



## S Chand And Company Limited

Registered Office: A-27, 2nd Floor, Mohan Co-Operative Industrial Estate, New Delhi - 110044, India.

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Date: September 28, 2022

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| To<br>Listing Department<br>BSE Limited<br>25 <sup>th</sup> Floor, Phiroze Jeejeebhoy Towers,<br>Dalal Street, Mumbai, Maharashtra 400001 | To<br>Listing Department,<br>National Stock Exchange of India Limited<br>Exchange Plaza, C-1, Block G, Bandra Kurla<br>Complex, Bandra (E), Mumbai, Maharashtra<br>400051 |
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**Scrip Code: 540497**

**Scrip ID: SCHAND**

Dear Sir,

**Re: Proceedings of the 51<sup>st</sup> Annual General Meeting held on September 28, 2022**

Pursuant to Regulation 30 of The SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, it is hereby informed that the 51<sup>st</sup> Annual General Meeting (“AGM”) of the members of S Chand And Company Limited (“the Company”) was held on Wednesday, 28<sup>th</sup> September, 2022 at 11:30 A.M. through video conferencing. AGM was held in compliance with the applicable provisions of The Companies Act, 2013 and The Ministry of Corporate Affairs General Circulars No. 14/2020 dated April 08, 2020, No. 17/2020 dated April 13, 2020, No. 20/2020 dated May 05, 2020, No. 02/2021 dated January 13, 2021, No. 21/2021 dated December 14, 2021 and No. 02/2022 dated May 05, 2022 (“MCA Circulars”).

Mr. Jagdeep Singh, Company Secretary of the Company welcomed the members to the 51<sup>st</sup> AGM. He informed that in view of the social distancing to avoid spread of Novel Corona Virus, the meeting is being conducted through video conferencing in accordance with the framework issued by Ministry of Corporate Affairs vide MCA Circulars. He further informed that the Company had provided remote e-voting facility to the shareholders. The remote e-voting facility was open from Saturday, September 24, 2022 (9:00 a.m.) till Tuesday, September 27, 2022 (5:00 p.m.).

The Company Secretary welcomed the following dignitaries who attended the meeting through video conferencing and introduced the dignitaries:

1. Mr. Desh Raj Dogra, Chairman of the Board, member of Audit Committee, Nomination and Remuneration Committee, Risk Management Committee and Chairman of CSR Committee
2. Mr. Himanshu Gupta, Managing Director
3. Ms. Archana Capoor, Non-Executive Independent Director, Chairperson of Audit Committee & Nomination and Remuneration Committee
4. Ms. Savita Gupta, Director & Chairperson of Stakeholders Relationship Committee



5. Mr. Saurabh Mittal, Chief Financial Officer
6. Mr. Atul Soni, Head-Investor Relations

The Company Secretary also informed the presence of Mr. Rahul Kool, representative of M/s. Walker Chandiook & Co LLP, Statutory Auditors of the Company and Mr. R.S. Bhatia, Practicing Company Secretary, the Scrutinizer and Secretarial Auditor of the Company.

Mr. Desh Raj Dogra, Chairman of the Board presided over the meeting and welcomed the members to the 51<sup>st</sup> AGM. After ascertaining that the requisite quorum was present, the Chairman declared the meeting in order. The Chairman then informed the members that the Statutory Registers and ESOP Certificates are available for inspection by the members at the link given at the right side of the VC screen.

Thereafter, the Chairman delivered his speech and appraised about the business and performance of the Company. The Notice of 51<sup>st</sup> AGM was taken as read with the permission of the members.

As requested by the Chairman, the Company Secretary read out the qualifications in the Auditor's Report on the Standalone & Consolidated Financial Statements of the Company for the year ended March 31, 2022 and qualifications in the Secretarial Audit Report of the Company for the year ended March 31, 2022 and also explained the comments given by the Board of Directors in their report in relation to said qualifications.

The following items of business, as per the Notice of 51<sup>st</sup> AGM were transacted at the meeting:

| S. No. | Particulars  | Resolutions         |
|--------|--|---------------------|
| 1.     | Adoption of the Standalone Audited Financial Statements of the Company for the financial year ended March 31, 2022 and the Reports of Directors and Auditors thereon | Ordinary Resolution |
| 2.     | Adoption of the Consolidated Audited Financial Statements of the Company for the financial year ended March 31, 2022 and the Report of Auditors thereon              | Ordinary Resolution |
| 3.     | Appointment of a Director in place of Mr. Gaurav Kumar Jhunjhnuwala (DIN: 03518763), who retires by rotation, and being eligible, offers himself for re-appointment  | Ordinary Resolution |
| 4.     | Re-fixation of the borrowing limits of the Company under Section 180(1)(c) of the Companies Act, 2013  | Special Resolution  |
| 5.     | Re-fixation of the limits towards creation of charge on the assets of the Company under section 180 (1) (a) of the Companies Act, 2013                               | Special Resolution  |

The Company Secretary explained that the members who have not exercised their vote through remote e-voting may cast their vote by clicking the voting button "Cast your vote" which is appearing on the right hand side of their VC meeting screen. They may enter Demat Account No. / Folio No. and OTP (received on the registered mobile number/ registered email Id) during registration for InstaMeet and vote. He further informed that the voting lines are open and would remain open till 15 minutes after conclusion of this meeting.



The Company Secretary then invited the shareholders who have registered themselves as speakers to ask questions. He then explained the process to be followed by the speaker to speak during the meeting. He called out the names of the speakers in the serial order in which they had registered themselves. He also stated that the shareholders who have not registered themselves as the speakers and who would like to ask questions to the panelists, may ask questions via active chat-board during the meeting. The management clarified the queries raised by the shareholders. The shareholders appreciated the performance of the Company.

The Chairman informed that the Company had appointed Mr. R.S. Bhatia, Practicing Company Secretary, as Scrutinizer to conduct the voting in a fair and transparent manner. He would submit a consolidated report on votes cast by remote e-voting and during the meeting on each of the resolution as per item 1 to 5 of the Notice, to the Chairman or person authorized by the Chairman. The Chairman then authorized Mr. Jagdeep Singh, Company Secretary of the Company, to declare the voting results. The results would be declared within 2 working days from the conclusion of the 51<sup>st</sup> AGM and the same would be available at the website of the Company, Link Intime India Private Limited and stock exchanges where the securities of the Company are listed.

The Chairman then declared the proceedings of the meeting as closed.

Please take the same on record.

Thanking you.

**Yours faithfully,**

**For S Chand And Company Limited**



**Jagdeep Singh**  
**Company Secretary & Compliance Officer**  
**Membership No.: A15028**  
**A-27, 2<sup>nd</sup> Floor,**  
**Mohan Co-operative Industrial Estate,**  
**New Delhi-110044**