



BGIL

Films & Technologies Ltd.

SUMMARY OF PROCEEDINGS OF THE 34th ANNUAL GENERAL MEETING OF BGIL FILMS & TECHNOLOGIES LIMITED HELD ON SATURDAY, SEPTEMBER 30, 2023

The 34th Annual General Meeting ('AGM' or 'Meeting') of BGIL Films & Technologies Limited ('the Company') was held on Saturday, September 30, 2023 at 9:30 A.M. (IST) through Video Conferencing ('VC') / Other Audio Visual Means ('OAVM').

The AGM was held in compliance with the General Circular no. 14/2020 dated April 08, 2020, General Circular no.17/2020 dated April 13, 2020, General Circular no. 20/2020 dated May 05, 2020 and General Circular no. 02/2021 dated January 13, 2021 issued by the Ministry of Corporate Affairs and Circular No. SEBI/HO/CFD/CMD1/CIR/P/2020/79 dated May 12, 2020 and Circular No. SEBI/HO/CFD/CMD2/CIR/P/2021/11 dated January 15, 2021 issued by the Securities and Exchange Board of India ('SEBI') (hereinafter collectively referred as 'Circulars') and as per the applicable provisions of the Companies Act, 2013 read with Rules made thereunder, the Secretarial Standards and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

Directors Present:

1. Mrs. Arti Bhatia
2. Mr. Harjit Singh Anand
3. Mr. Rohit Kaushik
4. Mr. Karn Rajhans

In Attendance:

1. Mr. Akhileshwar Singh (Company Secretary)
2. Mr. Jamuna Prasad Sharma (Chief Financial Officer)

Invitees:

1. Mr. Vinay Kumar- Singh Ray Mishra & Co. (Statutory Auditor)
2. Mr. Rakesh Kumar Singh- Rakesh Kumar Singh & Co. (Internal Auditor)
3. Mr. Ashutosh Kumar Pandey- AKP & Associates (Secretarial Auditor & Scrutinizer)



Mrs. Arti Bhatia presided over the meeting

1. Mr. Akhileshwar Singh, Company Secretary of the Company welcomed all the members of the Company, the Chairman, the Board of Directors, other stakeholders and dignitaries present at the Meeting.
2. As the requisite quorum was present, the Company Secretary called the meeting to order. He stated that Annual Report for the financial year 2022-23 along with Notice for the 34th AGM was circulated to the members of the Company whose e-mail addresses were registered with the Company/RTA/Depositories and to all others who were entitled for the same through electronic mode.
3. The Company Secretary further announced that the requisite registers and all other documents as referred in the Notice were open for inspection electronically during the AGM. He, thereafter, requested Mrs. Arti Bhatia, Chairperson of the Company to take the proceedings further.
4. The Chairman welcomed all present at the 34th AGM and briefly introduced the Directors, Key Managerial Personnel and Invitees who were present in the Meeting through Video Conferencing. The Chairman also informed that the Chairperson of the Audit Committee, the Nomination and Remuneration Committee and the Stakeholders Relationship Committee were present at the AGM. He further confirmed that the Company has made all efforts feasible under the current circumstances to enable the members to participate in the Meeting through the Video Conferencing facility and vote electronically.
5. The Chairperson delivered her speech and concluded by thanking the members, the employees, his colleagues on the Board and all the stakeholders for their continued support.
6. With the permission of the members present, the Notice convening the AGM, were taken as read.
7. The Chairperson, then, briefed the objectives and implications of the Ordinary Businesses and the Special Businesses set forth in the Notice of the AGM.
8. The Board of Directors of the Company had considered and accepted the above and accordingly,
9. The Chairperson further informed that, the Company has provided the facility to cast the votes electronically during September 27, 2023 to September 29, 2023, on all resolutions set forth in the 34th AGM Notice. Members who were participating in the Meeting and had not cast their votes through remote e-voting were also provided an opportunity to cast their votes through e-voting at the Meeting.
10. The Chairperson informed that Mr. Ashutosh Kumar Pandey, Proprietor of M/s AKP & Associates, Company Secretaries, who was appointed by the Board of Directors of the Company as the Scrutinizer for scrutinizing the voting process, in a fair and transparent manner. The Scrutinizer would consolidate the results of remote e-voting and e-voting at the AGM and then submit his report.
11. Thereafter, the Chairperson announced that the e-voting process would remain open for another 15 minutes for members who have not yet cast their vote.
12. The following businesses were considered at the AGM:



Item No.	Items	Type of Resolution
Ordinary Business(es)		
1	Adoption of Annual Standalone Financial Statements 2022-23	Ordinary Resolution
Special Business(es)		
2	Re-appointment of Mr. Karn Rajhans (DIN: 03081692) as an Independent Director of the Company	Special Resolution
3	Re-appointment of Mr. Harjeet Anand (DIN: 03168663) as in Independent Director	Special Resolution
4	To consider and, if thought fit, to pass with or without modification(s), the following resolution as a Special under section 186 approval of loan and investment by company	Special Resolution
5	To consider and, if thought fit, to pass with or without modification(s), the following resolution as a Special Resolution under section 180 (1) (c) power to borrow money in the excess of paid-up capital and free reserves.	Special Resolution
6	To consider and if thought fit, to pass with or without modification the following resolution as a special resolution under Section 180 (1) (a) conferred power to board of directors to mortgage charges/lease of the Company.	Special Resolution
7	Issue of Equity shares by way of conversion of unsecured loan	Special Resolution

13. The results will be declared, on receipt of the report from the Scrutinizer, not later than two working days of conclusion of the AGM. The results declared along-with the Scrutinizer's Report will be placed on the Company's website and on the website of National Securities Depository Limited and also communicated to the BSE Limited and National Stock Exchange of India Limited.

14. The Chairperson concluded the AGM by thanking all the participants for attending the AGM and declared the AGM as closed.



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