

# XPRO INDIA LIMITED



Birla Building (2nd Floor),  
9/1, R. N. Mukherjee Road,  
Kolkata - 700 001, India

Tel. : +91-33-40823700/22200600  
e-mail : xprocal@xproindia.com

August 10, 2021

National Stock Exchange of India Ltd.  
"Exchange Plaza",  
Bandra-Kurla Complex, Bandra (E),  
Mumbai 400 051

**Stock Symbol XPROINDIA(EQ)**

The Dy. General Manager  
Bombay Stock Exchange Limited  
Corporate Relationship Department  
1<sup>st</sup> Floor, New Trading Ring  
Rotunda Building, P J Towers  
Dalal Street, Fort  
Mumbai 400 001

**Stock Code No. 590013**

Dear Sirs,

**Sub: Proceedings of the 24<sup>th</sup> Annual General Meeting held on Tuesday, August 10, 2021**

Pursuant to Regulation 30 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, we enclose gist of proceedings of the 24<sup>th</sup> Annual General Meeting held on Tuesday, August 10, 2021.

Kindly take the above intimation on your record.

Thanking you,

Yours faithfully,  
For Xpro India Limited

A handwritten signature in black ink, appearing to read "Amit Dhanuka".

Amit Dhanuka  
Company Secretary

Encl : a/a

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## Gist of Proceedings of the 24<sup>th</sup> Annual General Meeting of Xpro India Limited

### 1. Date, time and venue of the Meeting:

The 24<sup>th</sup> Annual General Meeting (AGM) of the Members of the Company was held on Tuesday, August 10, 2021, through Video Conferencing (VC) / Other Audio Visual Means (OAVM) in conformity with the regulatory provisions and Circulars issued by the Ministry of Corporate Affairs, Government of India. The Meeting commenced at 10.30 a.m. and concluded at 11.25 a.m.

### 2. Proceedings in brief:

- Sri Sidharth Birla, Chairman, chaired the proceedings of the 24<sup>th</sup> AGM.
- The requisite quorum being present, the Chairman called the Meeting to order. The Quorum was present throughout the Meeting.
- At the outset, the Chairman advised that the Company had taken necessary steps to ensure that the Members were able to attend and vote at the Meeting through electronic mode in a seamless manner.
- The Chairman welcomed the members and introduced the Directors, Statutory and Secretarial Auditors and Senior Executives of the Company attending the meeting through Video Conference from their respective locations.
- The Chairman advised the Members that the registers and documents, as statutorily required, were available for inspection on the e-voting website of Central Depository Services (India) Limited ('CDSL').
- The Chairman also confirmed that there were no qualification, reservation or adverse remark in the Auditors' Report on the Financial Statements and the report of Secretarial Auditors of the Company.
- Thereafter, the Chairman delivered his speech. He gave an overview of the financial performance of the Company for the Financial Year ended on March 31, 2021 and its future outlook.
- The Company Secretary informed the Members that in compliance with the provisions of Section 108 of the Companies Act, 2013, read with Rule 20 of the Companies (Management and Administration) Rules, 2014 and the provisions of Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure



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Requirements) Regulations, 2015 (hereinafter referred to as 'SEBI Listing Regulations, 2015'), the Company had extended voting facility to the Members of the Company in respect of business transacted at the 24<sup>th</sup> AGM to cast their vote electronically from a place other than the venue of the Meeting i.e. Remote e-voting. The Remote e-voting period commenced on Saturday, August 7, 2021 (9.00 a.m. IST) and ended on Monday, August 9, 2021 (5.00 p.m. IST). Members who were present at the Meeting and had not cast their votes by remote e-voting were also allowed to cast their votes at the time of AGM through e-voting facility provided by the Company.

- The following items of business as set out in the Notice convening the 24<sup>th</sup> Annual General Meeting dated May 25, 2021 and Addendum dated June 22, 2021, were commended for members consideration and approval:

### Ordinary Business

1. Adoption of Directors' Report, Audited Financial Statements and Auditors Report for the year ended March 31, 2021.
2. Reappointment of Smt. Madhushree Birla as Director.

### Special Business

3. Re-appointment of Sri C Bhaskar (DIN: 00003343), as Managing Director and Chief Executive Officer of the Company effective January 1, 2021 for a period of three years and remuneration payable to him.
  4. Ratification of Remuneration payable to M/s Sanghavi Randeria & Associates, Cost Accountants, appointed by the Board for the Financial Year 2021-22.
  5. Appointment of Ms. Suhana Murshed, as a Non-Executive Independent Director of the Company, not liable to retire by rotation, for a term of five consecutive years.
- The Chairman gave opportunity to the Members who had registered themselves as Speakers to ask questions or seek clarifications on the Agenda items. Thereafter, he and Sri C Bhaskar, Managing Director and Chief Executive Officer, responded to the queries raised / clarifications sought by the Member(s) who spoke at the Meeting.
  - The Chairman also informed the members that Sri K. C. Khowala, a Practicing Company Secretary, was appointed as the Scrutiniser for the purpose of scrutinising the e-voting done during the AGM and remote e-voting process.

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- The Chairman informed the members that the results of remote e-voting and e-voting done at the time of AGM shall be disseminated to the Stock Exchanges and also uploaded on the website of the Company and M/s Central Depository Services (India) Limited (CDSL), the Agency providing e-voting facility.

## Notes:

- i. The Company will intimate Stock Exchanges the results of remote e-voting and e-voting done during the AGM.
- ii. This document does not constitute minutes of the proceedings of the Annual General Meeting of the Company.

For Xpro India Limited

A handwritten signature in black ink, appearing to read "Amit Dhanuka".

Amit Dhanuka  
Company Secretary

Kolkata  
August 10, 2021