



Date: September 27, 2023

BSE Limited,
Phiroze Jeejeebhoy Towers,
Dalal Street,
Mumbai – 400 001, India
Scrip Code: 543529

National Stock Exchange of India Limited
Exchange Plaza, C-1, Block G,
Bandra Kurla Complex,
Bandra (E), Mumbai – 400 051, India
Symbol: DELHIVERY

Sub: Summary of proceedings of 12th AGM of Delhivery Limited

Dear Madam/Sir,

In accordance with Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, read with Part A of Schedule III of the same, we hereby furnish the summarized proceedings of the 12th Annual General Meeting (“AGM”) of Delhivery Limited. This meeting was conducted through Video Conferencing / Other Audio Video means on Wednesday, September 27, 2023, at 11:00 AM IST.

This disclosure will also be hosted on the Company’s website viz. www.delhivery.com

You are requested to take the same on your record.

Thank you.
Yours sincerely,
For Delhivery Limited

Vivek Kumar
Company Secretary & Compliance Officer
Membership No: A20938

Place: Gurugram



Delhivery Limited
Corporate Office: Plot 5, Sector 44, Gurugram - 122 002, Haryana, India
Registered Office: N24-N34, S24-S34, Air Cargo Logistics Centre-II,
Opposite Gate 6 Cargo Terminal, IGI Airport, New Delhi – 110037
(Formerly known as Delhivery Private Limited)

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Summary of the Proceedings of the 12th Annual General Meeting (“AGM”) of Delhivery Limited

A. Date, time and venue of the AGM:

The 12th Annual General Meeting (“AGM”) of Delhivery Limited (“the Company”) was held on Wednesday, September 27, 2023 at 11:00 A.M. IST through Video Conferencing (“VC”)/ Other Audio Video Means (“OAVM”), in compliance with the applicable provisions of the Companies Act, 2013 read with rules thereunder (“Act”) and Securities Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“Listing Regulations”) and various circulars issued by the Ministry of Corporate Affairs (“MCA”) and Securities and Exchange Board of India from time to time.

The proceedings of this AGM were deemed to be conducted at the registered office of the Company. The meeting commenced at 11.00 A.M. IST and concluded at 12:31 P.M. IST (including time allowed for e-voting at AGM).

B. Attendance at the AGM:

I. Details of directors, key managerial personnel, auditors, scrutinizer, who attended the AGM through VC are as follows:

- a) Mr. Deepak Kapoor, Chairman and Non-Executive Independent Director (“the Chairman”) (attended from London)
- b) Mr. Sahil Barua, Managing Director and Chief Executive Officer (attended from Goa)
- c) Ms. Aruna Sundararajan, Non-Executive Independent Director and Chairperson of CSR & Sustainability Committee (attended from Kochi)
- d) Mr. Romesh Sobti, Non-Executive Independent Director and Chairperson of the Audit Committee (attended from Dehradun)
- e) Mr. Saugata Gupta, Non-Executive Independent Director and Chairperson of the Stakeholders' Relationship Committee and Nomination & Remuneration Committee (attended from Mumbai)
- f) Mr. Srivatsan Rajan, Non-Executive Independent Director and Chairperson of the Risk Management Committee (attended from California)
- g) Mr. Anindya Ghose, Non-Executive Independent Director (attended from New York)
- h) Mr. Sandeep Kumar Barasia, Executive Director and Chief Business Officer (attended from Gurugram)
- i) Mr. Kapil Bharati, Executive Director and Chief Technology Officer (attended from Gurugram)
- j) Mr. Amit Agarwal, Chief Financial Officer (attended from Gurugram)
- k) Mr. Vivek Kumar, Company Secretary and Compliance Officer (attended from Gurugram)
- l) Mr. Rahul Bansal, representative of M/s S.R. Batliboi & Associates LLP, Statutory Auditors (attended from New Delhi)
- m) Mr. Jitendra Khatri, Internal Auditor (attended from Gurugram)
- n) Mr. Prabhakar Kumar, Partner of M/s VAPN & Associates, Secretarial Auditors and Scrutinizer (attended from New Delhi)

Mr. Donald Francis Colleran, Non-Executive Director of the Company, could not join the AGM due to his other commitments.

II. Details of members who attended the AGM was as follows:

110 members, attended the AGM through VC.

III. Manner of approval for items proposed at the AGM

All the matters as set out in the notice of AGM were available for remote e-voting from Friday, September 22, 2023, 09:00 A.M. until Tuesday, September 26, 2023, 05:00 P.M. Those Members who have not casted their votes electronically during the said period can vote electronically during the AGM on Sep 27, 2023.

C. Proceedings in brief:

- The moderator of the meeting provided by National Securities Depositories limited ("NSDL") which was engaged by the Company to hold AGM through VC, warmly welcomed the members attending the AGM. He further informed that to ensure a smooth conduct of the AGM, the Audio/Video for the speaker members/shareholders will be activated at their turn to speak based on pre-registration and other members will be on mute mode. The moderator, thereafter, handed over the proceedings to the Chairman.
- Mr. Deepak Kapoor, Chairman and Non-Executive Independent Director, chaired the proceedings of the AGM and extended heartfelt welcome to all members and other invitees attending the meeting. On confirmation that the requisite quorum is present, the Chairman called the Meeting to order and introduced the Directors on the Board, Chief Financial Officer, Company Secretary, Statutory Auditors, Internal Auditor and Secretarial Auditors who were present at the AGM. The Chairman then invited Mr. Vivek Kumar, Company Secretary and Compliance Officer, to provide general instructions to the members regarding the AGM.
- Mr. Vivek Kumar, Company Secretary and Compliance Officer, welcomed all the members at the AGM and informed that pursuant to circulars issued by the MCA and SEBI, the AGM is being conducted through VC and that the Company had taken all the feasible steps to enable members to participate and vote on the matters at the AGM.
- The Company Secretary further informed that the members who were listed as members as on cut-off date, i.e. September 20, 2023, were eligible to vote on the matters proposed at the AGM. Those Members who have not already casted their votes electronically between September 22nd and 26th, 2023 can vote electronically during the AGM and up to 15 minutes after its conclusion. The facility for joining the AGM through VC was made available for the members on a first-come-first-serve basis. He also informed that the statutory registers/ records and other applicable documents as required were available for inspection electronically by the members.
- The Chairman then invited Mr. Sahil Barua, Managing Director & Chief Executive Officer to address the members. Mr. Barua addressed the members and delivered a presentation on the Company's Business, Operations, Technology, ESG and Financial Performance for the fiscal year 2022-23.

D. Brief details of items deliberated and results thereof:

- The Chairman thereafter proceeded with the formal agenda items as set out in the notice convening the AGM and informed that the Statutory Auditors' Report and Secretarial Auditor's Report does not contain any qualification, reservation, adverse remark or disclaimer and the same were taken as read. Thereafter, the below mentioned agenda items were put to vote for approval by members in the meeting:

Sl. No.	Particulars	Type of Resolution
1	To receive, consider and adopt the Audited Financial Statements (Standalone & Consolidated) for the financial year ended March 31, 2023, together with the reports of Board of Directors and Statutory Auditors thereon.	Ordinary Resolution
2	To appoint a director in place of Mr. Kapil Bharati (DIN: 02227607), Executive Director & Chief Technology Officer, who retires by rotation and being eligible, offers himself for re-appointment.	Ordinary Resolution
3	To appoint M/s Deloitte Haskins & Sells LLP, Chartered Accountants (Firm Registration Number: 117366W/W-100018) as Statutory Auditors of the Company and fixing of their remuneration.	Ordinary Resolution
4	To note that Mr. Donald Francis Colleran (DIN: 09431299), Non-Executive Director, retires by rotation and doesn't seek re-appointment citing other commitments, and to resolve not to fill the resultant vacancy on the Board.	Ordinary Resolution
5	To revise the remuneration of Mr. Saugata Gupta (DIN: 05251806), Non-Executive Independent Director with effect from April 01, 2023 till September 30, 2026.	Special Resolution
6	To consider the appointment of Mr. Anindya Ghose (DIN: 10243913), as a Non-Executive Independent Director for a term of 5 years with effect from August 04, 2023 and fixation of his remuneration.	Special Resolution

Note: It may be noted that all the resolutions set out in the Notice have been passed with requisite majority. The Company will separately disseminate the voting results (remote e-voting and voting at the meeting through electronic voting system).

- The Chairman then requested the moderator to begin the Q&A session with the members who had pre-registered themselves as speakers to ask questions, raise their queries or to express their views, give suggestions or make inquiries regarding the operational /financial performance of the Company and related matters.
- Thereafter, the moderator sequentially invited the registered speaker shareholders to express their views and ask their queries. The Chairman invited Mr. Barua, to respond to the queries of the members. He responded to the queries of the members and provided the necessary clarifications.
- After completion of Q&A session, the Chairman informed the members that e-voting on the platform of NSDL would continue for another 15 minutes from the conclusion of the meeting to enable the members to vote.
- The Chairman informed that the details of the voting results (remote e-voting and e-voting at the AGM) on all the resolutions as set out in the notice of AGM along with the Scrutinizer's Report will be disseminated on the exchanges and will be placed on the Company's website within stipulated timelines from the conclusion of the meeting as per statutory requirements. He also informed that the board of directors of the Company had appointed Mr. Prabhakar Kumar, Partner of M/s VAPN & Associates, Company Secretary in Practice, as the scrutinizer to supervise the e-voting process.
- The Chairman concluded the proceedings of the AGM by thanking all the members for their participation at the AGM and for their constructive suggestions and observations.