



TRANSCRIPT OF THE PROCEEDINGS OF THE 29TH ANNUAL GENERAL MEETING OF RAM RATNA WIRES LIMITED HELD THROUGH VIDEO CONFERENCING ('VC') / OTHER AUDIO-VISUAL MEANS (OAVM) ON FRIDAY, 17TH SEPTEMBER, 2021 AT 11.00 A.M.

PARTICIPANTS (Directors & KMP):

Shri Rameshwarlal Kabra
Chairman Emeritus

Shri Tribhuvanprasad Kabra
Chairman

Shri Mahendrakumar Kabra
Managing Director

Shri Hemant Kabra
President and CFO

Shri Sandeep Jhanwar
Independent Director

Shri R. Kannan
Independent Director

Shri Ramesh Chandak
Independent Director

Smt. Payal Agarwal
Additional Director (Independent Woman Director)

Shri Satish Agarwal
Sr. Vice President, Commercial

Shri Saurabh Gupta
Company Secretary

- ❖ Shri Saurabh Gupta commenced meeting with prayer and addressed as below:

Good Morning everyone, myself Saurabh Gupta, Company Secretary & Compliance Officer of Ram Ratna Wires Limited. It gives me immense pleasure to welcome you all at the 29th Annual General Meeting of the Company being held today i.e. Friday, 17th September, 2021 at 11.00 A.M.

This meeting is being held through Video Conferencing / Other Audio visual means in accordance with the circulars issued by the Ministry of Corporate Affairs and the Securities and Exchange Board of India and in compliance with the applicable provisions of the Companies Act, 2013 and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 in view of the continued COVID-19 pandemic and to ensure social distancing norms.

The Company has taken all feasible efforts to ensure participation of Members and vote at the AGM under the current circumstances. The webcast of this meeting is being provided by National Securities and Depository Limited (NSDL).

Now, I would like to introduce you to our Honourable Chairman Mr. Tribhuvanprasad Kabra and request him to occupy the Chair and preside over the meeting.

- ❖ Shri Tribhuvanprasad Kabra, Chairman

Thank you, Mr. Saurabh. I, Tribhuvanprasad Kabra, Chairman of the Company attending the meeting from Silvassa hereby welcome all the Members at the 29th Annual General Meeting of the Company and hope that you and your family are safe and in good health. I would like to thank you all for your attendance at this meeting. Like last year this year also we are meeting virtually as the continued impact of COVID-19 pandemic necessitates adoption of safety precautions. As the requisite quorum for the meeting is present therefore I call the meeting to order.

I would like to introduce you all to my fellow Members of Board who are present in this meeting through Video conferencing facility:

- **Shri Rameshwarlal Kabra**

Good Morning, I am Rameshwarlal Kabra, Chairman Emeritus, attending the meeting from Vadodara.

- **Shri Mahendrakumar Kabra**

Good Morning, I am Mahendrakumar Kabra, Managing Director, attending the meeting from Silvassa.

- **Shri Hemant Kabra**

Good Morning, I am Hemant Kabra, President and CFO, attending the meeting from Mumbai.

➤ **Shri Sandeep Jhanwar**

Good Morning, I am Sandeep Jhanwar, Independent Director and Chairman of Audit Committee and Nomination and Remuneration Committee, attending the meeting from Jaipur.

➤ **Shri R. Kannan**

Good Morning, I am R. Kannan, Independent Director and Chairman of Stakeholders Relationship Committee, participating in the meeting from Mumbai.

➤ **Shri Ramesh Chandak**

Good Morning, I am Ramesh Chandak, Independent Director and Chairman of Corporate Social Responsibility (CSR) Committee, attending the meeting from Mumbai.

➤ **Smt. Payal Agarwal**

Good Morning, I am Payal Agarwal, Additional Independent Woman Director, attending the meeting from Mumbai. Thank You.

We also have with us members of our Senior Management and Key Executives of the Company joining this Meeting from their respective locations.

Mr. Jatin Dalal, Partner at M/s. Bhagwagar Dalal & Doshi, Statutory Auditors of your Company, and Mr. Anup Khanna, Partner at M/s. Khanna & Co., Secretarial Auditors of your Company and Scrutinizer are also attending this meeting.

I now request Mr. Saurabh Gupta our Company Secretary to provide general instructions to Members for participation in this meeting.

❖ **Shri Saurabh Gupta**

Thank you, Chairman Sir, I request you all to take note of general instructions regarding participation and voting at this meeting:

- Facility for joining the meeting was opened 30 minutes before the scheduled time, i.e., 11:00 AM and is available for 1,000 Members on first come first serve basis.
- All the Members who have joined the AGM are by default put on Mute, once the question answer session starts, the Moderator will announce the name of Shareholders who have registered themselves as Speaker Shareholders. Speaker Shareholder will then be unmuted. Speaker Shareholders are requested to use earphones for better sound clarity and to limit their query to 2 to 3 minutes.
- If any Member faces any technical issue they may contact helpdesk of NSDL as mentioned in the Notice of AGM.

The Register of Directors and Key Managerial Personnel, the Register of Contracts or Arrangements as required under the Companies Act, 2013 and other documents as mentioned in the notice of the AGM have been made available electronically for inspection by the Members during the AGM. As the AGM is being held through video conferencing, the facility

for appointment of proxies by the Members is not applicable and hence the proxy register is not available for inspection.

As informed in the Notice of Annual General Meeting, the Company had provided remote e-voting facility to all the Members to enable them to cast their votes electronically in respect of all the businesses to be transacted at the 29th Annual General Meeting in accordance with the provisions of the Companies Act, 2013 and applicable provisions of the SEBI Listing regulations, 2015. The facility to vote by electronic means was kept open from Tuesday, 14th September, 2021 at 9:00 AM to Thursday, 16th September, 2021 at 5:00 PM. Those Members who could not cast their vote by e-Voting facility are requested to cast the Vote on resolutions through e-voting facility provided during the AGM and shall be allowed to vote till 15 minutes after the conclusion of this meeting. Shri Anup Vaibhav Khanna, Practicing Company Secretary, is appointed as the Scrutinizer to scrutinize the e-voting process in a fair and transparent manner. The Result of the voting along with the report of the Scrutinizer shall be placed on the Company's website and will be communicated to stock exchange within 48 hours from the conclusion of the meeting.

Thank You. Now, I request Mr. Tribhuvanprasad Kabra, Chairman of the Company, to address the Shareholders.

❖ Shri Tribhuvanprasad Kabra

The Notice of meeting has been sent to all the Members, therefore with the consent of the Members present, I take the Notice convening this meeting as read.

Thereafter, the Chairman addressed the Shareholders highlighting the Financial Performance for the year 2020-21, new Developments and Joint Venture Company "Epavo Electricals Private Limited", future outlook, etc. Further, the Chairman concluded his speech thanking all the Board Members for their invaluable guidance and professional inputs, team members for their dedication, commitment, loyalty and service to the Company, Customers and Bankers for their continuous support. Also thanked all Shareholders for their continued trust and faith in the Company and its Management, in looking forward to a brighter future.

Thereafter he requested Shri Saurabh Gupta, Company Secretary to brief the Shareholders of the Company on the "Measures taken by the Company for its Members during COVID-19" and take the proceedings of the meeting further.

❖ Shri Saurabh Gupta

Presented a brief PPT on "Measures taken by the Company for its Members during COVID-19" for approx. 5 to 6 minutes.

Please note there are no qualifications, reservations or adverse remarks in the reports issued by the Statutory Auditors of the Company on both Standalone and Consolidated basis.

Further, with respect to Secretarial Audit Report, there was one observation relating to delay in issuance of Share Certificate subsequent to effecting of transfer of shares in relation to a single application, this was because of change of Registrar and Share Transfer Agent (RTA) and takeover activities, updation of master data in RTA's system etc. The Company has issued necessary instruction to the RTA to avoid such delays in future years and to ensure that the requests are being processed within statutory timelines.

The Resolutions from Serial Nos. 1 to 5 along with explanatory statement in respect of ordinary and special businesses proposed to be taken up at this meeting have been already circulated to all the Members, therefore with consent of all the Members present, I take them as read. The Members who have not casted votes through remote e-voting facility can cast their votes on the resolutions set out at item no. 1 to 5 through e-voting facility provided during the AGM.

I now request the Speaker Shareholders who have registered themselves to ask questions, or provide any suggestions which are relevant to the Company and also request to limit their queries or suggestions to not more than 2-3 minutes each. We shall note the same and respond to them at the end.

I now request the Moderator to take speaker Shareholders.

❖ Moderator

Thank you, Mr. Saurabh, I now request the First Speaker Shareholder who has registered with us Mr. Yusuf Rangwala to ask his query. Dear Mr. Yusuf Rangwala, you have now been unmuted and placed in the meeting. You can now start your video and ask your question.

Mr. Yusuf Rangwala (first Speaker Shareholder) appreciated the efforts taken by the Company during COVID-19 and the good financial performance of Company and provided some suggestions.

❖ Moderator

Thank you, Mr. Yusuf Rangwala, we have noted your question and suggestions.

I now request the Second Speaker Shareholder who has registered with us Mr. Vinod Agarwal to ask his query. Dear Mr. Vinod Agarwal, you have now been unmuted and placed in the meeting. You can now start your video and ask your question.

Mr. Vinod Agarwal (Second Speaker Shareholder) appreciated the dividend declared by Company and raised some queries on the Financial performance of Company.

❖ Moderator

Thank you, Mr. Vinod Agarwal, we have noted your question.

I now request the Third Speaker Shareholder who has registered with us Mr. Sharadkumar Shah to ask his query. Dear Mr. Sharadkumar Shah, you have now been unmuted and placed in the meeting. You can now start your video and ask your question.

Mr. Sharadkumar Shah (Third Speaker Shareholder) raised his queries regarding new Joint Venture Company and some further queries from the Annual report and provided some suggestions.

❖ Moderator

Thank you, Mr. Sharadkumar Shah, we have noted your question and suggestions.

I now request Mr. Satish Agarwal, Sr. Vice president (Commercial) to respond to the queries.

❖ Shri Satish Agarwal, Sr. Vice President (Commercial)

Responded to the queries raised by every Speaker Shareholder in detail and noted the suggestions as provided.

❖ Shri Saurabh Gupta

Thank you, Sir, with this, we end the Question and Answer session and if there are any further queries that remains unanswered, I would request Members to send the same through E-mail and we would respond to them suitably.

I thank all the Members for your participation at the Annual General meeting, and request the Members who have not voted earlier to cast their votes through NSDL e-voting facility which will be open until the expiry of next 15 minutes and request Shri Satishji to present vote of thanks.

❖ Shri Satish Agarwal, Sr. Vice President (Commercial)

On behalf of the Board Members, entire team of your Company, I would like to extend warm vote of thanks to our Shareholders for taking out some time to attend this AGM, we are thankful for your continued support and confidence shown in the management team.

On behalf of all the Shareholders and my entire team, I would also like to thank Chairman Emeritus Shri Rameshwarlalji Kabra and Chairman of the Company Shri Tribhuvanprasadji Kabra and other Board Members for their efforts in conducting affairs of the company.

With this we conclude the meeting with prayer.

Thank You.