

RUSHIL DECOR LIMITED

TRANSCRIPT OF THE 27TH ANNUAL GENERAL MEETING OF RUSHIL DECOR LIMITED HELD AT 11.15 A.M. IST ON 27TH SEPTEMBER, 2021 THROUGH VIDEO CONFERENCING

Hasmukh Modi: Good Morning to everybody. Myself Hasmukh K. Modi, Company Secretary of the Company and I Welcome to all of you on behalf of Company in this 27th Annual General Meeting of the Company. This meeting is being held through video conferencing and Other Audio Visual Means as permitted by Ministry of Corporate Affairs and SEBI.

First Let me introduce about the Board Members, KMP, Auditors & others available with us in this meeting.

Shri Vipulbhai S. Vora – Chief Financial Officer

Shri Rushilbhai K. Thakkar- Director of the Company.

Shri Krupeshbhai G. Thakkar - Managing Director and Chairman of the Company.

Shri Keyurbhai M. Gajjar - Chief Executive officer of the Company.

The other directors present in the meeting through VC are:

1. Shri Shankar Prasad Bhagat - Independent Director and also the Chairman of Audit Committee, Nomination & Remuneration Committee and Stakeholders Relationship Committee.
2. Shri Ramanikbhai T. Kansagara – Whole Time Director.
3. Shri Kantibhai A. Puj- Independent Director
4. Miss Archee D. Thakkar - Independent Director in Woman Category

We are also having:

Mr. Shalin M. Jain, the Secretarial Auditor of the Company as well as the Scrutinizer for this meeting.

A representative from M/s. Parikh & Majamudar, the Statutory Auditor of the Company whose term will be ceased in this AGM.

A representative from M/s. Pankaj R Shah & Associates, Chartered Accountants, whose appointment is proposed in this AGM as Statutory Auditor of the Company.

Now, before we commence the proceedings, I would like to give some basic information to effectively participate at the AGM.

1. The requisite quorum is present therefore this meeting is called in order.
2. All the members have been put on **Mute Mode** by the Host to avoid any disturbance coming from the background.
3. Once the Question and Answer session may start, we will announce the name of shareholder who have registered as speaker shareholder.

Thereafter speaker shareholder will be unmuted by the host to enable him to speak. Before the called out shareholder start speaking, he is required to click on video button on the screen and if for some reason he is not able to join through video mode, can speak through audio mode.

While speaking we request the shareholder to use Ear phone so that he is clearly audible, minimize any noise in the background.

The speaker shareholder is also requested to ensure that his wi-fi is not connected to any other devices, no other background application are running and proper light is available to have clear video and audio.

In accordance with the Circulars issued by the Ministry of Corporate Affairs and SEBI, the appointment of proxies has been dispensed with, for the meeting which held through Video Conferencing Mode. Hence, register of proxies for this AGM will not be available for inspection to the Members.

Members are requested to drop their queries in chat box. All such queries shall be responded through email separately within the prescribed time.

During the AGM if a shareholder faces any technical issue, he or she may contact the helpline number mentioned in AGM Notice with this I would request to the chairman to take over the conduct of the proceedings.

Now, I request Shri Krupeshbhai, Chairman of the Company to word about our Company & Industry and then proceed the meeting.

Over to Krupesh Sir.

Krupeshbhai:

Thank You.

Now, I request to Mr. Hasmukh Modi to further proceed the meeting.

Hasmukh Modi: Thank You Sir. Now with the permission and on behalf of the Chairman Sir, we shall move to the proceedings of the AGM.

Before starting the proceeding of the Meeting I would like inform that

1. The Company had provided remote e-voting facility, on NSDL platform, from Thursday, 23rd day of September, 2021 (9:30 am IST) upto Sunday, 26th day of September, 2021 (upto 5:00 p.m.) to the Members to allow them to cast their votes on the resolutions as set-out in the notice convening this AGM.
2. Electronic voting facility is also activated and made available during this meeting on the NSDL platform, to enable the members who have not casted their votes through remote e-voting to exercise their voting rights during the meeting.
3. Mr. Shalin M Jain - Practicing Company Secretary, has been appointed as Scrutinizer, to scrutinize the e-voting process.
4. The voting results of e-voting will be declared within 48 hours from the conclusion of this meeting.
5. The electronic copy of Annual Report for the Financial Year 2020-21 and the notice convening the 27th AGM was dispatched to all the members on their registered e-mail. Therefore, I take the notice convening this meeting as read. The notice and Annual report is also available on the website of BSE, NSE & Company's website.
6. I would like to announce the business agenda proposed in the notice of the AGM

Ordinary Businesses:

The first agenda item is to receive, consider and adopt the Audited Financial Statements of the Company for the Financial Year ended 31st March, 2021 and the Report of the Board of Directors and Auditors thereon.

Dear shareholders, with respect to the independent auditor's reports on the Company's financial statements and the secretarial auditor's report for the financial year 2020-21 are self-explanatory. There has not been any remark or qualification in the reports of the auditors and therefore with the permission of members and the Chairman Sir, we consider the auditor's report taken as read.

The second Ordinary Business is to declare final dividend of Rs. 0.50 (Fifty Paisa) per Equity Share of Rs. 10/- each for the Financial Year ended 31st March, 2021

The Third Ordinary Business is to appoint a Director in place of Mr. Ramanikbhai T. Kansagra (DIN: 080341541), who retires by rotation and, being eligible, offers himself for re-appointment.

The Fourth agenda is to appoint Statutory Auditors and to fix their remuneration in place of retiring auditors

Special Businesses:

The Fifth Agenda item is about the Appointment of Shri Kantibhai A. Puj (DIN: 09273355) as an Independent Director of the Company.

The Sixth Agenda item is about the Appointment of Mr. Rushil Krupeshbhai Thakkar (DIN: 06432117) as a Director of the Company, liable to retire by rotation.

The Seventh and Last Agenda matter is to approve the Appointment of Mr. Rushil Krupeshbhai Thakkar (DIN: 06432117) as an Executive Director and fix his remuneration.

This was all about agenda items proposed in the Notice of the 27th AGM.

7. As informed the voting results shall be intimated to the Stock Exchanges and shall also be uploaded on the Company's website. The E-voting will remain open for 15 minutes from the end of this AGM. I encourage the members who have not yet voted may now cast their vote on the NSDL E-voting platform.

8. **Now, I request to the HOST to invite the registered speaker and unmute them.** The name of registered speakers are:

- Mr. Kapil Chopra having DP ID / CL ID: IN300724 10172140.
- Mr. Kirti Shah having DP ID / CL ID: 1202550000058502

Closing Note by Hasmukh Modi

I would like to thank on behalf of the Company to all the shareholders, Members of Board of Directors, auditors, scrutinizer and the entire supporting team of your Company and NSDL who have joined us and stayed upto the end of this AGM.

On behalf of the Chairman Sir, I now declare the proceedings of this AGM as concluded and wishing you all the best of health and safety. Thank You.
