

## Summary of Proceedings of the 14<sup>th</sup> Annual General Meeting of DJ Mediaprint & Logistics Limited

The 14<sup>th</sup> Annual General Meeting (AGM) of the Members of DJ Mediaprint & Logistics Limited (the Company) was held on Thursday, 22<sup>nd</sup> June, 2023 at 4.00 p.m.(IST) through Video Conferencing (“VC”)/ Other Audio Visual Means (“OAVM”) (“hereinafter will be referred to as “electronic mode”).

Ms Khushboo Mahesh Lalji, Company Secretary, welcomed all the members present at AGM. The members were informed that the AGM was held through electronic mode, without the physical presence of the members at common venue, in accordance with the applicable circulars issued by the Ministry of Corporate Affairs (“MCA”) and the Securities and Exchange Board of India (“SEBI”). It was further informed that as per the said circulars, the Notice of the AGM and Annual Report of the Company for financial year 2022-23 were sent to shareholders via email on May 29, 2023 to all those members whose email ids were registered with the Company or with the Depository Participants.

The Company secretary then, basis confirmations/registrations received from the members, announced that the requisite quorum for AGM has been met and requested Mr. Dinesh Kotian, Chairman & Managing Director, Member of Audit Committee and Stakeholders Relationship Committee to chair and commence the proceedings of the 14<sup>th</sup> Annual General Meeting of the Company. Mr. Dinesh Kotian, thereafter, chaired the 14<sup>th</sup> AGM of the Company.

The requisite quorum being present, the Chairman welcomed all the members present at the AGM and called the meeting to order. The Chairman then introduced the Directors, Chief Financial Officer who were present at the AGM. The members were informed that the Chairpersons and Members of the Audit Committee, Nomination and Remuneration Committee, Stakeholders Relationship Committee were also in attendance at the AGM. Leave of Absence was granted to Ms. Deekasha Devadiga-Independent Director (Chairperson of Audit Committee & Member of Nomination and Remuneration Committee) & Mr. Purushottam Mahadeo Dalvi –Independent Director who expressed their inabilities to attend the AGM due to their pre-commitments.

The Company Secretary then introduced, the Statutory Auditors of the Company Mr. Prakash Mandhaniya, partner of M/s ADV & Associates, Chartered Accountants, Ms. Ekata Agrawal of M/s Ekata Agrawal & Associates, Practicing Company Secretaries, Secretarial Auditor and Scrutinizer and Mr. Manish, from M/s Purva Shareregistry (India) Private Limited, the RTA of the Company who also attended the meeting through electronic mode.

Mr Dhanraj Kunder, Chief Financial Officer of the Company then addressed the members present at the meeting and briefed them on the business performance of the Company during the financial year 2022-23. Thereafter, the proceedings of the meeting were handed over to the Company Secretary to appraise members on the remaining part of the meeting.



The Company Secretary further informed that the Company has taken requisite steps to enable members to participate and vote on the items specified in the Notice of the AGM that the Statutory Registers required to be kept for inspection during the AGM were available for the inspection of Members.

Since the notice of the 14<sup>th</sup> AGM was sent through electronic means via email, the notice was taken as read with the permission of the members present. Further, since there were no qualifications, observations or adverse remarks in the report of the Statutory Auditors and Secretarial Auditors for the financial year ended as on March 31, 2023, the same was also taken as read.

The Chairman then requested, the Members who had registered themselves as speakers were invited to express their views.

The Company Secretary then provided brief to the members of the Company on the following resolutions as set out in the Notice convening 14<sup>th</sup> AGM:

Sr. No	Particulars	Type of Resolution
1.	To receive, consider and adopt the audited standalone financial statements of the Company for the financial year ended March 31, 2023, the report of the Board of Directors and Auditors thereon;  “ <b>RESOLVED THAT</b> the audited standalone financial statements of the Company for the financial year ended March 31, 2023, the report of the auditors’ thereon and the report of the Board of Directors for the financial year ended March 31, 2023, placed before the 14 <sup>th</sup> Annual General Meeting be and are hereby received, considered and adopted.”	Ordinary Resolution
2.	To declare a final dividend at the rate of INR. 0.15 (Fifteen Paise only), being 1.5%, per equity share of Rs. 10/- each of the Company for the financial year ended 31 <sup>st</sup> March, 2023.  “ <b>RESOLVED THAT</b> pursuant to the recommendation of the Board of Directors of the Company, dividend at the rate of INR 0.15 per equity share be and is hereby declared to be paid to the members of the Company.”	Ordinary Resolution
3	To appoint a Director in place of Mr. Dwarka Gattani (DIN: 06865570), who retires by rotation at this Annual General Meeting and being eligible offers himself for re-appointment.  “ <b>RESOLVED THAT</b> pursuant to the provisions of Section 152 of the Companies Act, 2013, Mr. Dwarka Gattani (DIN: 06865570), who retires by rotation at this meeting and being eligible has offered himself for re-appointment, be and is hereby appointed as a Director of the Company, liable to retire by rotation.”	Ordinary Resolution
4.	To consider and if thought fit, to pass with or without modification, the following resolution as a Special Resolution:	Special Resolution



	<b>“RESOLVED THAT</b> pursuant to the provisions of Regulation 17 (1A) of the SEBI (Listing Obligations and Disclosure Requirements) (Amendment) Regulations, 2018, Mr. Devadas Alva ( DIN: 06902537) be continued as an Non- Executive Director of the Company, notwithstanding that on 10 <sup>th</sup> September 2023 he attains the age of 81 years.”	
5.	To consider and if thought fit, to pass with or without modification, the following resolution as a Special Resolution:  <b>“RESOLVED THAT</b> pursuant to the provisions of Regulation 17 (1A) of the SEBI (Listing Obligations and Disclosure Requirements) (Amendment) Regulations, 2018, Mr. Navinchandra Rama Sanil (DIN : 08648083) be continued as an Independent Director of the Company for the term of 5 years effective from 5 <sup>th</sup> September, 2020 to 04 <sup>th</sup> September, 2025, notwithstanding that on 09 <sup>th</sup> May 2024 he attains the age of 72 years during the aforesaid tenure.”	Special Resolution

The Company Secretary, thereafter, apprised the members on the e-voting process.

The members were informed that the Company has provided the facility of remote e-voting including e-voting during AGM, to members for casting their votes, on the resolutions set-out in the Notice convening the 14<sup>th</sup> AGM. The members were further informed that the remote e-voting facility was made available from Monday, 19<sup>th</sup> June, 2023 (9:00 A.M. IST) to Wednesday, 21<sup>st</sup> June, 2023 (5:00 P.M. IST). It was further informed that e-voting facility to those members, who were present at the AGM through video conferencing facility and have not casted their vote on the resolutions through remote e-voting and are otherwise not barred from doing so, were eligible to vote through e-voting system during the AGM.

The members were further informed that Ms. Ekata Agrawal, (ACS 65640 COP No.25098) Practicing Company Secretary, was appointed to act as a Scrutinizer to supervise the e-voting process. The combined results of the remote e-voting and e-voting during the AGM shall be declared within the prescribed timelines based on the Scrutinizer's Report and the same will be published on the Company's website, on the website of CDSL and on the website of Stock Exchanges BSE Limited & NSE Limited.

The Chairman thereafter thanked the members for their continued support, cooperation and for taking out time for attending and participating in the 14<sup>th</sup> AGM of the Company. The e-voting facility was kept open for the next 15 minutes to enable the members attending the AGM who had previously not voted, to cast their votes.

The 14<sup>th</sup> Annual General Meeting was concluded at 4.55 P.M. (including 15 minutes of e-voting time given during the AGM).

# DJ MEDIAPRINT & LOGISTICS LIMITED

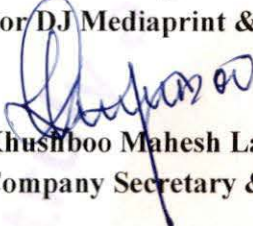
(Formerly known as D J Logistic Solutions Private Limited)



The Chairman thanked all the Members who have participated in the meeting and co-operated with the Company in ensuring the smooth conduct of this AGM.

Yours Sincerely,

For DJ Mediaprint & Logistics Limited

  
Khushboo Mahesh Lalji  
Company Secretary & Compliance Officer

