

September 27, 2021

To,
BSE Limited
Phiroze Jeejeebhoy Towers,
Dalal Street, Fort,
Mumbai – 400 001
Script Code: 526161

Sub: Proceedings of the 34th Annual General Meeting of Spenta International Limited held on Monday, 27th September, 2021 through Video Conferencing/Other Audio-Visual Means

Dear Sir/Madam,

With reference to above captioned subject matter we wish to inform you that the 34th Annual General Meeting (“34th AGM”) of the Company was held on Monday, 27th September, 2021 at 11.32 A.M. and concluded at 11.57 A.M. through Video Conferencing (VC)/ Other Audio Visual Means (OAVM) facility. Accordingly pursuant to regulation 30(2) of the Securities and Exchange Board of India (Listing Obligations and Disclosures Requirements) Regulations, 2015 (“SEBI Listing Regulations”) read with Para A of Part A of Schedule III of the SEBI Listing Regulations, we enclose herewith proceedings of the 34th AGM of the Company as Annexure A.

Kindly take the above on record and acknowledge receipt of the same.

Thanking you,

Yours Faithfully,

For **Spenta International Limited**




Iram Fatima Shaikh
Company Secretary & Compliance Officer

Encl.: As Above

Annexure A

PROCEEDINGS OF THE 34TH ANNUAL GENERAL MEETING OF SPENTA INTERNATIONAL LIMITED HELD ON MONDAY, 27TH SEPTEMBER 2021.

Date, Time and Venue of the Meeting

The 34th Annual General Meeting (“34th AGM”) of members of the Company Spenta International Limited (the “Company”) was held on Monday, 27th September, 2021 through Video Conferencing (VC)/Other Audio Visual Means (OAVM) in accordance with the various circulars issued by the Ministry of Corporate Affairs and Securities and Exchange Board of India, from time to time considering the ongoing COVID-19 pandemic and keeping in mind the safety and security of the Members, other stakeholders. The Meeting had commenced at 11.32 A.M.

Brief details of the items deliberated at the Meeting and results thereof:

1. Ms. Iram Fatima Shaikh, Company Secretary, welcomed the members and introduced all the Directors and other invitees/attendees.
2. Thirty Seven (37) Members were present in person or through representative for the Body Corporates.
3. All Six (6) Directors were present at the Meeting.
4. Mr. Sanjay Gadodia, (DIN-00203433) Chairperson, Whole Time Director and Chief Executive Officer and Mr. Danny Hansotia, (DIN-00203497) Managing Director and Chief Financial Officer attended the meeting.
5. Mr. Sashikant Newatia, (DIN-08793440) Independent Director, Chairperson of Audit Committee was present to attend meeting as per Regulation 18(1) (d) of the Securities and Exchanges Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.
6. Ms. Sunita Misri, (DIN-06926975) Chairperson of Nomination and Remuneration Committee was present to attend the meeting as per Regulation 19(3) of Securities and Exchanges Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015
7. Ms. Anita Koti, (DIN-08069112) Chairperson of Stakeholders Relationship Committee was present to attend the meeting as per Regulation 20(3) of Securities and Exchanges Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.
8. Mr. Dilip Pawar, (DIN-09279715) Additional Non-Executive Independent Director of the Company was present to attend the meeting.
9. Mr. Bhavesh Dolar, Internal Auditor of the Company was present to attend the meeting.
10. Mr. Hitesh Kumar, Partner of M/s A.K. Kocchar & Associates, Chartered Accountant, Statutory Auditors of the Company was present as required under Section 146 of the Companies Act, 2013.
11. Mr. Hemant Shetye, Partner of M/s. HS Associates. Practicing Company Secretaries was present as a Scrutinizer and Secretarial Auditor.

12. Company secretary informed that the requisite quorum being present as per Section 103 of the Companies Act, 2013.
13. Mr. Sanjay Gadodia, (DIN-00203433) the Chairman, addressed the members and gave an overview of the financial performance of the Company for the financial year ended 31st March, 2021 and notable developments of the Company.
14. The Chairman then handed over the proceedings to Ms. Iram Fatima Shaikh, Company Secretary.
15. With the permission of the members, Annual Report containing the Notice, along with the Directors Report and Annual Accounts of the meeting was taken as read. The reports of the statutory auditors on the financial statements did not contain any qualification or adverse remarks and hence were not required to be read. The Secretarial Audit Report contained some observations and reply for the same was already mentioned in the Annual Report hence it was taken as read.
16. The Company Secretary further informed that the Company had provided to the members facility to exercise their right to vote at the 34th Annual General Meeting by the electronic means. Remote e-voting process was conducted for the AGM from Thursday, 23rd September, 2021 (9.00 A. M) to Sunday, 26th September, 2021 (5.00 P. M).
17. The following items of business as set out in the Notice calling the Meeting were put for shareholders' approval:

Ordinary Business

	RESOLUTION	Ordinary/ Special
Ordinary business		
1	To receive, consider and adopt the Audited Financial Statements of the Company for the financial year ended 31 st March 2021, together with the Auditors' Report and Reports of the Board of Directors thereon.	Ordinary Resolution
Special business		
2	To appoint Mr. Dilip Pawar (DIN-09279715) as Independent Non-Executive Director of the Company.	Ordinary Resolution
3	To reappoint Mr. Danny Hansotia (DIN-00203497) as Managing Director of the Company for a period of three years, from December 1, 2020 to November 30, 2023 and payment of remuneration to him.	Special Resolution
4	To reappoint Mr. Sanjay Gadodia (DIN-00203433) as Whole Time Director of the Company for a period of Three years, from July 1, 2021 to June 30, 2024 and payment of remuneration to him.	Special Resolution
5	To approve grant of Loan to Spenta Woolens Limited	Special Resolution

18. Pursuant to the provisions of the Companies Act, 2013 and Regulation 44 of the Securities and Exchanges Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company had provided remote e-voting facility to its members to cast votes electronically, on all the resolutions set out in the Notice. Further, the facility for voting at the meeting through electronic voting system was made available to the members who were present at the Meeting and had not cast their votes by remote e-voting.
19. Company secretary informed that the combined results of the remote e-voting and e-voting at the meeting shall be announced to the Stock Exchanges on or before 29th September, 2021.
20. Company Secretary then invited the speaker shareholder to ask questions, offering their views/ comments. The questions/queries raised by the speaker shareholder were suitably answered by Mr. Sanjay Gadodia, (DIN-00203433) Chairperson, Whole Time Director and Chief Executive Officer.
21. All the businesses as mentioned in the Notice were duly transacted. Company Secretary then extended a Vote of Thanks.
22. The meeting concluded at 11.57 A.M.

We request you to take the above information on record.

Thanking you,

For **Spenta International Limited**

 

Iram Fatima Shaikh
Company Secretary and Compliance Officer