

## SHREE HARI CHEMICALS EXPORT LIMITED

**TRANSCRIPT OF THE PROCEEDINGS OF THE THIRTY THIRD ANNUAL GENERAL MEETING OF SHREE HARI CHEMICALS EXPORT LIMITED HELD THROUGH VIDEO CONFERENCING (VC) ON WEDNESDAY, DECEMBER 30, 2020 AT 11.30 A.M.**

### **PRESENT:**

Shri Bankesh Chandra Agrawal,- Chairman, Managing Director and Member

Shri Sarthak Agarwal - Whole-time Director

Shri Nihit Agarwal - Whole-time Director

Shri Sanjay Kedia - Whole-time Director and Chief Financial Officer

Smt. Ekta Sultania - Independent Director and Chairman of Audit Committee, Nomination and Remuneration Committee and Stakeholders Relationship Committee

Shri Shri Vrjanand Gupta- Independent Director

Shri Parag Agrawal- Independent Director

Ms. Urvashi Pandya, Company Secretary

21 other members attended the meeting through VC.

### **CHAIRMAN**

Shri Bankesh Chandra Agrawal, Chairman of the Board of Directors, occupied the Chair.

### **Shri Bankesh Chandra Agrawal, Chairman: DECLARATION OF THE MEETING AS OPEN**

Good Morning Ladies and Gentlemen. It is 11.30 a.m. and I would like to welcome you to the 33rd Annual General Meeting (AGM) of your Company. It is my pleasure to connect with all of you at the first virtual AGM of the Company. On behalf of the Board of Directors, I would like to thank you for taking the time out to join us today. Your support and confidence in us, in these uncertain times, drives us to do more and create greater value. I hope all of you are safe and in good health. This meeting is being conducted through OAVM (Other Audio Video Conference) as per guidelines issued by the Ministry of Corporate Affairs and SEBI.

In line with the MCA General Circular dated May 5, 2020, and SEBI Circular dated May 12, 2020, the Notice of the AGM along with the Annual Report 2019-20 was sent only through electronic mode to those Members whose e-mail addresses are registered with the Company/Depositories. The Notice convening the 33rd AGM was also uploaded on the website of the Company and is accessible on the websites of the Bombay Stock Exchange and SE on the website of NSDL.

I wish to inform the members that in case of any technology related challenges and I am unable to continue to participate in this Meeting, any other Director who is able to continue would preside over the meeting.

I would like to introduce the Directors present at the meeting on the dais namely:

Shri Sarthak Agarwal - Whole-time Director

Shri Nihit Agarwal- Whole-time Director

Shri Sanjay Kedia- Whole-time Director and CFO

Smt Ekta Sultania- Independent Director

Shri Shri Vrjanand Gupta- Independent Director

Shri Parag Agrawal- Independent Director

I would further like to record that the authorized representative of our statutory auditors M/s G. D. Singhvi & Company and our secretarial auditor M / s Parikh and Associates are also present in the meeting through video conferencing.

I would like to inform you that the participation of members through video conference was being reckoned for the purpose of quorum as per the circulars issued by Ministry of Company Affairs and the Companies Act, 2013. The requisite quorum is present through video conference to conduct the proceedings of this meeting. The quorum being present, I call this meeting to order.

#### **STATE OF COMPANY'S AFFAIRS OF THE COMPANY:**

Dear friends, this year was very unfortune year for entire world and for all of us.

With the great effort of our Government led by our Prime Minister Shri. Narendra Modi we are able to contain the pandemic to enter in 2nd phase, we hope 2021 will be corona free year with grace of GOD.

As regards our company is concerned we have tried to keep pace with current situation by proving timely assistance to our laborers, staff member to combat the situation and also tried to continue our production activity as per safety guidelines.

As the uncertainty still persist due to 2nd phase spreading in UK & Europe due to open up of lock downs, we are not in position to predict about the performance of the company. We are trying our level best to overcome hurdles & hope for better in the coming years.

## **NOTICE OF THE MEETING**

I would like to inform you that the notice dated 11<sup>th</sup> November, 2020 convening this Annual General Meeting along with a copy of the Annual Report for the financial year ended 31<sup>st</sup> March, 2020 have already been sent to the registered e-mail Ids of the members of the Company.

With the consent of the members present, I take the Notice convening the meeting as read.

This AGM is being held through video conference in accordance with the Companies Act 2013 and circulars issued by the Ministry of Corporate Affairs and SEBI. Facility for joining this meeting through video conference is made available for the members on a first-come-first-served basis. The Register of Directors and Key Managerial Personnel, the Register of Contracts or Arrangements, have been uploaded on the website of the Company. As the AGM is held through video conference, the facility for appointment of proxies by the members was not applicable and hence the inspection of proxy register is not applicable.

The Company had not received any requests members to register themselves as speakers at the meeting.

The Company had provided the facility to cast the votes electronically, on all resolutions set forth in the Notice. Members who have not cast their votes and who are participating in this meeting will have an opportunity to cast their votes during the meeting through the e-voting system provided by NSDL. Members can click on the "Vote" tab on their screen to avail this feature. Members are requested to refer to instructions provided in the notice or appearing on the video conference page, for a seamless participation. In case members face any difficulty, they may reach out on the helpline numbers.

I would also like to inform you that the company has received 2 Corporate Representation for attending the meeting, in respect of 6,35,700 Equity Shares representing 14.1% of the Equity Share Capital of the Company. As the Notice of this meeting is already circulated to all the members, I take the Notice convening the meeting as read.

The Statutory Auditors, M/s. G. D. Singhvi & Company, and Secretarial Auditor, Parikh & Associates, have expressed unqualified opinion in their respective audit reports for the financial year 2019-2020. The representatives of the Statutory Auditors and Secretarial Auditors were also present at the AGM.

I now move the Resolutions relating to Item no. 1 to 11.

1. ADOPTION OF AUDITED FINANCIAL STATEMENTS AND REPORTS OF DIRECTORS & AUDITORS FOR THE YEAR ENDED MARCH 31, 2020 (ORDINARY RESOLUTION)

Financial statements of the company for the year ended 31st March, 2020 are required to be laid down at this AGM as required under Section 129 (2) of the Companies Act, 2013. I now present the audited Financial Statements together with the Reports of the Board of Directors and the Auditor's thereon.

2. APPOINTMENT OF SHRI BANKESH CHANDRA AGRAWAL WHO SEEKS RE-ELECTION (ORDINARY RESOLUTION)
3. APPOINTMENT OF SHRI SANJAY KEDIA (DIN: 08556924), AS DIRECTOR OF THE COMPANY (ORDINARY RESOLUTION)
4. APPOINTMENT OF SHRI SARTHAK AGARWAL (DIN: 03613314), AS DIRECTOR OF THE COMPANY. (ORDINARY RESOLUTION)
5. APPOINTMENT OF SHRI NIHIT AGARWAL (DIN: 07586882), AS DIRECTOR OF THE COMPANY. (ORDINARY RESOLUTION)
6. APPOINTMENT OF SHRI PARAG AGRAWAL (DIN: 07140561), AS INDEPENDENT DIRECTOR OF THE COMPANY. (ORDINARY RESOLUTION)
7. APPOINTMENT OF SHRI SANJAY KEDIA (DIN: 08556924) AS WHOLE TIME DIRECTOR OF THE COMPANY AND PAYMENT OF REMUNERATION OF FOR A PERIOD OF THREE YEARS WITH EFFECT FROM NOVEMBER 08, 2019. (SPECIAL RESOLUTION)
8. APPOINTMENT OF SHRI BANKESH CHANDRA AGARWAL (DIN: 00121080) AS THE CHAIRMAN & MANAGING DIRECTOR OF THE COMPANY AND PAYMENT OF REMUNERATION OF FOR A PERIOD OF THREE YEARS WITH EFFECT FROM NOVEMBER 11, 2020. (SPECIAL RESOLUTION)
9. APPOINTMENT OF SHRI SARTHAK AGARWAL (DIN: 03613314) AS WHOLE TIME DIRECTOR OF THE COMPANY AND PAYMENT OF REMUNERATION OF FOR A PERIOD OF THREE YEARS WITH EFFECT FROM NOVEMBER 11, 2020. (SPECIAL RESOLUTION)
10. SHRI NIHIT AGARWAL (DIN: 07586882) AS WHOLE TIME DIRECTOR OF THE COMPANY AND PAYMENT OF REMUNERATION OF FOR A PERIOD OF THREE YEARS WITH EFFECT FROM NOVEMBER 11, 2020 (SPECIAL RESOLUTION)

11.RATIFICATION OF REMUNERATION OF COST AUDITOR FOR THE FINANCIAL YEARS 2020-21. (ORDINARY RESOLUTION)

I would like to inform you that All the agenda items of the Notice were taken up. Now, members may exercise the e-voting. Members may note that the voting on the NSDL platform will continue to be available for the next 15 minutes. Therefore, members who have not cast their vote yet are requested to do so. The Board of Directors has appointed Ms. Shalini Bhat of Parikh & Associates, Practicing Company Secretaries, as the scrutinizer to supervise the e-voting process. Further, I hereby authorize the Company Secretary, to declare the result of the voting and place the results on the website of the Company at the earliest. The resolutions, as set forth in the Notice, shall be deemed to be passed today subject to receipt of requisite number of votes.

Before I conclude, It is my pleasure to thank other stakeholders – our clients and vendors– for their trust and support. I thank the government, ministries and departments of the state that we operate in, for their continued support. And also, I look forward for your continued support and best wishes.

I now declare the proceedings of the 33<sup>rd</sup> Annual General Meeting as closed.

**Thank you.**

The meeting concluded at 12.01 p.m.