



Vijay Solvex Limited



Corporate Identification Number : L15142RJ1987PLC004232
Regd. Office : Bhagwati Sadan, S.D. Marg, ALWAR - 301001
Factory : Old Industrial Area, Itarana Road, ALWAR -301001

Date: 30th September, 2022

To,
Bombay Stock Exchange Limited
Corporate Relationship Department,
1st Floor, New Trading Ring,
Rotunda Building, P.J. Towers,
Dalal Street,
Mumbai-400 001.

Sub: Summary of Proceedings of the 34th Annual General Meeting of the Company held on 30th September, 2022.

Dear Sir/Madam,

The 34th Annual General Meeting (AGM) of the Company was held on Friday the 30th day of September, 2022 at 10:30 A.M. at the registered office of the Company at Bhagwati Sadan, Swami Dayanand Marg, Alwar – 301001 (Rajasthan) to transact the business as stated in the notice dated 31.08.2022, convening the AGM.

Shri Giriraj Goyal, Non-Executive Independent Director of the Company elected as Chairman of the meeting and chaired the Meeting. All the Directors of the Company were present at the Meeting except Shri Daya Kishan Data, Shri Ram Babu Jhalani, Smt. Pallavi Sharma, Shri Manish Jain and Shri Sachin Gupta.

The requisite quorum being present, the Chairman called the Meeting in order. Thereafter, he introduced his colleagues on the Board of Directors of the Company who were present on the dais.

With the consent of the members, Notice convening the Annual General Meeting, Board's Report and Financial Statements for the financial year ended March 31, 2022 was taken as read. The Chairman of the Audit Committee, Risk Management Committee, Nomination & Remuneration Committee and Stakeholders' Relationship Committee, Statutory Auditors and Secretarial Auditors were present at the meeting. Further, the statutory registers and proxy register were available at the venue for member's inspection.

The Chairman informed the members that the Auditor's Report for the financial year ended March 31, 2022 did not contain any qualifications, observations or comments on financial

transactions or matters, which have any adverse effect on the functioning of the Company, hence pursuant to section 145 of the Companies Act, 2013, the Auditor's Report for the year ended March 31, 2022 was not required to be read at the Meeting. However there were certain observations mentioned by the Secretarial Auditor in his report which were read before the meeting by Mr. J.P. Lodha, Company Secretary of the Company.

The Chairman delivered the speech and gave an overview of Company's future outlook.

The Chairman further informed the members that pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended, the Company has extended the remote e-voting facility to the members of the Company in respect of businesses transacted at the Annual General Meeting. The remote e-voting commenced at 10:00 A.M. on Monday, 26th September, 2022 and ended at 5:00 P.M. on Thursday, 29th September, 2022. The Company has engaged the services of Central Depository Services (India) Limited (CDSL) as the agency to provide e-voting facility.

The Chairman informed the members that the Company has also arranged for voting through ballot paper in the meeting on all the resolutions to be passed at the Meeting for those members who have not cast their vote through e-voting.

The following items of business, as per the Notice of AGM dated 31.08.2022 were transacted at the meeting:

ORDINARY BUSINESSES:

1. To receive, consider and adopt the Audited Standalone Financial Statement of the Company for the financial year ended March 31, 2022 and the reports of the Board of Directors and Auditors thereon and the Audited Consolidated Financial Statements of the Company for the financial year ended 31st March, 2022 and the report of Auditors thereon. **(Ordinary Resolution)**
2. To appoint a Director in place of Shri Saurabh Data (DIN: 00286331), who retires by rotation and being eligible, offers himself for re-appointment. **(Ordinary Resolution)**
3. To appoint M/s Aggarwal Datta & Co., Chartered Accountants as Statutory Auditors of the Company for a term of 5 consecutive years, and fix their remuneration. **(Ordinary Resolution)**

SPECIAL BUSINESSES:

4. To approve the re-appointment of Mr. Vijay Data (DIN: 00286492) as Managing Director of the Company and fixation of his remuneration. **(Special Resolution)**
5. To approve the re-appointment of Mr. Daya Kishan Data (DIN: 01504570) as Whole Time Director of the Company and fixation of his remuneration. **(Special Resolution)**
6. To consider and approve the appointment of Mr. Manish Jain (DIN: 09696639) as Non-Executive Independent Director of the Company. **(Special Resolution)**
7. To consider and approve the appointment of Mr. Sachin Gupta (DIN: 09696448) as Non-Executive Independent Director of the Company. **(Special Resolution)**
8. To consider and approve the appointment of Mr. Vineet Jain (DIN: 09696356) as Non-Executive Independent Director of the Company. **(Special Resolution)**
9. To consider and approve the appointment of Mr. Ram Prakash Mahawar (DIN: 08431217) as Non-Executive Non-Independent Director of the Company. **(Ordinary Resolution)**
10. To consider and approve the material related party transactions with Deepak Vegpro Private Limited. **(Ordinary Resolution)**
11. To consider and approve the material related party transactions with Raghuvar (India) Limited. **(Ordinary Resolution)**
12. To consider and approve the material related party transactions with VDSD Foods Private Limited. **(Ordinary Resolution)**
13. To ratify the remuneration of Cost Auditors for the financial year ended March 31, 2023. **(Ordinary Resolution)**

Members present were given the opportunity to ask questions and seek clarifications. The Chairman responded to the questions raised.

The Chairman informed the Members that Mr. Arun Jain, Company Secretary in practice, was appointed as Scrutinizer to scrutinize the remote e-voting process and voting through poll / ballot paper at the meeting in a fair and transparent manner.

The Chairman ordered for a poll to be taken at the Meeting on all the Thirteen (13) Resolutions for the Ordinary as well as Special Businesses as set out under Item No(s). 1 to 13 of the Notice as aforesaid, but before commencement of polling, the Chairman requested the

Scrutinizers to show the empty Ballot Box to the Members and then lock the Ballot box appropriately. The Chairman then requested the Members and Proxies present in the Meeting to cast their vote(s) and put the ballot papers in the Ballot Box, if they have not voted through remote e-voting facility made available by the Company. The Chairman categorically informed the members that any member, who has already exercised his/her votes through Remote e-voting, is prohibited to vote through ballot process (poll) at the Meeting, and his/her vote, if any, cast at the Meeting shall be treated as invalid.

Thereafter, the Chairman thanked the members present at the meeting and then concluded the meeting by authorizing the Company Secretary to declare the results of voting.

The AGM concluded with a vote of thank to those present.

The Results along with the Consolidated Scrutinizers Report shall be submitted to the stock exchanges and the same will be available on the website of the Company and on e-voting platform of CDSL (Agency).

You are requested to take the same as compliance under Regulation 30 of the Listing Regulations. Voting results, in the format prescribed pursuant to Regulation 44(3) of the Listing Regulations, shall be submitted in due course.

This is for your information and records.

Thanking you,

Yours Faithfully
For **Vijay Solvex Limited**

(J.P. Lodha)
Company Secretary
FCS: 4714