



# GUJCHEM DISTILLERS INDIA LIMITED

November 30, 2024

**To**  
**BSE Ltd.**  
P. J. Towers  
Dalal Street,  
Mumbai - 400 001

**Sub: Proceedings of 85<sup>th</sup> Annual General Meeting held on Saturday, November 30, 2024**

We wish to inform you that the 85<sup>th</sup> Annual General Meeting ('AGM') of the Company was held on Saturday, November 30, 2024 at 03.00 p.m. through Video Conferencing/Other Audio Visual Means ('VC/OAVM').

The Meeting commenced at 03.20 p.m. (IST) and concluded at 3.56 p.m. (IST).

Kindly find attached the detailed summary of the proceedings of the Annual General Meeting of the Company pursuant to Regulation 30 read with clause 13 of Para A of Part A of schedule III of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

You are requested to kindly acknowledge the receipt and take the same in your records.

Thanking you,

Yours faithfully,  
**For, GUJCHEM DISTILLERS INDIA LIMITED**

**JIMMY OLSSON**  
**MANAGING DIRECTOR**  
**DIN: 06891122**





# GUJCHEM DISTILLERS INDIA LIMITED

## Summary of Proceedings of 85<sup>th</sup> Annual General Meeting

The 85<sup>th</sup> Annual General Meeting ('AGM') of the members of the Gujchem Distillers India Limited ("the Company") was scheduled on Saturday, November 30, 2024 at 03.00 p.m. through Video Conferencing/Other Audio Visual Means ('VC/OAVM') to seek the approval of members of the Company on resolutions set out in the Notice dated October 29, 2024 for convening Annual General Meeting ('AGM'). Ms. Bhoomika Mangal, Company Secretary and Compliance Officer of the Company welcomed all the members present at the AGM and introduced the Board of Directors and other representatives of the Company.

Further, in accordance with the Secretarial Standard on General Meetings ("SS-II") issued by the Institute of Company Secretaries of India ("ICSI") read with Guidance/Clarification dated April 15, 2020, issued by the ICSI, the proceedings of the AGM were deemed to be conducted at the registered office of the Company which was the deemed venue of the AGM.

The following Directors, Key Managerial Personnels and other representatives by invitation attended the meeting through Video Conferencing/Other Audio Visual Means ('VC/OAVM'):

<b>DIRECTORS AND KEY MANAGERIAL PERSONNELS IN ATTENDANCE</b>		
<b>Sr. No.</b>	<b>Name of Director and Key Managerial Personnel</b>	<b>Designation</b>
1.	Mr. Jimmy Olsson	Chairman & Managing Director
2.	Mr. Nilesh Jayant Jain	Director
3.	Ms. Nirupama Charuhas Khandke	Independent Director
4.	Mr. Sunil Kondiba Kalhapure	Independent Director
4.	Ms. Bhoomika Mangal	Company Secretary and Compliance Officer
5.	Mr. Mahendra Surajbhan Agarwal	Chief Financial Officer

<b>OTHER REPRESENTATIVES IN ATTENDANCE BY INVITATION</b>		
<b>Sr. No.</b>	<b>Name of the Representative</b>	<b>Designation</b>
1.	Mr. Devesh Khandelwal Proprietor of M/s. Khandelwal Devesh & Associates, Practicing Company Secretaries	Secretarial Auditor and Scrutinizer
2.	Mr. Mohak Goel Partner of M/s. Bagaria & Co., LLP	Statutory Auditor
3.	Mr. Vishwas Sharma	Practising Company Secretary

She further introduced the Statutory Auditor and the Secretarial Auditor and Scrutinizer of the Company.

Mr. Jimmy Olsson, Managing Director of the Company, chaired and attended the meeting.

The members were than briefed upon certain points relating to participation at the meeting through VC/OAVM and Company Secretary commenced the proceedings of the meeting.

The Company Secretary further informed that participation of members attending through Video Conferencing was reckoned for the purpose of quorum as per the MCA Circulars and Section 103 of the Companies Act, 2013. Since, the AGM was being held through VC, as per the MCA Circulars, physical attendance of Members was dispensed with. Accordingly, the





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facility for appointment of proxies by Members was not made available for the AGM. 46 Members were present at the meeting through VC. Accordingly, the requisite quorum was present and the AGM was called to be in order. Thereafter, Company Secretary & Compliance Officer, to read out the arrangements made for the Members at the AGM.

The Company Secretary informed that Notice and Annual Report for F.Y. 2023-2024 were sent by e-mail to all those Members whose names appeared in the Register of Members and whose e-mail addresses were registered with the Company, the Registrar and Share Transfer Agent or the Depository Participants and physical copies of the Notice and Annual Report were sent by the Company to all those members who have requested for the same.

She informed the members that, as stated in the AGM Notice, the Members had been provided the facility to exercise their right to vote by electronic means on the resolutions set out in the AGM Notice, both through remote e-voting and e-voting system at the AGM. The remote e-voting facility was made available to all Members holding shares as on the cut-off date i.e., Saturday, November 23, 2024 during the period commencing from 9.00 a.m. IST on Wednesday, November 27, 2024 till 5.00 p.m. IST on Friday, November 29, 2024.

She informed that Members joining the AGM through video conferencing, who had not already cast their vote by means of remote e-voting, had the option of voting through e-voting facility provided by CDSL. Members who had cast their votes by remote e-voting prior to the AGM were not entitled to cast their vote again.

It was informed that the Company had made the best possible efforts for providing the facility of joining the AGM by VC and voting electronically. However, in case of any issues during the AGM, Members were provided details for contacting Central Depository Services (India) Limited for technical support / assistance.

She requested Mr. Jimmy Olsson, Managing Director of the Company to greet the shareholders and express his views relating to the Company. He thanked the Members for taking time out to attend the virtual meeting and welcomed the Members to the Annual General Meeting of the Company. He concluded by placing on record his appreciation and gratitude for all the shareholders for having reposed their trust and confidence in the Company.

The Managing Director further requested to the Company Secretary to continue the proceedings of the AGM.

Thereafter, the Company Secretary briefed all those present about the resolutions stated in the AGM Notice, as follows:

Sr. No.	Business	Type of Resolution
1.	To receive, consider and adopt the Audited Standalone Financial Statements of the Company for the Financial Year ended on March 31, 2024, together with the Reports of the Board of Directors and the Auditors thereon;	Ordinary Resolution
2.	To Appoint M/s. Bagaria & Co. LLP, Chartered Accountants (FRN: 11344W/W100019) as a Statutory	Ordinary Resolution





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	Auditor for the Financial Year 2024-25 to fill casual vacancy;	
3.	To Appoint M/s. Bagaria & Co. LLP, Chartered Accountants (FRN: 11344W/W100019) as Statutory Auditor of the Company;	Ordinary Resolution
4.	To Appoint Mr. Jimmy Olsson (DIN: 06891122) as a Director and Managing Director of the Company;	Special Resolution
5.	To Appoint Mr. Nilesh Jayant Jain (DIN: 07588945) as Non-Executive, Non-Independent Director of the Company;	Ordinary Resolution
6.	To Appoint Ms. Nirupama Charuhas Khandke (DIN: 01605060) as Non-Executive, Independent Director of the Company;	Special Resolution
7.	To consider and approve increase in the Borrowing Powers under Section 180(1)(a) of the Companies Act, 2013;	Special Resolution
8.	To Consider and Approve creation of Charges, Mortgages, Hypothecation on the immovable and movable properties of the Company under Section 180(1)(c) of the Companies Act, 2013;	Special Resolution

Since, the AGM was being held through VC and the resolutions mentioned in the AGM Notice were put to vote through remote e-voting and e-voting system at the AGM, the practice of proposing and seconding of resolutions, which is not mandatory as per applicable law, was not required to be followed and there was no voting by show of hands. Accordingly, the Company Secretary announced that the members who had not voted through remote e-voting system could cast their votes through e-voting facility provided to the members at AGM.

She further informed all those present that the Board of Directors of the Company had appointed Mr. Devesh Khandelwal, proprietor of M/s. Khandelwal Devesh & Associates, Practicing Company Secretaries, as the Scrutinizer for the Annual General Meeting.

The Company Secretary informed the members that the Company had received the request from Three Shareholders to register them as speaker shareholders and the Company has registered them as speaker shareholders to express their views and sent a link of meeting on their Email-ID. The Company Secretary invited them to ask the queries and requested moderator to unmute the speakers respectively. However, the moderator informed the meeting that speakers didn't join the meeting as attendees. Thereafter, the Company Secretary read out the all the queries received from one of the Shareholder, Mr. Rahul Kumar Paliwal via email and Mr. Jimmy Olsson, Chairman and Managing Director answered all the queries.

Before concluding the AGM, the Company Secretary informed the Members that the e-voting facility will close 15 minutes after the closure of the AGM and requested the Members who had not already cast their votes.

All the proceedings of the AGM were completed, and the AGM concluded with thanks to the Members.





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As all the businesses of the meeting was completed, the Company Secretary thanked the Directors, Auditor, Scrutinizer and Members for attending the meeting and sparing their valuable time for Annual General Meeting ('AGM') with a vote of thanks and declared the meeting as concluded. The Company has complied with the all the applicable provisions, mechanism and procedures as provided in MCA Circulars and SEBI Circulars, along with other applicable provisions of the Companies Act, 2013 and rules framed therein and the applicable provisions of secretarial standards in respect of calling, convening and conducting of the AGM.

The Meeting was concluded at 03.56 p.m. (IST).

We request you to take note of the same on your record.

Thanking you,

Yours faithfully,

**For, GUJCHEM DISTILLERS INDIA LIMITED**

**JIMMY OLSSON**  
**MANAGING DIRECTOR**  
**DIN: 06891122**

