



EURO LEDER FASHION LTD



MANUFACTURERS AND EXPORTERS

OF GENUINE LEDER GARMENTS AND LEDER GOODS

SUMMARY OF PROCEEDINGS OF THE 30TH ANNUAL GENERAL MEETING OF THE EURO LEDER FASHION LIMITED HELD ON WEDNESDAY, THE 28TH SEPTEMBER, 2022 AT 11.30 A.M. AT THE REGISTERED OFFICE OF THE COMPANY AT CHENNAI THROUGH VIDEO CONFERENCING/ OTHER AUDIO VISUAL MEANS (" VC/OAVM").

DIRECTORS PRESENT:

1. Mr. RM Lakshmanan- Chairman and Managing Director-attended through VC/OAVM from Chennai
2. Mr. Jayapal Dhansingh- Director- attended through VC/OAVM from Chennai
3. Mrs. Shanmathy P- attending through VC/OAVM from Tiruchirapali
4. Mr. L. Ramanathan-Whole Time Director- attended through VC/OAVM from Chennai

IN ATTENDANCE:

1. Ms. Aakriti Sharma-Company Secretary
2. Mr. Amresh Kumar-Secretarial Auditor and Scrutinizer
3. Mr. Nagendra M-Chief Financial Officer

Mr. RM Lakshmanan was unanimously elected as Chairman for the Meeting by the members.

RM Lakshmanan thanked for being elected as Chairman. He took the Chair and welcomed the members to the 30th Annual General Meeting of the Company.

The Chairman declared the meeting as validly convened on the basis of advice from the Company Secretary that the requirement of the quorum as per the Articles of Association of the Company and the Companies Act, 2013 was fulfilled. The Chairman introduced the Directors, Management Committee Members and the invitees present at the Meeting

He updated the Members that Mrs. Shanmathy P has been proposed to be appointed as additional Independent Director by the Board at the Meeting held on 26th September, 2022. The Board considers that her association would be of immense benefit to the Company.

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CIN No. : L18209TN1992PLC022134

GSTIN : 33AAACE0729P1ZM

The Chairman also informed that tenure of Mr. Avinash Ananthanarayanan and Mrs. S. Jayamalini as Independent Director has been expired with effect from 16th September, 2022 and 20th September, 2022 respectively. The Board places on record its appreciation for the assistance and guidance provided by Mr. Avinash Ananthanarayanan and Mrs S. Jayamalini during his/her tenure as Independent Director

The Chairman informed that in view of the restrictions due to COVID-19 and considering the social distancing norms, the AGM was conducted through VC / OAVM. This meeting has been convened and being conducted in accordance with the circulars issued by Ministry of Corporate Affairs and Securities and Exchange Board of India (SEBI). He informed that the Company had tied up with Central Depositories Services Limited (CSDL) to provide facility for voting through remote e-voting and VC / OAVM

The Chairman informed that the Auditors' Report on the Financial Statement of the Company for the year ended 31st March, 2022 did not have qualifications, observations or comments on financial transactions or matters, which have any adverse effect on the functioning of the Company. With the concurrence of the members the Auditor's Report were taken as read.

The Secretarial Auditors' Report observations or comments in Secretarial Audit report with regard to non-completion of Online Proficiency Self-Assessment test conducted by IICA within a period of two years from the date of inclusion of their name in the databank was also clarified by him.

He stated that pursuant to the provisions of section 108 of the Act read with rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended), and Regulation 44 of Listing Regulations read with MCA Circulars and SEBI Circular, the Company had provided to its Member, remote e-voting facility to exercise their right to vote at the 30th Annual General Meeting by electronic means and the business was transacted through remote e-Voting Services provided by Central Depository Services (India) Limited (CDSL). The remote e-voting facility was kept open from 25th September, 2022 to 27th September, 2022.

The Company had appointed M/s. Amresh and Associates, Practicing Company Secretary as the Scrutinizer for the purpose of scrutinizing the process of remote e-voting and voting during the AGM.

Thereafter the Chairman proceeded with the agenda as per the Notice of the AGM which had following Ordinary Business and Special Business:-

ORDINARY BUSINESS:

1. Adoption of Audited Financial Statements, Reports of the Board of Directors and Auditors thereon for the year ended 31st March, 2022-**Ordinary Resolution**
2. Appointment of M/s. J.V Ramanujam & Co., Chartered Accountants, (ICAI Firm Registration No. 002947S) as Statutory Auditors of the Company for a term of five years -**Ordinary Resolution**

On the invitation of Chairman, Members who had registered themselves as speakers addressed the Meeting through VC/OAVM and sought clarifications on Company's accounts and business which were replied by the Chairman.

Thereafter, the chairman announced that voting to be taken electronically (e-voting) and requested Mr. Amresh Kumar, Practicing Company Secretary, the Scrutinizer for the orderly conduct of the voting.

The Chairman informed that the results along with the report of the Scrutinizer shall be placed on the website of the Company at www.euroleder.com and shall also be immediately forwarded to the BSE Limited, viz: www.bseindia.com

The Chairman thanked the members for their support to the Company and the Board of Directors. He stated that comments from the members were a tribute to the entire Management and employees.

The Meeting concluded at 12.05 PM with a vote of thanks to the chair.

Post completion of the Annual General Meeting, after scrutiny of votes the scrutinizer submitted his report. As per the report submitted by the scrutinizer considering the results of the remote e-voting and the voting at the AGM, all the resolutions embodied in the Notice of Annual General Meeting dated 28th September, 2022 were passed with requisite majority.

Thanking You,

**Yours Faithfully,
For EURO LEDER FASHION LIMITED**



**Aakriti Sharma
Company Secretary**