

SUDEV INDUSTRIES LIMITED

Registered Office: B1/26, Sector-18, Noida, Gautam Buddha Nagar, Uttar Pradesh - 201301

CIN No.: L25201UP1992PLC018150, Tel. No.: +91 84477 72518

Website: www.sudev.co.in, E-mail: info@sudev.co.in

Date: Thursday, 28th September 2023.

**To,
The Manager,
Department of Corporate Services
Bombay Stock Exchange Limited
Floor 25, P.J. Towers, Dalal Street,
Mumbai-400001**

Scrip Code: 526530

Subject: Proceedings of the 30th Annual General Meeting ('AGM') of the Company.

Dear Sir/Madam,

We wish to inform you that the 30th Annual General Meeting (AGM) of the Company was held on Thursday, 28th September 2023 through Video Conferencing ("VC")/Other Audio-Visual Means ("OAVM"), to transact the businesses as stated in the AGM Notice dated 6th September 2023 and Addendum to the Notice dated 21st September 2023.

In this regard, please find attached the summary of the proceedings of the 30th AGM pursuant to Regulation 30 read with Para A of Part A of Schedule-III of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('SEBI Listing Regulations').

The same is also made available on the Company's website at www.sudev.co.in.

Request you to kindly take this intimation on record and acknowledge.

**Thanking you,
Yours faithfully,
For Sudev Industries Limited**

**Rimika Talesara
Mmembership No.:A43461
Company Secretary & Compliance Officer**

SUDEV INDUSTRIES LIMITED

Registered Office: B1/26, Sector-18, Noida, Gautam Buddha Nagar, Uttar Pradesh - 201301

CIN No.: L25201UP1992PLC018150, Tel. No.: +91 84477 72518

Website: www.sudev.co.in, E-mail: info@sudev.co.in

Proceedings of the 30th annual general meeting ('AGM') of Sudev Industries Limited held on Thursday, 28th September 2023 AT 4:00 PM (IST) Through Video Conferencing/Other audio-visual means.

The 30th Annual General Meeting of Sudev Industries Limited ('the Company') was held on Thursday, 28th September 2023 at 4:00 PM (IST) through video conferencing ('VC') or other audio-visual means (OAVM), in compliance with the applicable provisions of the Companies Act, 2013, General Circular No. 14/2020 dated April 8, 2020, Circular No.17/2020 dated April 13, 2020, Circular No. 20/2020 dated May 5, 2020, and subsequent Circulars issued in this regard by the Ministry of Corporate Affairs ('MCA'), the latest being 10/2022 dated December 28, 2022. The deemed venue for the meeting was the registered office of the Company at B1/26, Sector-18, Noida, Gautam Buddha Nagar, Uttar Pradesh - 201301, India.

MEMBERS' PRESENT:

15 Members were present at the meeting through video conferencing or other audio-visual means.

DIRECTORS PRESENT THROUGH VIDEO CONFERENCING:

S.No.	Name of Directors	Designation	Location for VC
1.	Rajiv Agarwal	Chairman cum Whole-Time Director	Delhi
2.	Vurakaranam Ramakrishna	Non-Executive Director	Hyderabad
3.	Deepali Anantha Rao	Non-Executive Director	Absent
4.	Guru Venkata Subbaraya Sharma Varanasi	Non-Executive Independent Director	Hyderabad
5.	Srikant Sastri	Non-Executive Director	Absent
6.	Rama Mohan Rao Bandlamudi	Non-Executive Director	Hyderabad

KEY MANAGERIAL PERSONNEL (KMP):

S.No.	Name of KMPs	Designation	Location for VC
1.	Vishnu Dutt Sharma	Chief Financial Officer	Delhi
2.	Rimika Talesara	Company Secretary	Udaipur

BY INVITATION:

S.No.	Name of the Officials	Designation	Location for VC
1.	Mr. PVSR Siddhartha	Founder of SPV & Company, Company Secretaries, Secretarial Auditors and Scrutinizer for e-Voting	Hyderabad
2.	Ms. Arcot Ganeshan Monisha	Assistant of Secretarial Auditors and Scrutinizer for e-Voting	Hyderabad

With the permission of the Chairman, Ms. Rimika Talesara Company Secretary of the Company welcomed all the Members, Directors and other invitees to the 30th AGM of the Company and to introduce the Director(s) and Key Managerial Personnel(s) present at the meeting.

The participation of Members through video conference was being reckoned for the purpose of quorum as per the circulars issued by MCA and Section 103 of the Companies Act, 2013. The requisite quorum was present through video conference to conduct the proceedings of the meeting and the Chairperson called the Meeting to order.

The Shareholders informed that Notice of the 30th AGM along with the copies of the audited financial statements for the year ended 31st March 2023 together with the directors' and auditors' report have been emailed to all the Members within the statutory time period. There were 13 (thirteen) resolutions placed before the meeting and the Chairperson ordered a poll (Insta poll) on all the 13 (thirteen) resolutions.

The Scrutinizer conducted the poll process in a fair and transparent manner and was requested to submit the scrutinizer's report after the conclusion of the meeting.

Ms. Rimika Talesara, Company Secretary, provided general instructions to the Members regarding poll process and brief of on resolutions to be passed at the meeting.

The Company Secretary informed the Members that the 30th AGM was being held through video conference in accordance with the Companies Act, 2013 and circulars issued by the MCA and SEBI. In compliances with the provisions of Section 108 of the Companies Act, 2013, Rule 20 of the Companies (Management and Administration) Rules, 2014 and Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company had provided remote e-voting facility to all the Members as on the cut-off date i.e. Thursday, 21st September 2023, to cast the votes on all resolutions as set forth in the AGM notice from Monday, 25th September 2023 to Wednesday, 27th September 2023 (both days inclusive).

Further, Members, who had not participated in remote e-voting process were provided an option to cast their vote on all resolutions as set forth in the AGM Notice through Insta-poll facility of Beetal Financial & Computer Services (P) Ltd, Registrar and Share Transfer Agents (RTA) of the Company as made available during the meeting.

The Company Secretary informed the Members that the combined results of remote e-voting and Insta- poll shall be intimated to the Stock Exchanges within 2 (two) working days from the conclusion of AGM and the same shall be made available on the Company's website (www.sudev.co.in) and the website of Company's Registrar and Share Transfer Agents, Beetal Financial & Computer Services (P) Ltd.

With the consent of the Members present, the Notice convening the 30th AGM along with the Addendum to the Notice and Integrated Annual Report for the financial year ended 31st March 2023 were taken as read. Thereafter, the Company Secretary requested the Chairperson to address the Members.

The Company Secretary informed that few Members have registered themselves as speakers at the meeting. Accordingly, the floor was made open for those Members to ask questions or express their views. The moderator facilitated the session when the Chairperson opened the floor for discussion on all resolutions as set out in the AGM Notice including Addendum to Notice and/or on the Integrated Annual Report for the financial year 2022-23. The Chairperson along with the management team had clarified all the members' queries.

Thereafter, the following items of businesses, as per the Notice of AGM including Addendum to the Notice, were transacted at the meeting.

Ordinary Business:

1. To receive, consider and adopt the Audited Financial statements of the Company for the Financial Year ended 31st March 2023, the reports of the Auditors and Board of Directors thereon. -Ordinary Resolution.
2. Mr. Rajiv Agarwal (DIN: 00929463), who retires by rotation had expressed his inability to offer himself for reappointment and hence it is imminent to resolve not fill the vacancy caused due to such retirement by rotation of Mr. Rajiv Agarwal.- Ordinary Resolution.
3. Appointment of Seshachalam & Co., (Firm Registration No. 003714S), as Statutory Auditors for a term of five (5) consecutive years and to fix their remuneration.- Ordinary Resolution.

Special Business:

4. Appointment of Mr. Rama Mohana Rao Bandlamudi (DIN: 00285798), as Non-Executive Director of the Company, liable to retire by rotation.- Ordinary Resolution.
5. Appointment of Ms. Deepali Anantha Rao (DIN: 07774254), as Non-Executive Director of the Company, liable to retire by rotation.- Ordinary Resolution.
6. Appointment of Mr. Varanasi Guruvenkta Subbaraya Sharma (DIN: 06622222) as an Independent Director, not liable to retire by rotation.- Ordinary Resolution.
7. Appointment of Mr. Srikant Sastri (DIN: 00036188) as an Independent Director, not liable to retire by rotation.- Ordinary Resolution.
8. Change in designation of Mr. Vurakaranam Ramakrishna (DIN: 00700881) from Non-Executive Director to Chairman & Managing Director of the Company for the period of five (5) years, not liable to retire by rotation in the promoter category.- Ordinary Resolution.
9. Shifting of Registered Office of the Company from the State of Uttar Pradesh to the State of Telangana and subsequent amendment in the Memorandum of Association of the Company.- Special Resolution.
10. Change in objects clause and subsequent amendment in the Memorandum of Association of the Company.- Special Resolution.

11. Approval for acquisition of 99.93% stake of Sampada Business Solutions Limited (Formerly known as Sampada Business Solutions Private Limited) by way of Shares Swap.- Special Resolution.
12. Issue of equity shares on preferential basis, for consideration other than cash by Share swap.- Special Resolution.
13. Change the name of the Company and subsequent amendment in the Memorandum of Association and Article of Association of the Company.- Special Resolution.

After all the agenda items were duly taken up, the meeting was commenced at 4:06 p.m. and concluded at 4:34 p.m. (including the time allowed for vote) with a vote of thanks to the Chair, directors, invitees and the members.