



SUMMARY OF PROCEEDINGS OF THE THIRTY-ONE (31ST) ANNUAL GENERAL MEETING ("AGM") OF THE MEMBERS OF GRAVITA INDIA LIMITED HELD ON MONDAY, 11TH SEPTEMBER, 2023 THROUGH VIDEO CONFERENCING ("VC")/ OTHER AUDIO-VISUAL MEANS ("OAVM")

The Company Secretary welcomed the shareholders, Directors, Auditors and scrutinizer at the 31st Annual General Meeting of the company and explained the guidelines to shareholders for attending the Annual general Meeting **THROUGH VIDEO CONFERENCING ("VC")/ OTHER AUDIO-VISUAL MEANS ("OAVM")**. He further informed about the availability of requisite Registers, Documents, Auditor's Report, Secretarial Audit Report and documents referred in the notice for inspection electronically during the meeting. He further informed that the requisite quorum for the meeting was present.

Since Dr. Mahavir Prasad Agarwal, (DIN: 00188179) Chairman of the company was not present in the meeting. Therefore, Shri Yogesh Malhotra, (DIN: 05332393), Whole time Director and Chief Executive Officer of the Company was elected as Chairman of the meeting and took the Chair.

Mr. Yogesh Malhotra (DIN: 05332393), Whole Time Director and Chief Executive Officer ("herein after referred to as Chairman") explained the absence of Directors, who could not attend the meeting and proceeded with his speech. Further, the meeting was called to order.

With the permission of Chairman, the company secretary proceeded with the agenda of meeting and considering the Notice of Annual General Meeting being already circulated to all the shareholders, it was taken as read. He further informed the Members that the Statutory Auditor's Report does not contain any qualifications/observations.

Thereafter, the Company Secretary informed that there were observations in Secretarial Audit Report issued by M/s. Pinchaa & Co., Secretarial Auditors for the financial year 2022-23 and the same were read by him.

Thereafter, the following items of business as per the Notice of the 31st Annual General Meeting were transacted at the meeting: -

Resolution No.	Resolution	Type of Resolution (Ordinary/Special)
	Ordinary Business	
1.	To receive, consider and adopt the: a) Audited Standalone Financial Statements of the Company for the Financial Year ended 31 st March, 2023 together with the reports of the Board of Directors and Statutory Auditors	Ordinary



	thereon. b) Audited Consolidated Financial Statements of the Company for the Financial Year ended 31 st March, 2023 together with the report of Statutory Auditors thereon.	
2.	To declare a dividend of Rs. 4.35 per share (217.50% of the face value of Rs. 2/- each) for the financial year ended 31 st March, 2023.	Ordinary
3.	To appoint a director in place of Dr. Mahavir Prasad Agarwal (DIN-00188179), who retires by rotation and being eligible, offers himself for re-appointment.	Ordinary
	Special Business	
4.	To consider and approve the revision in remuneration of Mr. Yogesh Malhotra (DIN: 05332393), Whole-time Director and Chief Executive Officer of the company.	Special
5.	To consider and approve the revision in remuneration of Mr. Rajat Agrawal (DIN: 00855284), Managing Director of the Company.	Special
6.	To consider and approve the revision in remuneration of Dr. Mahavir Prasad Agarwal (DIN: 00188179), Whole Time Director of the company.	Special
7.	To increase in the limits applicable for making investments/extending loans and giving guarantees or providing securities in connection with loans to Person(s)/ Bodies Corporate(s):	Special
8.	To approve to sell/ dispose/lease asset(s) of the material subsidiary(ies).	Special
9.	To ratify the remuneration of Cost Auditors of the company under section 148 of Companies Act, 2013 for Financial Year 2023-24:	Ordinary

The Company Secretary informed that, the Company had provided remote e-voting facility, under Section 108 of the Companies Act, 2013 ("Act") read with Rule 20 of the Companies (Management and Administration) Amended Rules, 2015 and Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, which commenced on Friday, 08th September, 2023 from 9:00 A.M. (IST) and ended on Sunday, 10th September, 2023 at 5:00 P.M. (IST), to the Members of the Company whose names appeared in the Register of Members/Depositories as on the



cut-off date i.e. Monday, the 04th September, 2023, to vote on the resolutions prior to the aforesaid AGM through a platform provided by Central Depository Services (India) Limited.

He further informed that, the Members who were present at the meeting and who had not casted their votes through remote e-voting, are given the facility for e-voting during the AGM. He further informed that Mr. Akshit Kumar Jangid (Membership No. F-11285), Practicing Company Secretary, Jaipur, was appointed as Scrutinizer for scrutinizing the entire voting process (i.e. remote e-voting and e-voting during the AGM).

He further informed that Mr. Akshit Kumar Jangid will submit his report to the Chairman and after approval of the Chairman, the results of voting will be declared as per the statutory time limits and the same shall be communicated to the Stock Exchanges and will also be posted on the website of the Company.

Thereafter, the speaker shareholders were asked to raise their questions and the queries put forth and clarifications sought for by them were answered by the Chairman and Management, suitably.

The Company Secretary informed that, since the AGM is held through VC/OAVM, resolutions mentioned in the notice convening this AGM have been already put to vote through remote e-voting. Therefore, there will be no proposing or seconding of resolutions at this meeting. All the members who have joined the meeting and have not casted their vote through remote e-voting, can cast their vote now. The voting will be closed after 15 minutes from the conclusion of the AGM. It was further informed that conclusion time of the AGM shall include time of 15 minutes allowed for e-voting by the members

The Meeting was concluded at 01:53 P.M. (after being open for 15 minutes for e-voting to be completed) with a vote of thanks by the Chair.

This is for your information and record.

For Gravita India Limited


Nitin Gupta
Company Secretary
FCS: 9984

