

# MINUTES BOOK

## SWARNA TOLLWAY PRIVATE LIMITED

**MINUTES OF THE 20<sup>TH</sup> ANNUAL GENERAL MEETING OF THE COMPANY HELD ON MONDAY THE 16<sup>TH</sup> AUGUST, 2021 AT 11.00 A.M. AT THE REGISTERED OFFICE OF THE COMPANY SITUATED AT 4<sup>TH</sup> FLOOR, 'C' BLOCK, TSR TOWERS, 6-3-1090, RAJBHAVAN ROAD, SOMAJIGUDA, HYDERABAD - 500082, TELANGANA, INDIA.**

### PRESENT

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|-----------------------------|--|
| 1. Mr. Shubhra Bhattacharya | Authorised Representative of M/s. MAIF Investment India 3 Pte. Ltd. U/s. 113 of the Companies Act, 2013. |
| 2. Mr. Sunil Kumar Purohit  | Authorised Representative of MAIF Investment India 4 Pte. Ltd U/s. 113 of the Companies Act, 2013.       |
| 3. Mr. P.K. Raman Sai       | Company Secretary.   |
1. At the request of the Mr. Sunil Kumar Purohit, Mr. Shubhra Bhattacharya took the chair and conducted the Proceedings.
  2. The Chairman of the Meeting informed that the Company had received Corporate Representation U/s. 113 of the Companies Act, 2013 from all the Members of the Company to hold the 20<sup>th</sup> Annual General Meeting (AGM). He also shared that all the Members' representatives nominated were present at the meeting. Accordingly, the 20<sup>th</sup> AGM was being held today. He further shared that since quorum was present, the meeting could transact the business and the meeting commence at 11.00 a.m.
  3. The Chairman, shared that the Annual Report and Financial Statements for the 20<sup>th</sup> Financial Year ended 31<sup>st</sup> March 2021 that were prepared on Ind AS format, along with the Directors Report and Auditors Report, copies of which were placed on the table, were already circulated to the Members and with the consent of the Members, took the same as read.
  4. He further stated that pursuant to Section 170 of the Companies Act, 2013, the Register of Directors' Shareholdings and key managerial personnel was placed on the table and remained open and accessible to the Members.
  5. He also shared that since the Auditors have expressed their inability to attend the meeting due to their preoccupation, he advised Mr. Sunil Kumar Purohit, to read the report of the Auditors. Mr. Sunil Kumar Purohit read the Auditor Report.

### ORDINARY BUSINESS

6. **ADOPTION OF AUDITED FINANCIAL STATEMENTS OF THE COMPANY FOR THE YEAR ENDED 31<sup>ST</sup> MARCH, 2021 AND THE REPORTS OF THE DIRECTORS AND AUDITORS THEREON.**

Proposed by Mr. Sunil Kumar Purohit and seconded by Mr. Shubhra Bhattacharya the following resolution was passed unanimously, as an Ordinary Resolution:

CHAIRMAN'S INITIALS



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**"RESOLVED THAT** the Audited Financial Statements of the Company for the 20<sup>th</sup> Financial year ended 31<sup>st</sup> March 2021 and the Reports of the Auditors and Directors' thereon as placed before the meeting be and are hereby considered and adopted."

**7. TO CONFIRM THE INTERIM DIVIDEND FOR THE YEAR 2020-2021:**

Proposed by Mr. Sunil Kumar Purohit and seconded by Mr. Shubhra Bhattacharya the following resolution was passed unanimously, as an Ordinary Resolution:

**"RESOLVED THAT** an interim dividend @ Rs. 2.25 per equity share of Rs. 10/- each on Equity Share amounting to Rs. 60.75 Crores (inclusive of TDS Rs. 6.075 Crores) in Financial Year 2020-2021, be paid out of the profits as on 30<sup>th</sup> November, 2020, to those Equity shareholders of the Company whose names appear in the Register of Members of the Company as on 11<sup>th</sup> December, 2020 be and is hereby confirmed".

**8. APPOINTMENT OF M/S. DANDEKER & CO, CHARTERED ACCOUNTANT AS STATUTORY AUDITOR OF THE COMPANY:**

Proposed by Mr. Shubhra Bhattacharya and seconded by Mr. Sunil Kumar Purohit the following resolution was passed unanimously, as an Ordinary Resolution:

**"RESOLVED THAT** pursuant to Section 139 and other applicable provisions of the Companies Act, 2013 (herein referred to as the 'Act') and Rules thereunder, M/s. M.K. Dandeker & Co., Chartered Accountants, Chennai, bearing registration No. 000679S be and are hereby appointed as the Auditors of the Company to hold office for a period of 5 years, i.e., from the conclusion of the 20<sup>th</sup> Annual General Meeting to the conclusion of 25<sup>th</sup> Annual General Meeting at such remuneration plus applicable Taxes plus, if any as may be decided by the Board and reimbursement of out of pocket expenses at actuals, if any. "

## **SPECIAL BUSINESS**

**9. TO RATIFY THE REMUNERATION OF M/S. N.V.S. KAPARDHI & ASSOCIATES, COST AUDITOR:**

Proposed by Mr. Sunil Kumar Purohit and seconded by Mr. Shubhra Bhattacharya the following resolution was passed unanimously, as an Ordinary Resolution:

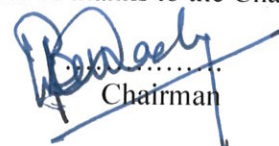
**"RESOLVED THAT** pursuant to the provisions of Section 148 and all other applicable provisions of the Companies Act, 2013 read with Companies (Audit and Auditors) Rules, 2014, the remuneration amounting to Rs. 25,000/- (Rupees Twenty-Five Thousand Only) plus applicable taxes along with reimbursement of actual out of pocket expenses payable for the financial year 2021-2022 to M/s. N.V. S. Kapardhi & Associates (Regd. No. 100231), Cost Accountants, who were appointed as Cost Auditor by the Board of Directors of the Company to conduct the audit of the cost records maintained by the Company for Financial Year ending 31<sup>st</sup> March, 2022, be and is hereby ratified."

**10. VOTE OF THANKS:**

Thereupon the meeting was terminated at 11.40 a.m., with a vote of thanks to the Chair.

Date: 18/08/2021

Place: Hyderabad

  
Chairman

CHAIRMAN'S INITIALS