

## **SUMMARY OF PROCEEDINGS OF THE 13<sup>TH</sup> ANNUAL GENERAL MEETING OF ZUARI SUGAR & POWER LIMITED HELD ON WEDNESDAY, SEPTEMBER 22, 2021 THROUGH VIDEO CONFERENCING (VC)/OTHER AUDIO-VISUAL MEANS (OAVM)**

The 13<sup>th</sup> Annual General Meeting (AGM) of the Members of Zuari Sugar & Power Limited (“the Company”) was held on Wednesday, September 22, 2021 at 11:00 a.m. (IST) through Video Conference (“VC”)/ Other Audio-Visual Means (“OAVM”). The meeting was held in compliance with the General Circular nos. 20/2020, 14/2020, 17/2020 and clarification Circular No. 02/2021 issued by the Ministry of Corporate Affairs (“MCA”) read with other applicable provisions of the Companies Act, 2013 and the Rules made thereunder.

### **Directors and KMP in Attendance**

Mr. L. M. Chandrasekaran	:	Chairperson of the Board (through VC from Coimbatore, Tamil Nadu)
Mr. R.S. Raghavan	:	Chairman of the Audit Committee (through VC from Gurugram, Haryana)
Mr. Bhaskar Chatterjee	:	Independent Director and Member of Audit Committee and Nomination & Remuneration Committee (through VC from Gurugram, Haryana)
Mr. Alok Saxena	:	Director (through VC from Aira, Lakhimpur Kheri)
Mr. Ayush Yadav	:	Company Secretary (through VC from Gurugram, Haryana)

### **Other Representatives**

Mr. Karthik Srinivasan, Representatives on behalf of the Statutory Auditors, M/s V. Sankar Aiyar & Co., Chartered Accountants attended the Meeting through VC from New Delhi.

### **Members Present**

Mr. Laxman Aggarwal	:	Representative of Zuari Global Limited (Holding Company) (through VC from Gurugram, Haryana)
Mr. Shailendra Kumar	:	Member (through VC from Goa)
Mr. Nilesh G. Dessai	:	Member (through VC from Goa)
Mr. Jayant V. Panvelkar	:	Member (through VC from Goa)
Mr. Suryakanta Khuntia	:	Member (through VC from Goa)
Mr. Sriramulu Ramakrishna	:	Member (through VC from Goa)
Mr. Vinay Venkappayya	:	Member (through VC from Goa)

Mr. L M Chandrasekaran, took the chair and commenced the proceedings of the meeting after ascertaining that the requisite quorum was present.

The meeting commenced at 11:00 A.M. (IST) and concluded at 11.22 A.M. (IST).

The Chairman welcomed the Members and other attendees to the 13<sup>th</sup> Annual General Meeting of the Company. He briefed the Members regarding the arrangements made for the meeting. Company Secretary informed that the Company had enabled the Members to participate in the AGM through the VC facility provided by ZOOM application. It was further informed that the Members were provided with the facility to exercise their right to vote by show of hands to be exercised by the Members at the end of each item as per the provisions of Companies Act, 2013.

Thereafter, the Chairman mentioned that the Notice of the 13<sup>th</sup> AGM along with the Annual Report for Financial Year ended 2021 had been sent through electronic mode to those members, who were holding shares of the Company as on cut-off date i.e. August 09, 2021 and whose e-

mail IDs were registered with the Company. The Chairman informed that since there are no qualifications, observations or adverse comments on the financial statements and matters, which had any material bearing on the functioning of the Company, reports of the Auditors were taken as read. It was also informed that the statutory documents including the Register of Directors, Register of Members & their shareholding and Memorandum & Articles of Association of the Company were available for inspection electronically by the Members.

The Chairman then commenced his speech and gave an overview of the operations and the financial performance of the Company during Financial Year ended 2021.

Mr. Chandrasekaran concluded his speech by placing on record his appreciation and gratitude for all the COVID warriors who are selflessly fighting such a formidable battle and saving lives throughout the Country.

The following items of business as set out in the Notice of the 13<sup>th</sup> AGM, were transacted:

<b>S. No.</b>	<b>Resolutions</b>	<b>Type of Resolution</b>
<b>Ordinary Business</b>		
1.	To Receive, Consider and Adopt the audited financial statements of the Company for the Financial Year ended March 31, 2021 including Balance Sheet and the Statement of profit and loss for the year ended on that date together with the Reports of Board of Directors and Auditors thereon.	Ordinary
2.	To appoint a director in place of Mr. Soundararaghavan Rangachari (DIN: 00362555) who retires by rotation and, being eligible, offers himself for re-appointment as Director.	Ordinary
<b>Special Business</b>		
3.	Appointment of Mr. Alok Saxena (DIN: 08640419) as Director of the company.	Ordinary
4.	Ratification and approval of Related Party Transaction(s) with Gobind Sugar Mills Limited for financial year 2021-22 and subsequent financial years.	Ordinary
5.	Approval of Related Party Transaction(s) with Zuari Global Limited for financial year 2021-22 and subsequent financial years.	Ordinary
6.	Sale or disposal of undertakings and creation of mortgage / charge / hypothecation on assets of the company.	Special

After all the Resolutions were duly discussed, Mr. Chandrasekaran invited queries and views of members with regard to the financial statements or any other matter placed at the AGM.

Thereafter, the Company Secretary thanked the Chairman, Members and other attendees / representative for their presence and Meeting was concluded.