



V2 Retail Limited

28th September, 2020

National Stock Exchange of India Limited Exchange Plaza, Plot No. C/1, G Block, Bandra - Kurla Complex, Bandra (E), Mumbai - 4000 51 NSE Code: V2RETAIL	BSE Limited 25 th Floor, "PhirozeJeejeebhoy Towers", Dalal Street, Mumbai – 400001 BSE Code: 532867
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Dear Sir/Madam,

Sub: Proceedings of the 19th Annual General Meeting held on 28th September 2020

Re: Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

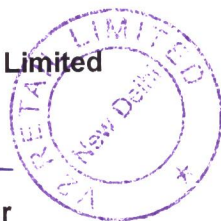
Pursuant to Regulation 30 of SEBI (LODR) Regulations, 2015, we are enclosing herewith the proceedings of 19th Annual General Meeting of the Company held on 28th September, 2020 through Video Conference/Other Audio Visual Means in compliance with the circulars issued by Ministry of Corporate Affairs and SEBI.

Total 64 members were present at the Annual General Meeting, the summary of proceedings has been enclosed herewith.

We request you to take the above on your record.

Thanking you,

Yours truly,
For V2 Retail Limited



Sudhir Kumar
Company Secretary & Compliance Officer

Encl: As above



PROCEEDINGS OF THE 19TH ANNUAL GENERAL MEETING (AGM) OF V2 RETAIL LIMITED HELD THROUGH VIDEO CONFERENCING/ OTHER AUDIO VISUAL MEANS AT 10.00 AM, ON MONDAY, 28TH SEPTEMBER, 2020

The 19th Annual General Meeting of the Members of the V2 Retail Limited ("the Company") was held on Monday, 28th September, 2020 at 10.00 AM through Video Conference (VC) / Other Audio Visual Means (OAVM).

Mr. Sudhir Kumar, Company Secretary & Compliance Officer of the Company 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 was convened and conducted in accordance with the circulars issued by Ministry of Corporate Affairs and Securities and Exchange Board of India (SEBI).

The Company Secretary welcomed the members to the AGM and also introduced the Directors, Committee Members and the invitees present at the meeting through VC.

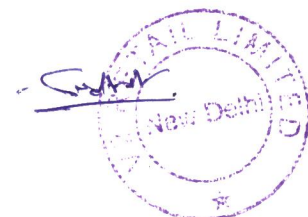
The Quorum being present, Mr. Ram Chandra Agarwal, Chairman & Managing Director of the Company called the meeting to order and took up the formal proceedings of the meeting. With the permission of the members, the notice convening the Annual General Meeting together with financial statements (standalone & consolidated) for financial year 2019-20 and Director's Report, Secretarial Auditors' Report and Statutory Auditors' report thereon were taken as read.

The Members were informed that the requisite registers and documents referred to in the notice were available for inspection in electronic mode throughout the meeting.

The Company Secretary of the Company also informed that the Company had engaged M/s 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.

The Company Secretary stated that pursuant to the provisions of the Companies Act, 2013, the Rules framed thereunder and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the remote e-voting facility provided to the Members of the Company in respect of the resolutions to be passed at the Meeting commenced from 9.00 AM, 25th September, 2020 and ended on 5.00 PM, 27th September, 2020.

The Company Secretary also informed the Members that the facility for voting through e-voting system was made available during the Meeting for Members who had not cast their vote prior to the Meeting. The Company had appointed Mr. Sharwan Kumar Goel (Kumar Sarwan & Co.), Practicing Chartered Accountant, as the Scrutinizer for the purpose of scrutinizing the process of remote e-voting held prior and e-voting during the AGM in a fair and transparent manner as stipulated under the Companies (Management & Administration) Rules, 2014.





The following items were put to vote through remote e-voting and e-voting at AGM:

ORDINARY BUSINESSSES:

ORDINARY RESOLUTIONS

1. To receive, consider and adopt the Audited Financial Statements (Standalone & Consolidated) for the Financial Year ended 31st March, 2020, the Reports of the Board of Directors and Auditors thereon.

2. To appoint a director in place of Mrs. Uma Agarwal (DIN 00495945), who retires by rotation in terms of Section 152(6) of the Companies Act, 2013 and being eligible, offers herself for re-appointment.

SPECIAL BUSINESS :

ORDINARY RESOLUTIONS

3. To consider & approve appointment of Mr. Lalit Kumar (DIN 00025150) as Independent Director for Five years.

4. To consider & approve appointment of Dr. Arun Kumar Roopanwal (DIN 00406817) as Independent Director for Five years.

5. To consider & approve appointment of Mrs. Archana Surendra Yadav (DIN 07335198) as Independent Director for Five years.

SPECIAL RESOLUTIONS :

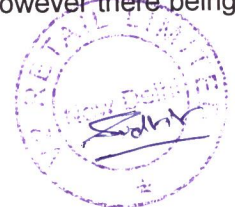
6. To consider & approve payment of remuneration to Mr. Ram Chandra Agarwal Chairman & Managing Director (DIN 00491885), upto Rs. 5,00,000/- per month for FY21.

7. To consider & approve payment of remuneration to Mr. Akash Agarwal, Whole-time Director & CFO (DIN 03194632), upto Rs. 5,00,000/- per month for FY21.

8. To consider & approve payment of remuneration to Mrs. Uma Agarwal, Whole-time Director (DIN 00495945) upto Rs. 5,00,000/- per month for FY21.

9. To approve and ratify/waiver of the payment of remuneration upto Rs. 5,00,000 per month each to Mr. Ram Chandra Agarwal, Chairman & Managing Director (DIN 00491885), Mr. Akash Agarwal, Whole-Time Director & CFO (DIN 03194632) & Mrs. Uma Agarwal, Whole-Time Director (DIN 00495945) of the Company for FY20.

On the invitation of the Company Secretary, Members who had registered themselves as speakers, were allowed to speak at the Meeting through VC/ OAVM and to raise queries, however there being no such speaker members present at the meeting.





V2 Retail Limited

Thereafter, the Chairman authorized the Company Secretary to conduct voting process. Evoting remained opened for 15 minutes after the conclusion of the AGM.

The Chairman announced that the e-voting results would be declared within 48 hours from the conclusion of the Meeting and would be informed to Stock Exchanges. The results would also be available on the website of the Company, Link Intime India Pvt. Ltd. and Stock Exchanges.

Since all the businesses mentioned in the AGM notice were transacted, the Chairman declared the meeting as concluded.

Yours truly,
For V2 Retail Limited



Sudhir Kumar
Company Secretary & Compliance Officer

Date : 28th September, 2020
Place : New Delhi