

PROCEEDINGS OF 36TH ANNUAL GENERAL MEETING (AGM) OF ESTER INDUSTRIES LIMITED HELD THROUGH VIDEO CONFERENCING/ OTHER AUDIO VISUAL MEANS AT 11.00 AM, ON WEDNESDAY, 28TH SEPTEMBER, 2022

36th Annual General Meeting of the Members of the Company was held on 28th September, 2022 at 11.00 AM through Video Conference (VC) / Other Audio Visual Means (OAVM).

The Chairman informed that the AGM was conducted through VC / OAVM in accordance with the circulars issued by Ministry of Corporate Affairs (MCA) and Securities and Exchange Board of India (SEBI).

The Chairman introduced the Directors and the invitees present at the meeting. He stated that Statutory Auditors, Secretarial Auditors and Cost Auditors were present during the meeting.

The Quorum being present, Mr. Arvind Singhanian, Chairman & CEO of the company took up the formal proceedings of the meeting. With the permission of the members, notice convening the meeting together with financial statement for financial year 2021-22 and Director's Report, Secretarial Auditors' Report and Statutory Auditors' report thereon were taken as read. The Members were informed that the requisite registers and documents referred to in the notice were available for inspection during the meeting.

Thereafter Chairman delivered his Speech and gave an overview of the operations, performance and future outlook of the company. After Chairman's speech, Mr. Diwaker Dinesh, Head – Legal & Company Secretary of the Company informed that the Company had engaged Central Depository of India Limited (CDSL) to provide facility for voting through remote e-voting, e-voting during the AGM and participation in the AGM through VC / OAVM facility.

The Company Secretary stated that pursuant to the provisions of the Companies Act, 2013, the Rules framed thereunder and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the e-voting facility provided to the Members of the Company in respect of the resolutions to be passed at the Meeting, was commenced at 9.00 AM, 25th September, 2022 and ended on 5.00 PM, 27th September, 2022.

The Company Secretary also informed the Members that the facility for voting through e-voting system was made available during the Meeting for Members who had not cast their vote prior to the Meeting. The Company had appointed Mr. Akash Jain, Practicing Company Secretary, as the Scrutinizer for the purpose of scrutinizing the process of remote e-voting held prior and e-voting during the AGM.

Digitally signed
by DIWAKER
DINESH
Date: 2022.09.28
13:46:35 +05'30'

Ester Industries Limited

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Phone : +91-124-2656100, 4572100 **Fax :** +91-124-4572199, 2656199 **E-Mail :** info@ester.in **Website :** www.esterindustries.com

Regd. Office & Works : Sohan Nagar, P. O. Charubeta, Khatima - 262308 Distt. Udham Singh Nagar, Uttarakhand
Phone : EPABX No. (05943) 250153-57 Fax No.: (05943) 250158

The following items were put to vote through Remote e-voting and voting at AGM-

S. No.	Resolutions	Type of Resolutions
Ordinary Business		
1	To receive, consider and adopt the Standalone and Consolidated Audited Financial Statements for the financial year ended 31st March, 2022 together with the reports of Directors and Auditors thereon.	Ordinary
2	To declare final dividend for the financial year ended 31st March, 2022.	Ordinary
3	To appoint a Director in place of Mr. Ayush Vardhan Singhania (DIN 05176205) who retires by rotation and being eligible, offers himself for re-appointment.	Ordinary
4	Re-appointment of M/s. Walker Chandiook & Co. LLP (Registration No. 001076N/N500013), Chartered Accountants as Statutory Auditors of the Company	Ordinary
Special Business		
5	Ratification of Remuneration of Cost Auditor for financial year 2022-23	Ordinary
6	Commission on Profits to Non-Executive Director of the Company.	Ordinary

On the invitation of the Chairman, Members who had registered themselves as speakers, spoke at the Meeting through VC/ OAVM and raised queries. The Chairman responded to the queries of the Members raised during the AGM.

E-voting during meeting was remained opened for 15 minutes after the conclusion of the AGM.

The Chairman announced that the e-voting results would be declared latest by 30th September, 2022 and would be informed to Stock Exchanges. The results would also be available on the website of the Company, CDSL and Stock Exchanges.

There being no other business to be transacted, the meeting was concluded.

Yours Faithfully

For **Ester Industries Limited**

DIWAKER Digitally signed by
DIWAKER DINESH
DINESH Date: 2022.09.28
13:45:27 +05'30'

Diwaker Dinesh
Head – Legal & Company Secretary

Date – 28th September, 2022
Place – Gurugram

Ester Industries Limited

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