



## **THE SUKHJIT STARCH & CHEMICALS LIMITED**

**Proceedings of the 79th Annual General Meeting of the Shareholders of The Sukhjit Starch & Chemicals Ltd. (CIN: L15321 PB1944 PLC001925), held on Friday, the 11<sup>th</sup> day of August, 2023 at 10.00 A.M. (Concluded at 11:35 A.M. on the same day) at Regd. Office of the Company at Sarai Road, Phagwara.**

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### **PRESENT**

Smt. Manjoo Sardana : Non- Executive Chairperson  
Sh. Vikas Uppal : Member of Audit Committee, Stakeholder & Relationship Committee and Nomination & Remuneration Committee (authorised)  
Sh. K K Sardana : Managing Director  
Sh. M G Sharma : Executive Director (Fin) & CFO

In addition to the above, 44 more shareholders were present in person making total attendance of shareholders to 48.

### **IN ATTENDANCE**

Sh. Aman Setia : Vice President (Finance ) & Company Secretary

### **BY INVITATION**

Representative from M/s Y K Sud & Co., (Statutory Auditors)

CS Parminder Singh Rally, Company Secretary and Scrutinizer for voting

Smt. Manjoo Sardana, took the chair as Chairperson of the meeting and ascertaining that the quorum for the meeting was present, the meeting was called to order.

It was announced that the Statutory Registers including the Register of Directors and Key Managerial Personnel along with their shareholding under section 170, Register of Members, and Register of Charges etc. maintained under the Companies Act, 2013 are kept open and accessible during the continuance of the meeting.

The Managing Director on behalf of the Chairperson briefed the shareholders about the working of the Company during the year 2022-23.

It was further informed to the members:-

- That in compliance with the provisions of section 108 of the Companies Act, 2013, read with Rule 20 of the Companies (Management and Administration) Rules, 2014 and Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the company had also provided E-voting facility to the shareholders to enable them to vote on all resolutions proposed in the notice of Annual General Meeting for which services of NSDL were utilized.
- That Sh. Parminder Singh Rally, Practicing Company Secretary has been appointed as 'Scrutinizer' for conducting the E-voting and ballot process in fair and transparent manner.





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- That the members present in the meeting, who have not casted their votes through E-voting, may cast their vote through ballot forms during Annual General Meeting.

The ballot forms were distributed amongst the shareholders present in the meeting. The Chairperson then requested the members present to cast their votes on the agenda items and announced that the combined result shall be declared on Saturday, 12<sup>th</sup> August, 2023 at registered office of the Company at Sarai Road, Phagwara-144401 and same would also be uploaded on the Company's website.

With the permission of the chair, the Notice of the Annual General Meeting along with the Independent Auditor's Report was read and item wise agenda/ proposed resolutions were taken up.

The voting commenced. The Scrutinizer concluded the voting after all the eligible members casted their votes on various agenda items/ resolutions.

There being no other business to transact, the meeting ended with vote of thanks to the chair.

### **VOTING RESULT OF RESOLUTIONS PROPOSED IN THE ANNUAL GENERAL MEETING**

The Scrutinizer, Mr. Parminder Singh Rally, Practicing Company Secretary submitted his report today i.e on 12<sup>th</sup> August, 2023 and same was acknowledged as result of the Annual General Meeting. This is the combined report on the basis of votes casted by members electronically i.e E-voting (for which services of NSDL was utilized) and voting through ballot during the Annual General Meeting on all items of Notice of AGM dated 27.05.2023. The following resolutions were taken as passed in terms of voting done and these were construed to be passed by the members at the 79<sup>th</sup> Annual General Meeting of the Company held on Friday, the 11<sup>th</sup> day of August, 2023:-

#### **(a) Ordinary Business I:- Item (1) of the Notice to AGM dated May 27, 2023**

To receive, consider and adopt the Directors' Report, Auditors' Report, Audited Balance Sheet and Profit & Loss Account for the year ended 31.03.2023.

The first item of the agenda was read and considered and Sh. Bikram Singh proposed and Sh. Ashok Jalota seconded the resolution and thereafter the shareholders considered & adopted the financial results for the year ended 31.03.2023 along with the Director's Report and Auditors' Report as under:

#### **Consolidated Results:-**

| Particulars | Numbers of Votes Casted          |            |           | Percentage |
|-------------|----------------------------------|------------|-----------|------------|
|             | Electronically<br>(i.e. E-votes) | Th. Ballot | Total     |            |
| Assent      | 53,93,413                        | 20,45,719  | 74,39,132 | 100.00%    |
| Dissent     | 0                                | 0          | 0         | 0          |
| Total       | 53,93,413                        | 20,45,719  | 74,39,132 | 100.00%    |

Hence, the resolution was passed with a total of 74,39,132 valid assenting votes.





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### **(b) Ordinary Business II:- Item (2) of the Notice to AGM dated May 27, 2023**

To appoint Director in place of Smt. Manjoo Sardana (DIN: 08533106) who retires by rotation and being eligible, offers herself for re-appointment.

The second item of the agenda was read and considered and Sh. Gautam Jain proposed and Sh. Rajneesh Kumar seconded and thereafter the resolution for the re-appointment of Smt. Manjoo Sardana as Non Executive Director of the Company was adopted/ passed as under:

#### Consolidated Results:-

| Particulars | Numbers of Votes Casted          |            |           | Percentage |
|-------------|----------------------------------|------------|-----------|------------|
|             | Electronically<br>(i.e. E-votes) | Th. Ballot | Total     |            |
| Assent      | 30,90,643                        | 7,21,422   | 38,12,065 | 99.99%     |
| Dissent     | 300                              | 0          | 300       | 0.01%      |
| Total       | 30,90,943                        | 7,21,422   | 38,12,365 | 100.00%    |

Smt. Manjoo Sardana herself and Sh. Dhiraj Sardana & Sh. Pankaj Sardana both being interested, as relatives, in the above resolution did not take part in the voting. Hence, the resolution was passed with a total of 38,12,065 valid assenting votes.

### **(c) Special Business I:- Item (3) of the Notice to AGM dated May 27, 2023**

"RESOLVED THAT pursuant to the provisions of section 149, 150, 152, 161 & other applicable provisions (if any) of the Companies Act, 2013 and rules made thereunder (including any statutory modification or re-enactment thereof for the time being in force) read with the Schedule IV to the Companies Act, 2013 and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (as amended), the consent of the members be & is hereby granted to the re-appointment of Sh. Tarsem Singh Lally (DIN No. 00381009), as a Non Executive Independent Director of the Company for a further period of 3 years i.e. w.e.f.13th August, 2023 to hold office upto 12/08/2026."

The third item of the agenda was read and considered and Sh. Avtar Singh proposed and Sh. V K Suri seconded and thereafter the resolution was adopted/ passed as a special resolution as under:

#### Consolidated Results:-

| Particulars | Numbers of Votes Casted          |            |           | Percentage |
|-------------|----------------------------------|------------|-----------|------------|
|             | Electronically<br>(i.e. E-votes) | Th. Ballot | Total     |            |
| Assent      | 53,93,363                        | 20,45,719  | 74,39,082 | 99.99%     |
| Dissent     | 50                               | 0          | 50        | 0.01%      |
| Total       | 53,93,413                        | 20,45,719  | 74,39,132 | 100.00%    |

Hence, the resolution was passed with a total of 74,39,082 valid assenting votes.





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### **(d) Special Business II:- Item (4) of the Notice to AGM dated May 27, 2023**

"RESOLVED THAT pursuant to the provisions of Section 196, 197, other applicable provisions (if any) of the Companies Act, 2013 and rules made there under (including any statutory modification or re-enactment thereof for the time being in force) read with the Schedule V to the Companies Act, 2013, the consent of the members be and is hereby granted to the re-appointment of Shri M.G. Sharma (DIN: 00398326) as the Executive Director (Fin) & CFO of the Company for a further period of 3 years i.e. with effect from 1st June, 2023 to 31st May, 2026, on the terms & conditions including remuneration as are set out in the Explanatory Statement annexed hereto with the liberty to the Board of Directors to alter and vary and / or modify the terms & conditions of the re-appointment including remuneration etc. payable to Shri M.G. Sharma within the limits specified in the Schedule V to the Companies Act, 2013 and / or any amendment thereto as may be made by the Central Government from time to time and as may be agreed between the Board of Directors and Shri M.G. Sharma."

The fourth item of the agenda was read and considered and Sh. Vipin Chander Sharma proposed and Sh. Sunil Dutt Sudhir seconded and thereafter the resolution was adopted/ passed as a special resolution as under:

#### **Consolidated Results:-**

| Particulars | Numbers of Votes Casted          |            |           | Percentage |
|-------------|----------------------------------|------------|-----------|------------|
|             | Electronically<br>(i.e. E-votes) | Th. Ballot | Total     |            |
| Assent      | 53,93,363                        | 20,33,572  | 74,26,935 | 99.99%     |
| Dissent     | 50                               | 0          | 50        | 0.01%      |
| Total       | 53,93,413                        | 20,33,572  | 74,26,985 | 100.00%    |

Sh. M.G. Sharma himself and Smt. Uma Sharma & Sh. B.D. Vashisth both being interested, as relatives, in the above resolution did not take part in the voting. Hence, the resolution was passed as a special resolution with a total of 74,26,935 valid assenting votes.

### **(e) Special Business III:- Item (5) of the Notice to AGM dated May 27, 2023**

"RESOLVED THAT pursuant to the provisions of Section 148 and other applicable provisions, if any, of the Companies Act, 2013 read with the Companies (Audit and Auditors) Rules, 2014, including any statutory modification(s) or re-enactment(s) thereof, for the time being in force, the remuneration fixed by the Board of Directors payable to the Cost Auditors for conducting the audit of cost records of the Company for the financial year ending March 31, 2024, be and is hereby ratified".

The fifth item of the agenda was read and considered and Sh. Shashi Kapoor proposed and Sh. Devesh Phull seconded and thereafter the resolution was adopted/ passed as an ordinary resolution as under:





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### Consolidated Results:-

| Particulars | Numbers of Votes Casted          |            |           | Percentage |
|-------------|----------------------------------|------------|-----------|------------|
|             | Electronically<br>(i.e. E-votes) | Th. Ballot | Total     |            |
| Assent      | 53,93,413                        | 20,45,719  | 74,39,132 | 100.00%    |
| Dissent     | 0                                | 0          | 0         | 0          |
| Total       | 53,93,413                        | 20,45,719  | 74,39,132 | 100.00%    |

Hence, the resolution was passed with a total of 74,39,132 valid assenting votes.

Date: 12-08-2023

Place: Phagwara

