



SHANKAR LAL RAMPAL DYE-CHEM LIMITED

Letter No.- SRD/BSE/2021-22/028

TO

DATE:-03/09/2021

THE MANAGER,
LISTING & COMPLIANCE DEPARTMENT(Corporate Services),
BSE LIMITED
PHIROZE JEEJEEBHOY TOWER, DALAL STREET
MUMBAI-400001

Scrip ID – SRD

ISIN-INE01NE01012

Code-542232

Dear Sir/Madam,

Sub: Transcript of 16th Annual General Meeting of Shanakar Lal Rampal Dye-chem Limited.

Please find enclosed the transcript of the 16th Annual General Meeting of the Company held on Wednesday, August 25, 2021 at 01:00 PM IST. This will also be available on the Company's website www.srdyechem.com/investorsrelations/.

This is for your information and records.

**FOR AND ON BEHALF OF BOARD OF DIRECTORS OF
SHANKAR LAL RAMPAL DYE-CHEM LTD.**

Aditi Babel
Company Secretary & Compliance Officer
Place: Bhilwara

SHANKAR LAL RAMPAL DYE-CHEM LTD.

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SHANKAR LAL RAMPAL DYE-CHEM LIMITED

Speakers:

Ms Aditi Babel, Company Secretary

Mr. Anil Kumar Kabra, Independent Director

Mr. Murli Atal, Independent Director

Mr. Rampal Inani, Managing Director

Mr. Susheel Kumar Inani, CFO-Whole Time Director

Mr. Bharat Choudhary, Registered Speaker Shareholder

Mr. Sanjay Kumar Somani, Registered Speaker Shareholder

Mr. Yashwant Gupta, Coordinator-CDSL

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**TRANSCRIPT OF THE 16TH ANNUAL GENERAL MEETING OF SHANKAR LAL RAMPAL DYE CHEM LIMITED
HELD AT 01.00 P.M. IST ON WEDNESDAY, AUGUST 25, 2021 THROUGH VIDEO CONFERENCING**

WELCOME ADDRESS & DESCRIPTION OF ARRANGEMENT

Aditi Babel- Dear Members, Warm Welcome and very good afternoon to all the attendees of this 16th Annual General Meeting of Shankar Lal Rampal Dye chem. Limited. I am CS Aditi Babel, Wholetime Company Secretary and the coordinator for this AGM.

The time is 01:00 PM and the requisite quorum as per Sec. 103 of Companies Act, 2013; is present for valid conduct.

As there is no regular chairman to the company as of now; so I request with due permission of members to elect the chairman as per Section 104 of the Company's Act.

I request Yashwant Ji Gupta to please unmute Mr. Anil Kumar Kabra, Independent Director.

Anil Kumar Kabra- Good Afternoon, I am CA Anil Kumar Kabra, Independent Director of the Company, joining from Company's Registered Office. I propose name of Mr. Rampal Inani, Managing Director to be elected as chairman to the meeting.

Aditi Babel- Thank you Anil Kabra Sir, now, I request Yashwant Ji Gupta to please unmute Mr. Murli Atal, Independent Director.

Murli Atal- Good Afternoon, Hi, My name is CA Murli Atal, Independent Director of the Company, joining from Company's Registered Office. I second the proposal of election of Mr. Rampal Inani, Managing Director as chairman to the AGM. Thank you.

Aditi Babel- Thank you Murli Sir.

As per the election; I request Mr. Rampal Inani, MD to assume the chair of chairperson of this AGM.

Before I handover to the chairman for formal speech and further conduct of the meeting; I extend a very warm welcome on behalf of the company; to Special Invitees and Head Consultant Advocate Surya Prakash Jethlia Sir, CA Shiv Ji Jhanwar, Auditors, Chairman of various committee, Board Members and all dear shareholders.

Starting with formal culmination of the meeting; I would also like to highlight certain points:

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The registered office OF company situated at Suwana, Bhilwara; shall be deemed place of the meeting.

Today; In view of the safety precautions towards continuing COVID-19 pandemic, the 16th AGM of the co. is being conducted through VC/OAVM only. This is in compliance with the applicable provisions of the Companies Act, 2013 ('the Act') and the Rules made thereunder read with various MCA Circulars and SEBI Circulars. In compliance with the regulatory requirements, the Notice of the 16th AGM and the Annual Report for the FY 2020-21 of the co., is sent only through electronic mode on the registered email id of the shareholders registered with the Depository Participant(s)/ Registrar and Share Transfer Agent (RTA) i.e. cameo corporate services limited or with the co.

There had been no qualification, disclaimer or adverse remarks by the auditor in there report; and hence the Auditor Report stands read. The AGM Notice and Annual report as served electronically to all shareholders as on cut off date; and hence, these documents also stand read.

The company has engaged CDSL for the facility of E-Meeting and E-Voting. The participants can attend meeting on first come first serve basis. The Large Shareholders, Promoters, auditors and the chairman of the various committees may attend meeting without any restrictions. Due to GM through Video Conferencing ; the option of appointing proxy stands dispensed off.The joining of this meeting opened 15 Minutes prior to the scheduled time of commencement and it will remain open for other 15 minutes. Members were provided an opportunity to investigate all documents by writing to the company and the company has also invited shareholders to be registered for speaking in the meeting by communicating their details via email at cs@sr dyechem.com. After Chairman's speech and as allowed by him; the names of registered speaker shareholders will be announced.

Now, I would request the chairman to takeover from here and invite him for his formal speech.

The Copy of Chairman's speech in English is shared on the screen for better understanding and streamlining.

START OF CHAIRMAN'S SPEECH

Rampal Inani(spoked in hindi with English Translation Running on Screen)-

Ladies and Gentlemen,
Good afternoon!

It is my pleasure to welcome you all to the 16th AGM of Shankar Lal Rampal Dye-chem Limited.

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When I addressed you last year, I was hoping that we would be able to show our usual hospitality in person for this AGM. The long tail of the second wave and the possibility of a third wave indeed calls for caution.

Highlights of FY 2020-21

As I reflect on the financial year under review, as far as Your company is concerned the following are vital highlights:

1. The Company bounced back quickly, adjusted to new realities, reorganised its operations, and gained market share in every line of business.
2. Dyes and Chemical Industries has seen a shift in customer preferences. Due to increase in use of hygienic, health and safety measures by customers; the demand for safety and precautionary measures have been increased. Your Company has grown progressively on year-to-year basis through addition of new products as well as continuous upgradation and optimisation of its trading facilities. The Company has a healthy turnover and profit track record and has a robust outlook for the future.
3. The Management had set itself aggressive goals and delivered a record performance in FY 2020-21. The financial statements for the year ended on 31st March, 2021 show the profit of Rs.763.27 Lacs in FY 2020-21 as compared to Rs. 269.50 Lacs last year; this commendable growth of 183.21% this commendable growth in profits is recorded inspite of increasing overhead costs and material costs.
4. The Company managed cash flows exceptionally well.
5. This is our pleasure to inform you that your company has achieved new heights in April, 2021. Now your company is migrated from BSE SME Board to Main Board of BSE. This has been an amazing journey in last three years. Keeping in mind the need to prepare the Company for the new post-pandemic world, an ambitious 3-year strategic plan has been formulated and is being implemented.
6. A rigorous Enterprise Risk Management mechanism, which includes a Business Continuity Plan is helping the Company to manage the uncertain and volatile market environment.

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SHANKAR LAL RAMPAL DYE-CHEM LIMITED

7. The profits of the company of FY 2020-21 have crossed the threshold as stipulated in Section 135 of Companies Act, 2013 and rules therein. Also, company wants to dedicately look after social welfare and hence, the Company in review of recommendation of its CSR Committee will soon announce various measure and projects for Social Welfare.

8. COVID protocols practiced were best-in-class, and by providing personal protection to our employees, dealers, and business associates, we could assure customers safety. Corporate and regional offices were also shut, but the Company adopted the work from home policy during the entire duration of the lockdown. And In the very initial stage of this pandemic outbreak; the top level management suo-motu decided to make arrangements for sanitization, thermal screening, use of masks, staggered working and lunch schedules for whole staff members and customers.

9. Employee morale was high, and filled with enthusiasm, a sense of challenge and responsibility, they displayed and continue to display resilience and a great sense of optimism. They were working from home as well to serve the company's operations during Lockdown.

10. As in the past, the Company reinvented itself once again and has emerged stronger, and success in such trying circumstances has led to a higher level of confidence. The vision of better quality products, loyal customers, safety measures in handling operations and good trade practices have been driving force for your company to sustain and earn favorable outcome.

Now as we are looking ahead for bright and glorious Financial Year; the possibilities of Third wave of COVID-19 is making situations uncertain. But as Vaccination drive is showing good participation; I believe our Economy will be developed in a better way.

The company is having good solvency position and a viable outlook to pay its long term and short term debts and other finance cost. The company continues a good financial discipline by timely payment of interest and its liabilities.

We, with our vision and high business ethics; we believe we will not only navigate this temporary turbulence but also make our leadership more stable and stronger. As a responsible corporate we will keep our efforts streamlined with welfare of the economy; we will put our efforts to develop the nation and will develop good relationship with customers and all stakeholders.

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Before I conclude, I would like to place on record my great sense of appreciation to the employees of your company for the continued perseverance and commitment that they demonstrate, and the hard work that they put in every day with a sense of purpose and pride.

I would also like to thank the members of the Board for their participation in Board and Committee Meetings and also for sharing their wisdom. I am thankful to Board Members and their executive team for their vision, and the experience and creative perspectives they bring to Your company.

And last, but not least, I would like to thank you, our shareholders, for continuing to support us, in good times, and in difficult ones.

Let us hope that the pandemic will be behind us soon, and we will have the opportunity to meet again face to face.

My best wishes to you all!

END OF CHAIRMAN'S SPEECH

Aditi Babel- Thank you Chairman for encouraging your words of wisdom and the visionary speech.

With due permission of chairman; I herewith read all the Businesses which were proposed for Evoting.

Rampal Inani-Permission given.

Aditi Babel- Thank you Chairman,
Pursuant to the provisions of Section 108 of the Act read with the Rules, the Secretarial Standards and Regulation 44 of the Listing Regulations, as amended and the MCA Circulars, the co. had provided the facility of remote e-Voting to its Members in respect of the businesses to be transacted at the AGM and for this purpose, the management has appointed CDSL to facilitate voting through electronic means. Accordingly, the facility of casting votes by a Member using remote e-Voting system before the AGM as well as remote e-Voting during the AGM will be provided by CDSL. The shareholders who have not casted their votes during scheduled E Voting Time; i.e; in period of August 21st, 2021 to August 24th, 2021; will be provided an opportunity to cast their votes in 15 minutes after closure of all deliberations.

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The resolutions as were electronically made available on Email, AGM Notice and on Evoting platform; so as per guidelines available same are not required to be proposed or seconded.

The Agenda of Resolutions were:

1. Approval of the Audited Financial Statements of the Company for the financial year ended 31st March, 2021 including the Balance Sheet as at March 31, 2021 and the Statement of Profit and Loss and Cash Flow for the year ended on that date together with the reports of the Board of Directors and Auditors thereon.
2. To declare a Dividend on equity shares of the Company for the financial year ended 31st March, 2021 at the rate of 1.00 % (Rs. 0.10 per Equity Share) to the equity shareholders.
3. To appoint a Director in place of Vinod Kumar Inani, Whole Time Director (DIN- 02928272), who retires by rotation and being eligible, offers himself for re-appointment.
4. To review and approve the existing related party transaction limits.
5. To re designate Mr.Rampal Inani, Managing Director; as Chairman and Managing Director of the Company

So,these were all resolutions proposed for evoting.

(QUESTIONS AND ANSWERS SESSION)

Now, with due permission of Chairman; I hereby announce names of the shareholders who have registered themselves as a speaker to express their views/ask questions during the meeting. As per prior intimations given the shareholders were invited to registered themselves by sending the Email to the company.

I request the moderator and technical staff of CDSL to unmute eligible speaker shareholders as the name announced. I also request the speaker shareholder to use good connectivity and making suitable arrangements for good virtual presence.

The First eligible shareholder is Mr. Bharat Choudhary; may I request Mr. Choudhary to ask his question and request the CFO of the company with due permission of chairman to answer these questions.

Yashwant Ji please unmute Both.

(After Name call of Registered Shareholder; the shareholder found unavailable)

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Yashwant Gupta, CDSL- The Shareholder is unavailable or has not joined.

Aditi Babel- In view of quality of time and in reference to availability of Email Communication from Shareholder; may I request chairman can the queries received be read in meeting? We will connect the speaker shareholders as and when available during the meeting.

Rampal Inani-Yes (Permission given).

Aditi Babel- Thank you Chairman, Query of Mr. Bharat Choudhary is: "What are plans of this company for future? How our funds will be utilized?"

I request CFO to answer this query.

Susheel Kumar Inani- Company presently operating/working mainly in Trading of Dyes & Chemical. In future we are planning to go for manufacturing and also expand our activities so as to increase the stake holders wealth. Full use of funds is our Policy. So soon Company may announce its future project after market study.

Aditi Babel- Thank you susheel sir, the Second and the last registered shareholder is Mr. Sanjay Kumar Somani; may I request Mr. Somani to ask his question.

Yashwant Ji please unmute Somani Ji.

(After Name call of Registered Shareholder; the shareholder found unavailable)

Yashwant Gupta, CDSL- The Shareholder is unavailable or has not joined.

Aditi Babel- We will connect the speaker shareholders as and when available during the meeting. The query is available to the company as per email received from him. His query is: "Why there is high retained earning in the Balance Sheet? How you will use it?"

Susheel Kumar Inani- Retained earnings shows our strength. Plus our vision is clear to take care of the Investors fund with cash dividend & Bonus Shares, which we have done in these years. So Company will maintain its policy in long term.

(The meeting waited for Speaker Shareholder but as they were unavailable so meeting proceeded)

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VOTE OF THANKS

Aditi Babel- Thank you so much shareholders and CFO.

Now I would like to extend my sincere thanks to all the shareholders, special invitees, auditors, board members, technical staff, officials of CDSL and RTA for this successful AGM.

The Time is 01:30 and with due permission of chairman the meeting stands closed. But as deliberated earlier the evoting facility is again open for next 15 minutes for shareholders who have not casted the votes earlier. Please read voting instructions as provided in AGM Notice.

I again extend our gratitude for successful AGM and we hope for wellness of all.

(The meeting with extended time of E-Voting; stands closed at 01:45 PM. The results will be available in 2 days after receipt of Scrutinizer's report)

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