

SUMMARY OF PROCEEDINGS OF THE EXTRA ORDINARY GENERAL MEETING OF ZUARI FINSERV LIMITED HELD ON THURSDAY, DECEMBER 22, 2022 THROUGH VIDEO CONFERENCING (VC)/OTHER AUDIO VISUAL MEANS (OAVM)

The Extra Ordinary General Meeting (EGM) of the Members of Zuari Finserv Limited (“the Company”) was held on Thursday, December 22, 2022 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. Alok Banerjee : Director (through VC from Bangalore, Karnataka)
Mr. Ranjan Kumar : Whole Time Director (through VC from New Delhi)
Mr. Alok Kumar Srivastav : Chief Financial Officer (through VC from New Delhi)
Mr. Mayank Sharma : Company Secretary (through VC from New Delhi)

Members Present

Mr. Laxman Aggarwal : Representative of Zuari Industries Limited (Holding Company) (through VC from Gurugram)
Mr. Anand Rajadhyaksha : 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. Vinay Venkappayya : Member (through VC from Goa)
Mr. Sriramulu Ramkrishna : Member (through VC from Goa)

Mr. Alok Banerjee 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 11.15 A.M. (IST).

The Chairman welcomed the Members and other attendees to the Extra Ordinary 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 EGM 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 unless the Poll is demanded by any Member as per the provisions of Companies Act, 2013.

Thereafter, it was 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 following items of business as set out in the Notice of the EGM were transacted:

S. No.	Resolutions	Type of Resolution
1	Approval for increase in borrowing powers of the company	Special

2	Approval for sale of assets and creation of mortgage, charge and hypothecation on assets of the company	Special
3	Re-appointment of Independent Director of the company	Special
4	Approval to increase remuneration of Whole Time Director of the company	Special

After all the Resolutions were duly discussed, Mr. Alok Banerjee invited queries and views of members with regard to the matter placed at the EGM.

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