

Date: September 26, 2023

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

Scrip ID: SCHAND

Dear Sir,

Re: Proceedings of the 52nd Annual General Meeting held on September 26, 2023

Pursuant to Regulation 30 of The SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, it is hereby informed that the 52nd Annual General Meeting (“AGM”) of the members of S Chand And Company Limited (“the Company”) was held on Tuesday, 26th September, 2023 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, No. 02/2022 dated May 05, 2022 and No. 10/2022 dated December 28, 2022 (“MCA Circulars”).

Mr. Jagdeep Singh, Company Secretary of the Company welcomed the members to the 52nd AGM. He informed that 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 Friday, September 22, 2023 (9:00 A.M.) till Monday, September 25, 2023 (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 Kapoor, Non-Executive Independent Director, Chairperson of Audit Committee & Nomination and Remuneration Committee
4. Mr. Rajagopalan Chandrashekar, Non-Executive Independent Director, member of Audit Committee, Nomination and Remuneration Committee, Stakeholder Relationship Committee and Chairman of Risk Management Committee
5. Mr. Gaurav Kumar Jhunjhnuwala, Non-Executive Director, Non-Independent Director
6. Mr. Saurabh Mittal, Chief Financial Officer

7. Mr. Atul Soni, Head-Investor Relations

The Company Secretary also informed the presence of Mr. Varun Tiwari, 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.

He further informed the members that Mr. Dinesh Kumar Jhunjhnuwala and Ms. Savita Gupta, Directors of the Company could not attend the meeting due to some person reasons.

Mr. Desh Raj Dogra, Chairman of the Board presided over the meeting and welcomed the members to the 52nd 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, ESOP Certificates and S Chand Employee Stock Option Plan 2023 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 52nd AGM was taken as read with the permission of the members.

The Chairman informed the members that there is no qualification / reservation / adverse remark in Auditors report on the Standalone & Consolidated Financial Statements of the Company for the financial year 2022-23 and no qualification in the secretarial audit report given by Secretarial Auditor.

The following items of businesses, as per the Notice of 52nd 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, 2023 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, 2023 and the Report of Auditors thereon	Ordinary Resolution
3.	Declaration of a final dividend of Rs. 3/- per equity share for the financial year ended March 31, 2023	Ordinary Resolution
4.	Appointment of a Director in place of Ms. Savita Gupta (DIN: 00053988), who retires by rotation, and being eligible, offers herself for reappointment	Ordinary Resolution
5.	Regularization and re-appointment of Mr. Rajagopalan Chandrashekar (DIN:03634002) as an Independent Director of the Company	Special Resolution
6.	Approval of S Chand - Employees Stock Option Plan 2023	Special Resolution
7.	Extension of S Chand - Employees Stock Option Plan 2023 to the employees of Company's Associate Company(ies), Group Company(ies), Subsidiary Company(ies) and holding company [present or future]	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 7 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 52nd 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. The meeting was concluded at 11:50 A.M. However, the voting lines remained open till 15 minutes after conclusion of the meeting.

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, 2nd Floor,
Mohan Co-operative Industrial Estate,
New Delhi-110044

