar (Haryana)



(Ranjit Puri)
Chairman
DIN : 00052459

Dated : 04.10.2021

Place : New Delhi

Mr. P.Sunder, Chief Executive Officer, briefed about working of the Company

Namaskar, Good morning, ladies and Gentlemen.

The year ended March 2021 had been like no other in the past. The world was gripped by the Corona Virus Pandemic which caused widespread tragedy, and prolonged closure of nearly every sphere of activity. Almost all of business came to a near halt for several months. Manufacturing, Trade, and Industry were badly impacted as a result of lockdowns. Supply chains remained closed for several months.

Our trading activities are largely in the area of supply or distribution of oils, lubricants, batteries, agro chemicals, and electrical goods. Considering the extraordinary economic situation arising out of the pandemic, we made concerted efforts throughout the year to cap avoidable expenditure and improve productive utilization of resources. The Overhead expenditure during Fiscal 2021 was around Rs 198 Lakhs compared to over Rs 235 Lakhs during the previous year. The stock inventory reduced to around Rs 354 Lakhs during the year compared to around 437 Lakhs in the previous year.

Thankfully, the market conditions showed a significant improvement in the second half of the Financial Year. The pent-up demand started to pick up, and there was easing up of the supply side constraints. As a result, despite sectoral disparities, the overall performance in terms of turnover and profit was much better than budgeted at the beginning of the year; and showed an improvement year on year. Operational sales turnover was Rs 53.3 Crore during Fiscal 2021 compared to Rs 50.3 Crore during the previous year. The operational profit was also higher at Rs 330 Lakhs compared to Rs 247 Lakhs during the previous year.

During the year, the Company continued with its efforts to enlarge area of operation, increase the market share, and identify new product lines for trading.

We continued to retain our focus on safety, quality and customer service.

The business outlook for the current year remains bright despite the lockdown and closure of business activities in the beginning of the year.

Finally, I would also like to take this opportunity to thank you all for your continued faith in the Yamuna Syndicate Limited and its Management.

Thank you once again. Namaskar,

R.P. Sunder