

MINUTES OF THE MEETING OF  
SHARE HOLDERS

**MINUTES OF THE 40<sup>TH</sup> ANNUAL GENERAL MEETING OF THE MEMBERS OF  
NEIL INDUSTRIES LIMITED HELD ON THURSDAY, 28<sup>TH</sup> SEPTEMBER, 2023 AT  
11:00 A.M. THROUGH VIDEO CONFERENCING/ OTHER AUDIO -VISUAL MEANS  
(OAVM)**

**Following were present:**

Mr. Arvind Kumar Mittal  
Arvind Kumar Mittal HUF  
(Through its Karta)

Managing Director and Member  
Member

Mr. Vivek Awasthi

Independent Director and Chairman  
of the Audit Committee

Mrs. Archana Singh

Independent Director

Mr. Anil Sharma

Independent Director

Mr. Pankaj Kumar Mittal

Non- Independent Director

Mr. Chandra Kant Dwivedi

Non- Independent Director

**By Invitation:**

Mr. Alok Jain

Statutory Auditor

Mr. Vaibhav Agnihotri

Secretarial Auditor

Mr. Anurag Fatehpuria

Scrutinizer

**In Attendance:**

Mrs. Ruchi (Shukla) Sharma

Chief Financial Officer

Ms. Stuti Shukla

Company Secretary & Compliance  
Officer

Members present through VC/OAVM (Public)

40

Proxies Present

Not Applicable

**Meeting Commenced At:** 11:00 A.M.

**Meeting Concluded At:** 11:38 A.M

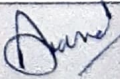
The Board of Directors of Company had authorized Ms. Stuti Shukla, Company Secretary & Compliance Officer to conduct the proceedings of the 40<sup>th</sup> Annual General Meeting of the Company.

**Chairman:**

With the permission of Board, Mr. Arvind Kumar Mittal, Managing Director of the Company had appointed as the Chairman of this Meeting.

On behalf of the Chairman, Company Secretary & Compliance Officer welcomed all the Members present at the Meeting and conducted the formal proceedings of the Meeting with the short introduction of Board Members and Senior Management of the Company who were present through virtual Mode.

She also informed the members that the Meeting is being held through Video- Conferencing mode in accordance with the circular issued by the Ministry of Corporate Affairs & Securities Exchange Board of India.

  
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**Quorum**

The Company Secretary confirmed about the requisite quorum to conduct the proceeding of the Meeting and accordingly called the meeting to order.

**Register and Reports**

The Company Secretary announced that all the Statutory Registers as per Companies Act, 2013 are available for Shareholders for inspection upon request made by them.

As the AGM was conducted through video conferencing mode, the facility for appointment of proxies and its related compliances by the members were not applicable.

**Information on Voting at the AGM**

The Company Secretary requested the Members to refer to the instructions provided in the Notice for a seamless participation through video conference and for also voting. She also informed that as per the provisions of Companies Act, 2013 and Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015, as amended time to time, the Company had provided the facility to cast the votes electronically, on all resolutions set forth in the Notice. The e-voting period commenced on Monday, 25<sup>th</sup> September, 2023 at 09.00 a.m. and ends on Wednesday, 27<sup>th</sup> September, 2023 at 5.00 p.m. Shareholders 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. Such e-voting will be available for next 15 minutes after the conclusion of Meeting.

**Board's Report, Secretarial Auditor's Report and Independent Auditor's Report were taken as read:**

Subsequent reading the Managing Director's message, the Company Secretary informed that in the Section of Board's Report, the observation of the Independent Statutory Audit Report and the Secretarial Audit Report is self-explanatory and does not contain any qualification, observation or adverse comment, with the consent of members rest of the Reports were taken as read.

**Information regarding Scrutinizer Report:**

The Company Secretary further informed that Board of Directors had appointed Mr. Anurag Fatehpuria (C.P. No. 12855) as the Scrutinizer of this meeting. Based on the report of the Scrutinizer, the combined results of the remote e-voting and e-voting done at the meeting will be announced and displayed on the website of the Company and also will also be submitted to the Stock Exchange as per the requirement under SEBI regulations.

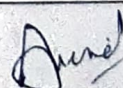
Ahead of this, Company Secretary had moved all the resolutions set out in the notice of AGM and then moved to the discussion and Q& A session. On the conclusion of the discussion and Q& A session, the members could cast their vote on the resolutions through e-voting.

Thereafter, on behalf of the Chairman, Company Secretary took up items for approval of the members as per the notice of Annual General Meeting.

**Item no. 1: Consideration and adoption of Audited Financial Statements of the Company for the year ended March 31, 2023 including the Report of the Board of Directors and Auditors thereon:**

The ordinary resolution for Item No. 1 of the Notice was to approve the financial statements along with the Board of Directors Report and Auditor's Report for the financial year ended March 31, 2023.

The approved accounts would be filed with the Registrar of the Companies.



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The Resolution for Item No. 1 of the Notice read as follows:

**“RESOLVED THAT** the Audited Financial Statements including Balance Sheet of the Company as at March 31, 2023, the Statement of Profit and Loss, the Statement of Changes in Equity and the Cash Flow Statement for the year ended on that date together with all the notes annexed and the Directors’ and Auditors Reports of the Company as at March 31, 2023, the Statement of Profit and Loss, the Statement of Changes in Equity and the Cash Flow Statement for the year ended on that date together with all the notes annexed and the Directors’ and Auditors Reports thereon, placed before the meeting, be and are hereby considered and adopted.

**RESOLVED FURTHER THAT** Mr. Arvind Kumar Mittal, Managing Director and /or Ms. Stuti Shukla, Company Secretary of the Company be and is hereby authorized to take all actions and steps expedient or desirable to give effect to this aforesaid resolution”

**Item No. 2 Appointment of Director in place of Mr. Chandra Kant Dwivedi (DIN: 06396144) who retire by rotation and being eligible offer himself for re- appointment:**

As per the requirements of the Companies Act, 2013, 1/3 of the Directors (excluding Independent Directors) who are liable to retire by rotation and has offered himself for re- appointment.

The Resolution for Item No. 2 of the notice read as follows:

**“RESOLVED THAT** pursuant to the provisions of Section 152 of the Companies Act, 2013, Mr. Chandra Kant Dwivedi (DIN:06396144), who retires by rotation at this meeting, and being eligible, offered himself for re-appointment, be and is hereby re-appointed as a Non-Executive- Non-Independent Director of the Company liable to retire by rotation.

**RESOLVED FURTHER THAT** Mr. Arvind Kumar Mittal, Managing Director and /or Ms. Stuti Shukla, Company Secretary of the Company be and is hereby authorized to take all actions and steps expedient or desirable to give effect to this aforesaid resolution”

**Speaker Shareholders:**

All the Registered Speaker Shareholders who were present at the meeting had expressed their views with regard to the Company’s performance, Management and Secretarial Department and the questions asked by them were responded to their satisfaction.

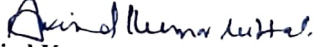
The Company Secretary acknowledged the views of the Speaker Shareholders and expressed her gratitude for the same.

She then informed that the facility to cast vote shall remain open for another 15 minutes.

**There being no other business transacted at the Meeting. On behalf of the Chairman, Company Secretary appreciated the Shareholders for participating in the Meeting.**

Date: 18.10.2023

Place: Kanpur

Chairman:   
Name: Arvind Kumar Mittal  
DIN: 02010445

[Note: The above minutes were prepared and entered in the minute’s book in accordance with provisions of Companies Act 2013, rules made there under, read with Secretarial Standard II]

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