

AMC Repo Clearing Limited

01st Annual General Meeting

November 22, 2022

Transcript of the 01st Annual General Meeting of AMC Repo Clearing Limited held on Tuesday, November 22, 2022, at 04:30 P.M. through Video Conferencing, in compliance with the circulars issued by the Ministry of Corporate Affairs and the Securities and Exchange Board of India

Directors Present:

Mr. Srinivasan Varadarajan : Public Interest Director (Chairman of NRC Committee)

Mr. Vaidyanathan Krishnamurthy : Public Interest Director (Chairman of Audit Committee)

Ms. Huzan Mistry : Public Interest Director

Members Present:

Ms. Yogini Vaidya : Representative of ICICI Prudential Asset Management
Company Limited

Mr. Tejas Pawar : Representative of Quantum Asset Management Company
Private Limited

Mr. R.S. Srinivasan Jain : Representative of SBI Funds Management Limited

Mr. Prateek Savla : Representative of Aditya Birla Sun Life AMC Limited

Mr. Vitthal Dehadray : Representative of FRANKLIN TEMPLETON ASSET
MANAGEMENT (INDIA) PRIVATE LIMITED

Ms. Palak Mehta : Representative of HDFC Asset Management Company
Limited

Mr. Vivek Gupta : Representative of Edelweiss Asset Management Limited

Ms. Jigna Shyamyani : Representative of LIC Mutual Fund Asset Management Ltd.

Mr. Vivek Kudal : Representative of Baroda BNP Paribas Asset Management
India Private Limited

Auditors Present:

Mr. Santosh More : Representative of M/s M.P. Chitale & Co. Chartered
Accountants

Mr. Vinod Pawar : Representative of M/s M.P. Chitale & Co. Chartered
Accountants

KMP's Present

Mr. Natarajan Ramasamy : Chief Executive Officer

Mr. Ritesh Kadam : Company Secretary

Transcript of the Meeting:

Mr. Pradeep Purwar, Practising Company Secretary extended warm welcome to all the Members and Directors present. Thereafter he requested Mr. Srinivasan Varadarajan (Public Interest Director) to chair the proceeding of the meeting. Upon confirmation on the presence of quorum, Mr. Pradeep Purwar proceeded with the meeting. Mr. Alok C Jena -Shareholder Director was not able to attend the AGM due to his preoccupation.

The Notice and all the relevant material for the Meeting were provided to respective persons. Since the meeting is being conducted through Video Conference, attendance slip, proxy form and route map were not annexed to the Notice of AGM. With the consent of the members present, the Notice convening the meeting was taken as read as the same had already been circulated to the Members. The statutory registers required to be maintained as per the provisions of the Companies Act, are available for inspection by the members, on requests made by them. There are no qualifications, observations or adverse remarks or disclaimers in the financial statements and matters which have any material bearing on the functioning of the Company or in the Auditor's Report. Accordingly, the said report is not required to be read at this meeting.

Pursuant to the provisions of section 107 of the Companies Act, 2013, at a general meeting a resolution put to vote shall, unless a poll is demanded or the voting is carried out electronically, be decided on show of hands. Since the requirement of electronic voting is not applicable to the Company, the Company is permitted to conduct voting by show of hands at the meeting. Accordingly, the resolution shall be put to vote by show of hands.

Following items of business, as set out in the Notice convening the AGM, were proposed for members' consideration and approval:

Ordinary Business

- 1) Adoption of the audited Financial Statement of the Company for the Financial Year ended on March 31, 2022 and Report of the Board of Directors and Auditors thereon. *(Ordinary Resolution)*
- 2) Appointment of M/s M.P. Chitale & Co. Chartered Accountants (Firm Registration No. 101851W) as Statutory Auditors from the conclusion of this Annual General Meeting until the conclusion of Sixth Annual General Meeting and to fix their remuneration. *(Ordinary Resolution)*
- 3) Appointment of a Director in place of the one retiring by rotation. *(Ordinary Resolution)*

Special Business

- 1) Appointment of Ms. Huzan Mistry (DIN: 09208069) as Independent Director. *(Ordinary Resolution)*
- 2) Approval for issue of shares on private placement basis. *(Special Resolution)*



3) Alteration of the Articles of Association of the company. (*Special Resolution*)

Members were requested to propose and second the above resolutions. Accordingly, all the resolutions were proposed and seconded by the Members.

Mr. Pradeep Purwar thereafter accounted voting on the resolutions and declared that all the resolution were passed unanimously. With that, the items pertaining to the meeting was completed.

Chairman updated the members that the company is in final stage of receiving approval from RBI and SEBI. On receipt of the approvals from the regulators the company shall commence its business operations. He thanked the Members for participating in the Meeting and all their support throughout.