

Rachna Goria ([00:34](#)):

Very good afternoon to the members of Vinay Cement Limited, board of directors, management person, auditors, and scrutinizer. I, Rachna Goria, company secretary of Vinay Cement Limited, am attending this meeting from Delhi. Welcome you all to the 36th annual general meeting of the company being held through video conferencing facilitated by National Securities Depository Limited. I hope all of you and your loved ones are safe and healthy. And also fully vaccinated. This meeting is held through video conferencing in compliance with circular issued by the Ministry of Corporate Affairs, Government of India. The members attending this E-AGM through video conferencing facilities are counted for the purposes of reckoning quorum, the program to the satisfaction of association of the company and the provisions of the Companies Act, since there is no chairman, the directors present shall elect one of their members to be the chairman of the meeting. Accordingly, the directors present in the meeting may please elect the chairman of the meeting.

Mr. Naveen Jain ([01:40](#)):

Yeah, I proposed the name of Mr. Dharmender Tuteja, Director of the Board, to be the chairman of this meeting.

Mr. Ganesh Jirkuntwar ([01:44](#)):

I agree.

Mr. Dharmender Tuteja ([01:47](#)):

Thank you.

Rachna Goria ([01:50](#)):

So Mr. Tuteja is now requested to please chair the meeting.

Mr. Dharmender Tuteja ([01:54](#)):

Thank you. Good afternoon, ladies and gentlemen, and thank you for your valuable time for participating in this AGM and to welcome you all. And especially my fellow members on the board of directors, the management, personal auditors, and the scrutinizer to the 36th AGM of VCL, which has been convened electronically. So in VC mode, the company has taken all steps to enable members to participate through VC. And, uh, vote at the AGM, we have the requisite quorum present to conduct the proceedings of the e-AGM so I accordingly call this 36th AGM of VCL to order. Before we start the formal proceedings of the meeting, I request Rachna, the company secretary of the company, to first introduce the members of the board who are attending this AGM. Rachna, please go ahead.

Rachna Goria ([02:46](#)):

Sure, all the board members and management person are attending the meetings through video conferencing from different locations. Mr. Tuteja, Director and Chairman of the Board, is attending the meeting from Delhi. Mr. Ganesh Jirkuntwar is attending the meeting from Odisha. Mr. Naveen Jain, an independent director and Chairman of the Nomination Committee, is attending the meeting from Gurugram. Mr. Vikram, I think, has not been able to join the meeting. Mr. Padmanav Chakravorty, Manager of the company, is attending the meeting from Guwahati. Mr. Vikas Gera, Secretarial Auditor and Scrutinizer, is attending the meeting from Delhi.

Mr. Dharmender Tuteja ([03:32](#)):

So thank you. Rashna I now request you to conduct the further proceedings of the AGM as the protocol.

Rachna Goria (03:35):

Thank you, Dear members, please be informed that the e-voting facility on the resolution proposed in the notice of Annual general meeting has been enabled and shall remain for 15 minutes thereafter, those members who have not voted through remote E voting during June 26th to June 29th, 2022 could use the e-voting facility and complete their voting. Mr. Vikas Gera Company secretary has been appointed by the board of director scrutinizer to ensure that the e-voting process is conducted fair and trans manner and to scrutinize the vote cast by members through remote e-voting and e-voting during the meeting, all documents and registered refer to a notice of Annual general meeting and required. And the companies act including directors, key manager, personal and their chair holding of registered loans are available electronically upon inspection by the members as the AGM is being held through video conference. The facility for appointment for proxy by members is not available. Members are requested to refer to the instructions, provided in the, for appearing on the video conference page for a seamless participation for video conference in case members base any difficulty they can reach out to the help line members. As the notice of the Annual general meeting has already been circulated to all the members. When the permission of chair, we would like to take the same as red.

Mr. Dharmender Tuteja (04:51):

yes Please Go ahead.

Rachna Goria (04:53):

Thank you. With The permission of chair will now take up the items as of notice of Annual general meeting elect.

Mr. Dharmender Tuteja (05:04):

Yeah, please go ahead.

Rachna Goria (05:06):

The ordinary business set out in Annual general meeting notice pertains items, item number one is to consider adopt the audited standalone and consolidated financial statements of the company, but the financial year ended and the reports of the auditors and directors on the financial statements and reports of the auditors and directors have already been circulated to all the members. There's no qualification reservation or adverse in the statutory auditors report of Deloitte has themselves the statutory auditors on the financial statements, the financial statement referred to in the auditors report, self explanatory and do not qualify any convention explanation. The auditors have not reported any better. Under section 143 to companies act auditors have however, emphasized on one metricing to seven of accounts of the standalone statements. Then number 26 of the, to account the financial statements, which pertains to the dispute between two major group of shareholders or CALS, even in which is currently since matter pending final outcome adjustments are considered necessary statements.

Rachna Goria (06:14):

The auditor have also attention towards material and of the company's ability to concern, which is explained in north number. These statements, self item. Number two is to appoint number eight and offers himself for reappointment further. The special business set out in the ag mode pertain to who

items number three is to consider. And appoint number is triple 0 5 83 as an independent director for the second term of October period of five years with effect March 30th, 2022 by special resolution item. Number four is consider is then number 7, 9, 8, 7 as an independent for the second of period, five years with March 30 special resolution. There's no other business to target the resolutions and the explanatory statement in respect of our proposal, wherever applicable have been provided in the notice of AGM further, no member has resisted himself as a speaker at platform provided by company in accord with the instruction mentioned the notice of the Annual general meeting.

Mr. Dharmender Tuteja ([07:31](#)):

Thank you Rachna. So since all the items of business as the of the 36th AGM have been taken up. I Now, declare the proceed of the AGM has completed as mentioned earlier, the E-voting facility will continue to be available for 15 minutes after the meeting I request and authorize the company, secretary of the holding company to declare the results of the voting upon receipt of the scrutinizers report by placing the same on the website and notice board of the company at the earliest, but not later then Saturday 2nd, July 2022 on behalf of the board directors and management of our VCL. I sincere thanks to all the members for attending and participating this meeting, stay healthy and safe. Thank you everyone.

Rachna Gorla ([08:13](#)):

Thank you. I shall do the need for today and thank you all for attending the meeting. And I hear by give a vote of thanks to the chair and on behalf of on my behalf, thank you, chairman the board directors, auditors scrutinizer and valuable members of the company for making this E AGM or success and extending powerful support. Thank you once again.

Mr. Dharmender Tuteja ([08:35](#)):

Thank you very much.