

**SUMMARY OF PROCEEDINGS OF THE 9<sup>TH</sup> ANNUAL GENERAL MEETING OF ZUARI FINSERV LIMITED HELD ON FRIDAY, SEPTEMBER 15, 2023 THROUGH VIDEO CONFERENCING (VC)/OTHER AUDIO VISUAL MEANS (OAVM)**

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The 8<sup>th</sup> Annual General Meeting (AGM) of the Members of Zuari Finserv Limited (“the Company”) was held on Friday, September 15, 2023 at 02:00 P.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. Nishant Dalal	:	Director (through VC from Gurugram, Haryana)
Mr. Sanjeev Lall	:	Director (through VC from Mumbai, Maharashtra)
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)

**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 Industries Limited (Holding Company) (through VC from Gurugram)
Mr. Anand Rajadhyaksha	:	Member (through VC from Goa)
Mr. Jayant V. Panvelkar	:	Member (through VC from Goa)
Mr. Suryakanta Khuntia	:	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 02:00 P.M. (IST) and concluded at 02.15 P.M. (IST).

The Chairman welcomed the Members and other attendees to the 9<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 unless the Poll is demanded by any Member as per the provisions of Companies Act, 2013.

Thereafter, the Chairman mentioned that the Notice of the 9<sup>th</sup> AGM along with the Annual Report for Financial Year ended 2023 had been sent through electronic mode. 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 2023.

The following items of business as set out in the Notice of the 9<sup>th</sup> AGM were transacted:

<b>S. No.</b>	<b>Resolutions</b>	<b>Type of Resolution</b>
<b>Ordinary Business</b>		
1	To consider, approve and adopt the Audited Financial Statements of the Company comprising the Balance Sheet as on March 31, 2023, Statement of Profit & Loss and Cash Flow Statement and Notes thereto for the financial year ended on March 31, 2023 together with the Report of the Board of Directors and Auditors' thereon.	Ordinary
2	To appoint a Director in place of Mr. Nishant Dalal (DIN: 08972330), who retires by rotation and, being eligible, offers himself for re-appointment.	Ordinary
3	Appointment of Mr. Sanjeev Lall as Independent Director of the Company	Ordinary

After all the Resolutions were duly discussed, Mr. Alok Banerjee 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.