

Date:02/08/2021

To,  
Bombay stock exchange limited,  
Floor 25, Phiroz jeejeebhoy Towers,  
Dalal Street,  
Mumbai- 400001

**REF: Sylph Technologies Limited (ISIN: INE706F01013) BSE Code: 511447**

**Sub- Proceedings of 29<sup>th</sup> Annual General Meeting pursuant to regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015**

**Dear Sir/Madam,**

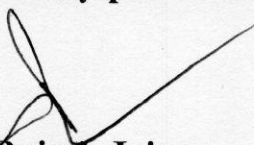
In continuation to our letter dated 02<sup>nd</sup> July, 2021, 29<sup>th</sup> Annual General Meeting of the Company was held on 02<sup>nd</sup> August, 2021 and the businesses as mentioned in the notice were transacted.

In this regard, please find enclosed summary of proceeding of AGM as required under Regulation 30, part A of schedule III of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

Kindly take the above information on record.

**Thanking you,**

**For Sylph Technologies Limited**

  
**Rajesh Jain**  
**Director**  
**(DIN: 01704145)**



**Sylph Technologies Limited**

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CIN L36100MP1992PLC007102

**PROCEEDING PURSUANT TO REGULATION 30 OF SEBI (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015 OF 29<sup>th</sup> ANNUAL GENERAL MEETING OF SYLPH TECHNOLOGIES LIMITED HELD ON MONDAY, 02<sup>nd</sup> AUGUST, 2021 FROM 01:00 P.M. TO 02:00 P.M., AT ST-4, "PRESS HOUSE", 22 PRESS COMPLEX, A.B. ROAD, INDORE, MADHYA PRADESH - 452008**

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The Requisite quorum being present, the Chairman calls the meeting order. Chairman delivered his speech and shared accomplishment and success achieved during the year 2020-2021 to the member present in the meeting. He informed the members that the company has provided e-voting facility.

Details of the Meeting are as follows:

1. **Number of members attending the meeting-** 35 Members was personally present at Meeting.
2. **Confirmation of quorum-**  
Dr. Rajesh Jain, Chairman of the meeting have ascertained and confirmed that requisite quorum (35 members) is present during Annual General Meeting.
3. **Scrutinizer-**  
Mr. Anand Sethiya, Chartered Accountant (ICAI Membership No. -071993) as Scrutinizer of the Company, was present in the meeting to scrutinize the voting of the meeting in the presence of the 2 witness.
4. **Business transacted at the meeting and result thereof-**
  - (a) To receive, consider and adopt the audited financial statements for the Financial Year ended 31<sup>st</sup> March, 2021 and the Reports of the Directors and Auditors thereon-  

**Passed as Ordinary Resolution.**
  - (b) To appoint a Director in place of Mr. Rajesh Jain, having DIN: 01704145, who retires by rotation and being eligible, offers himself for re-appointment-  

**Passed as Ordinary Resolution.**
  - (c) To ratify the appointment of M/s ABN & Co. (ICAI FRN.-004447C) as Statutory Auditors of the company and to fix their remuneration:

**"RESOLVED THAT** pursuant to provision of Section 139, 142 and other applicable provisions of the Companies Act, 2013 and the Rules made there under and pursuant to the resolution passed by the members at the AGM held on 02<sup>nd</sup> day of August, 2021 for the appointment of statutory auditor, the appointment of M/s ABN & Co. (ICAI FRN.-004447C) as the auditor of the Company be and is hereby





ratified and the Board of Directors be and is hereby authorized to fix the remuneration payable to them for the financial year ending March 31, 2022 in consultation with the auditor and that such remuneration may be paid on a progressive billing basis as may be agreed upon between the auditors and the Board of Directors.”

- Passed as ordinary resolution.

- (d) **To consider the appointment of Mr. Rajendra Verma as the additional director of the company.**

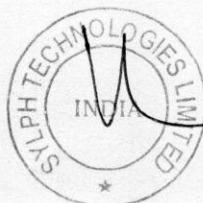
“**RESOLVED THAT** in accordance with the applicable provisions of SEBI (LODR) Regulations 2015, the company intends to appoint Mr. Rajendra Verma as an Additional Director of the Company till the conclusion of ensuing Annual General Meeting, then in accordance with the Section 149(6) of the Companies Act, 2013 and Regulation 16(1)(b) of the SEBI (LODR) Regulations, 2015, will be appointed as an Independent Director, subject to the approval of shareholders in the ensuing Annual General Meeting.

- Passed as ordinary resolution.

- (e) **To Consider and approval of related party transactions –**

“**RESOLVED THAT** pursuant to the provisions of Section 188 and all other applicable provisions, if any, of the Companies Act, 2013 (the Act) (subject to any modification and re-enactment thereof), the consent, sanction, permission or approval as the case may be of the members of the company be and is hereby accorded to the board of directors to enter into any contract or arrangements with any related party and its subsidiary, if any as defined under the Act with respect to sale, purchase or supply of any goods or materials, selling or otherwise disposing of, or buying, leasing of property of any kind, availing or rendering of any services, appointment of agent for purchase or sale of goods, materials, services or property or otherwise disposing of any goods, materials or property or availing or rendering of any services or appointment of such related party to any office or place of profit in the Company or its subsidiary or associate Company or reimbursement of any transaction or any other transaction of whatever nature with related parties.

**RESOLVED FURTHER THAT** the board of directors of the Company be and are hereby authorized to take such steps as may be necessary for obtaining approvals, statutory, contractual or otherwise, in relation to the above and to settle all matters arising out of and incidental thereto, and to sign and execute



all deeds, applications, documents and writings that may be required, on behalf of the Company and generally to do all acts, deeds, matters and things that may be necessary, proper, expedient or incidental thereto for the purpose of giving effects to this Resolution.”-

**-Passed as Special resolution.**

- (f) To regularize the appointment of Mr. Rajendra Verma as an Independent Director.

**“RESOLVED THAT**, in accordance with the provisions of Section 149 read with Schedule IV of the Companies Act, 2013, and Regulation 17 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, or any amendment thereto or modification thereof, this Meeting hereby approves the appointment of Mr. Rajendra Verma as an Independent Director of the Company for remaining term of Late Mr. Devendra M. Chelawat with effect from 2<sup>nd</sup> August, 2021 , or till such earlier date to confirm with the policy on retirement and as may be determined by any applicable statutes , rules, regulations or guidelines.”

**- Passed as Special resolution.**

**5. Particulars with respect to any adjournment, postponement of meeting, change in venue- NIL**

**6. Confirmation-** Chairman of the meeting Confirmed that the meeting is called, convened, held and conducted as per the provisions of the Companies Act, 2013 and SEBI (Listing obligations and Disclosures requirement) Regulations, 2015.

This is for your information and record purpose.

**Thanking you,  
For SYLPH TECHNOLOGIES LIMITED**

**Rajesh Jain  
Director  
(DIN: 01704145)**

