

Spotlight Vanijya Limited

CIN - L65993WB1981PLC034252

Registered Office: **2, Red Cross Place, Kolkata - 700001**

Phone: (033) 2254-3100, Fax: (033) 2254-3130

E-mail: kkothari@hngil.com

Website: www.spotlightvanijya.com

August 5, 2024

**The Secretary,
The Calcutta Stock Exchange Ltd.,
7, Lyons Range,
Kolkata-700 001**

(Scrip Code: 10029380)

Dear Sir(s)/Madam,

Sub: Proceedings of the 41st Annual General Meeting - Regulation 30 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015

In terms of the Regulation 30 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, please find enclosed herewith gist of proceedings of the 41st Annual General Meeting of the Company held on Monday, 5th August, 2024 at 2, Red Cross Place, Kolkata - 700001, commenced at 3:00 p.m. and concluded at 5:30 p.m.

This is for your information and record.

Thanking you,

Yours faithfully,
For **Spotlight Vanijya Limited**


(Vikash Rajak)
Company Secretary & CFO



Encl: As above

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Gist of the proceedings of 41st Annual General Meeting (AGM) of Spotlight Vanijya Limited commenced at 3:00 p.m. on Monday, 5th August, 2024 at its Registered Office 2, Red Cross Place, Kolkata-700 001, West Bengal and concluded at 5:30 p.m.

<u>Members present:</u>	11 Members were present (including Proxies)
<u>Directors Present:</u>	Shri Sunil Kumar Somani, (Chairman of the Audit Committee and Nomination & Remuneration Committee)-Independent Director
	Smt. Sudha Somany, (Whole Time Director)
	Shri Mukul Somany, (Chairman of the Stakeholders Relationship Committee)- Non-Executive Non-Independent Director
	Shri Ratna Kumar Daga (Independent Non-Executive Director)
	Shri Anshul Dave (Independent Non-Executive Director)
<u>Invitee</u>	Shri Vikash Rajak (Company Secretary & CFO)

1. **Chairman**

Shri Mukul Somany chaired the Meeting.

2. **Quorum**

Requisite Quorum being present, the Chairman declared the meeting open.

3. **Notice**

Notice convening the meeting was taken as read, with the consent of the members present.

4. **Statutory Records**

The Chairman informed the members present that the Register of Directors and Key Managerial Personnel and their Shareholdings and other statutory registers/records along with the Auditors' Report dated 30th May, 2024 was available at the meeting venue and the same would remain open and accessible during the continuance of the meeting to the shareholders.

5. **Auditors' Report**

At the request of the Chairman and with the consent of the Shareholders, Shri Vikash Rajak, Company Secretary & CFO, read out the Auditors' Report dated 30th May, 2024.



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6. Chairman's Speech

Before taking up formal agenda of the meeting for consideration of the members, the Chairman shared the performance of the Company for the financial year 2023-24 with the members. In his speech, the Chairman summarized the overall performance of the Company and also drew a profile of the future outlook of the Company.

He informed the members that pursuant to the provisions of Section 108 of the Companies Act, 2013, Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended till date and Regulation 44 of the SEBI (Listing Obligations & Disclosures Requirement) Regulations, 2015, the Company had provided the facility of e-voting on all the resolutions as set out in the Annual General Meeting. E-voting commenced on 2nd August, 2024 and ended on 4th August, 2024. Shri Tapan Kumar Banerjee, Practicing Company Secretaries has been appointed as Scrutinizer by the Board of Directors.

He further informed the members that with a view to providing an opportunity to the shareholders who could not avail the above e-voting facility to vote, facilities have been provided and necessary ballot papers have already been distributed to the shareholders. He requested the members that those members who have not cast their vote electronically may cast their vote and participate in the poll. The Board appointed Shri Tapan Kumar Banerjee, Practicing Company Secretaries as Scrutinizer to scrutinize the voting from ballot papers in a fair & transparent manner.

He informed the members that the combined results of e-voting and poll would be declared within 2 (Two) working days from the conclusion of the meeting at the Registered Office of the Company. He further informed that the combined results will be put on the Company's website and the website of NSDL.

Before concluding his speech, the Chairman thanked the Shareholders, his fellow Board members, the employees, and other stakeholders for their valuable support, co-operation, and suggestions.

The Chairman gave opportunity to the Members to ask questions or seek clarifications on the Agenda items. Thereafter, the Chairman responded to the queries raised/clarifications sought by the Members.

The following items of business, as per the Notice of AGM dated Thursday, 12th July, 2024, were transacted at the meeting.

ORDINARY BUSINESS:

1. To receive, consider, and adopt the Audited Standalone as well as Consolidated Financial Statements of the Company for the financial year ended March 31, 2024 together with Reports of the Director's and the Auditor's thereon. **(Ordinary Resolution).**



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2. To appoint a Director in place of Shri Mukul Somany (DIN:00124625), who is liable to retires by rotation and, being eligible offers himself for re-appointment. (**Ordinary Resolution**).
3. To appoint statutory auditors and to fix their remuneration. (**Ordinary Resolution**).

SPECIAL BUSINESS:

1. To appoint Shri. Ratna Kumar Daga (DIN:00227746) as a Non-Executive Independent Director, of the Company. (**Special Resolution**)
2. To appoint Shri. Sunil Kumar Somani (DIN:10594149) as a Non-Executive Independent Director, of the Company. (**Special Resolution**)
3. To Re-appoint Smt. Sudha Somany (din: 00124345) as a Whole Time Director of the company for a period of 3 (three) years w.e.f 26th June, 2024 to 25th June, 2027. (**Special Resolution**)

The Chairman authorized Shri Vikash Rajak, Company Secretary & CFO to declare the results of voting within aforesaid time at the Registered Office of the Company.

The Chairman advised the Members that the Voting Results, along with the Scrutinizer's Report, would be made available on the Company's website and the Results would also be forwarded to the Calcutta Stock Exchange.

All the resolutions for consideration at the 41st AGM, as set out in the Notice dated Wednesday, 10th July, 2024, have been passed by the Members by the requisite majority through remote e-voting and poll at the AGM venue.

This is for your information and records.



Certified true copy
For Spotlight Vanijya Limited


(Vikash Rajak)
Company Secretary & CFO