

SHREE HARI CHEMICALS EXPORT LIMITED

TRANSCRIPT OF THE PROCEEDINGS OF THE THIRTY SEVENTH ANNUAL GENERAL MEETING OF SHREE HARI CHEMICALS EXPORT LIMITED HELD THROUGH VIDEO CONFERENCING (VC) OR OTHER AUDIO VISUAL MEANS (OAVM) ON FRIDAY, SEPTEMBER 27, 2024 AT 01.00 PM

PRESENT:

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

Shri Sarthak Agarwal - Whole-time Director and Member

Shri Nihit Agarwal - Whole-time Director and Member

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

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

Mr. Shri Ram Gupta- - Independent Directors

Shri Vikas Agarwal

Shri Rajkumar Dayma

Shri Sanjay Gupta

Smt. Varsha Agarwal

Ms. Urvashi Pandya, Company Secretary

22 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

Namaste! Good Afternoon Everyone. I welcome everyone to the 37th Annual General Meeting of the Company.

Let us begin with the proceedings of the meeting with reciting the mantra of Pratham Pujaya Lord Ganesha.

**“वक्रतुण्ड महाकाय, सूर्यकोटि समप्रभ
निर्विघ्नं कुरु मे देव, सर्वकार्येषु सर्वदा”**

As we embarked in 2024, it is with enthusiasm and gratitude, I reflect on the achievements and challenges that have marked our journey so far. I am pleased to serve as your Chairman and thank everyone for being part of our Company's journey.

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I take this opportunity to express my heartfelt gratitude to our shareholders for their support and trust, to our customers for loyalty and patronage, to our employees for their dedication and honesty.

I would like to state that this meeting is conducted through Video Conferencing or Other Audio Visual Means as per the guidelines issued by MCA and SEBI from time to time.

In line with the Circulars issued by MCA and SEBI, the Notice of the AGM along with the Annual Report 2023-24 was sent only through electronic mode to those Members whose e-mail addresses are registered with the Company/Depositories.

The Notice convening the AGM is also uploaded on the website of the Company and is accessible on the websites of BSE and NSDL.

I wish to inform the members, that in case of any technology related challenges, if 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 now like to introduce the directors present at this meeting through video conferencing,

1. Shri Sarthak Agarwal - Whole-time Director
2. Shri Nihit Agarwal- Whole-time Director
3. Shri Sanjay Kedia- Whole-time Director and CFO
4. Shri Vikas Agarwal, Director
5. Smt. Ekta Sultania- Independent Director
6. Mr. Shri Ram Gupta- Independent Director
7. Smt. Varsha Agarwal- Independent Director
8. Shri Rajkumar Dayma- Independent Director
9. Shri Sanjay Gupta-- Independent Director

I would further like to state, Mr. Yash Singhal, representative of our Statutory Auditors, M/s Kailash Chand Jain & Company, Chartered Accountants and Ms. Shalini Bhat, representative of M/s. Parikh and Associates, Scrutinizers and Secretarial Auditors are also present in the meeting through video conferencing.

Participation of members through video conference is being reckoned for the purpose of quorum as per the Companies Act, 2013 and circulars issued by MCA. 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

I am pleased to throw light on the Company's success in the financial year. During the year, the revenue from operations were Rs. 138.33 Crore as against Rs. 102.73 Crore during the corresponding previous year resulting in a profit of Rs. 2.35 Crore as against loss of Rs. 19.61 Crore for the previous year.

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I would also like to inform that the Company has incorporated a wholly-owned subsidiary named 'Shakambhari Dyechem Private Limited' for expansion of product line.

NOTICE OF THE MEETING

This AGM being held through video conference in accordance with the Companies Act 2013 and circulars issued by the MCA and SEBI, facility to join this meeting through video conferencing is made available for the members on a first-come-first-served basis.

As the AGM is being held through video conference, the facility for appointment of proxies by the members is not applicable and hence the inspection of proxy register is not available.

The Company has received 2 speaker request that is from:

Mr. Satish Shah

Mr. Manjit Singh

I shall now invite to Mr. Satish Shah to speak. Now I request the Moderator to unmute him.

<Bankeshji to answer the queries of the speaker>

Mr. Satish Shah was not present at the meeting.

I shall now invite to Mr. Manjit Singh to speak. Now I request the Moderator to unmute him.

<Bankeshji to answer the queries of the speaker>

Mr. Manjit Singh was not present at the meeting.

The Company had provided the facility to cast the votes electronically, on the 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 the 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 which is mentioned in the AGM Notice.

The Company has received 2 Corporate Representations 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.

I now move the Resolutions relating to Item no. 1 to 10.

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AGENDA ITEM NO. 1: ADOPTION OF AUDITED FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2024: (ORDINARY RESOLUTION)

Audited Financial statements of the company for the year ended 31st March, 2024 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.

AGENDA ITEM NO. 2 - APPOINTMENT OF SHRI SANJAY KEDIA WHO SEEKS RE-ELECTION (ORDINARY RESOLUTION)

Shri Sanjay Kedia, Director of the Company retires by rotation in accordance with section 152 of the Act and is eligible for re-appointment.

AGENDA ITEM NO 3 - APPOINTMENT OF SHRI VIKAS AGARWAL AS NON-EXECUTIVE DIRECTOR OF THE COMPANY (ORDINARY RESOLUTION)

AGENDA ITEM NO 4 - APPOINTMENT OF SHRI RAJKUMAR DAYMA AS AN INDEPENDENT DIRECTOR (SPECIAL RESOLUTION)

AGENDA ITEM NO 5 -APPOINTMENT OF SMT. VARSHA AGARWAL AS AN INDEPENDENT DIRECTOR (SPECIAL RESOLUTION)

AGENDA ITEM NO 6 -APPOINTMENT OF SHRI SANJAY GUPTA AS AN INDEPENDENT DIRECTOR (SPECIAL RESOLUTION)

AGENDA ITEM NO 7 - APPROVAL OF MATERIAL RELATED PARTY TRANSACTIONS (ORDINARY RESOLUTION)

AGENDA ITEM NO 8 - ALTERATION OF ARTICLES OF ASSOCIATION OF THE COMPANY (SPECIAL RESOLUTION)

AGENDA ITEM NO 9- ISSUE OF COMPULSORILY CONVERTIBLE DEBENTURES ON PREFERENTIAL ISSUE BASIS (SPECIAL RESOLUTION)

AGENDA ITEM NO 10 - RATIFICATION OF COST AUDITORS' REMUNERATION (ORDINARY RESOLUTION)

The agenda items of the Notice are taken up. Now, members may exercise e-voting. The Board of Directors have appointed Ms. Shalini Bhat of M/s. 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, I express gratitude to our Board of Directors, the management team, employees and all our stakeholders for their commitment and dedication to the organization.

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I now declare the proceedings of the 37th Annual General Meeting as closed.

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.

Thank you everyone for your active participation and valuable contributions to this year's AGM.

We have made significant decisions and set ambitious goals for our vision, mission and values.

We truly appreciate dedication of the stakeholders and hard work of Shree Hari Parivar. I wish everyone safety and good health and convey my warm regards for the upcoming festivals.

Thank you

The meeting concluded at 1.11 p.m.