

SUMMARY OF PROCEEDINGS OF THE EXTRA-ORDINARY GENERAL MEETING OF ZUARI SUGAR & POWER LIMITED HELD ON MONDAY, FEBRUARY 15, 2021 THROUGH VIDEO CONFERENCING (VC)/OTHER AUDIO VISUAL MEANS (OAVM)

The Extra-ordinary General Meeting (EGM) of the Members of Zuari Sugar & Power Limited (“the Company”) was held on Monday, February 15, 2021 at 3:00 p.m. (IST) through Video Conference (“VC”)/ Other Audio Visual Means (“OAVM”). The meeting was held in compliance with the General Circular nos. 14/2020, 17/2020 and 39/2020 issued by the Ministry of Corporate Affairs (“MCA”) read with other applicable provisions of the Companies Act, 2013 and the Rules made thereunder.

Directors and KMP in Attendance

Mr. L. M. Chandrasekaran	:	Independent Director, Member of the Audit Committee and Nomination & Remuneration Committee (through VC from Coimbatore, Tamil Nadu)
Mr. R. S. Raghavan	:	Non-executive Director, Chairman of Audit Committee and member of Nomination & Remuneration Committee (through VC from Gurugram, Haryana)
Mr. Bhaskar Chatterjee	:	Independent Director, Member of Audit Committee and Nomination & Remuneration Committee (through VC from Gurugram, Haryana)
Mr. Alok Saxena	:	Executive Director (through VC from Aira, Uttar Pradesh)
Mr. Ayush Yadav	:	Company Secretary (through VC from Gurugram, Haryana)
Mr. Nishant Dalal	:	Chief Financial Officer of Zuari Global Limited (through VC from Gurugram, Haryana)

Other Representatives

Mr. Karthik Srinivasan, Representatives on behalf of the Statutory Auditors, M/s V. Sankar Aiyar & Co., Chartered Accountants attended the Meeting through VC from New Delhi.

Members Present

Mr. Suchit Rawal	:	Representative of Zuari Global Limited (Holding Company) (through VC from Gurugram)
Mr. Nilesh G. Dessai	:	Nominee of Zuari Global Limited (through VC from Goa)
Mr. Jayant V. Panvelkar	:	Nominee of Zuari Global Limited (through VC from Goa)
Mr. Suryakanta Khuntia	:	Nominee of Zuari Global Limited (through VC from Goa)
Mr. Vinay Venkappayya	:	Nominee of Zuari Global Limited (through VC from Goa)
Mr. Sriramulu Ramakrishna	:	Nominee of Zuari Global Limited (through VC from Goa)

Mr. L M Chandrasekaran took the chair and commenced the proceedings of the meeting after ascertaining that the requisite quorum was present.

The meeting commenced at 03:00 P.M. (IST) and concluded at 03.25 P.M. (IST).

The Chairman welcomed the Members and other attendees to the Extra-ordinary General Meeting of the Company. He briefed the Members regarding the arrangements made for the meeting. Company Secretary informed that the Company had enabled the Members to participate in the EGM through the VC facility provided by ZOOM application. It was further informed that the Members were provided with the facility to exercise their right to vote by

show of hands to be exercised by the Members at the end of each item unless the Poll is demanded by any Member as per the provisions of Companies Act, 2013.

Thereafter, the Chairman mentioned that the Notice of the EGM had been sent through electronic mode to those members, who were holding shares of the Company as on cut-off date i.e. February 12, 2021 and whose e-mail IDs were registered with the Company. It was also informed that the statutory documents including the Register of Directors, Register of Members & their shareholding and Memorandum & Articles of Association of the Company were available for inspection electronically by the Members.

Mr. L M Chandrasekaran concluded his speech by placing on record his appreciation and gratitude for all the COVID warriors who are selflessly fighting such a formidable battle and saving lives throughout the Country.

The following items of business as set out in the Notice of the EGM were transacted:

S. No.	Resolutions	Type of Resolution
1	Re-appointment of Mr. Bhaskar Chatterjee (DIN: 00688184) as an Independent Director of the Company	Special
2	Re-appointment of Mr. L M Chandrasekaran (DIN: 01245052) as Independent Director of the company	Special
3	Increase in the limits for making/extending loans and investments and giving guarantees or providing securities by the company	Special
4	Creation of mortgage, charge and hypothecation on assets of the Company	Special
5	Increase in borrowing powers of the Company	Special

After all the Resolutions were duly discussed, Mr. Chandrasekaran invited queries and views of members with regard to the matters placed at the EGM.

Thereafter, the Company Secretary thanked the Chairman, Members and other attendees/representative for their presence and Meeting was concluded.