



PROCEEDINGS OF THE 125TH ANNUAL GENERAL MEETING OF THE COMPANY

- The 125th Annual General Meeting ('AGM') of Cheviot Company Limited (the 'Company') was held on Friday, 11th August, 2023 at 11.00 a.m. (IST) through Video Conferencing ('VC') / Other Audio-Visual Means ('OAVM'). The AGM commenced at 11:00 A.M. and concluded at 11:35 A.M.
- 46 members including 5 authorised representatives of bodies corporate were present throughout the AGM.
- Mr. Harsh Vardhan Kanoria, Chairman and Managing Director of the Company chaired the AGM in accordance with Article 96 of the Articles of Association of the Company.
- The Chairman welcomed all the members and informed that the AGM has been held through VC/OAVM to maintain the social distancing norms in compliance with the circulars issued by the Ministry of Corporate Affairs. He further informed that the Company has taken all feasible steps to ensure that the members were provided with an opportunity to participate at the AGM and vote on the items being considered at the AGM.
- The requisite quorum being present, the Chairman called the meeting to order and introduced all the Directors present. The chief financial officer, company secretary, representatives of statutory auditor, secretarial auditor and the Scrutinizer were also present at the AGM.
- He then informed that the statutory registers and documents were made available and shall remain accessible to the members for inspection in electronic mode, during the AGM.
- The Chairman then stated that:
 - a) As per the Companies Act, 2013 and Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company has provided its members the facility to cast their vote through the remote e-voting system provided by National Securities Depository Limited (NSDL);
 - b) Members present at the AGM and who have not voted earlier through remote e-voting can cast their vote during the AGM through e-voting facility on NSDL e-voting website;
 - c) Mr. Mohan Ram Goenka, Practicing Company Secretary has been appointed as Scrutinizer to scrutinize the votes cast through e-voting during the AGM and during remote e-voting period.
- The Notice dated 25th May, 2023 convening the AGM was taken as read. The following business as per Agenda Item No. 1 to 6 of the Notice dated 25th May, 2023 were transacted at the AGM:

Ordinary Business:

1. To receive, consider and adopt the audited financial statements of the Company for the financial year ended 31st March, 2023 together with the reports of the Board of Directors and Auditors thereon.

Contd... (2)



(2)

2. To declare dividend on the ordinary shares for the financial year ended 31st March, 2023.
3. To appoint a director in place of Mr. Utkarsh Kanoria (DIN 06950837), who retires by rotation and, being eligible, offers himself for re-appointment.

Special Business:

4. (As an Ordinary Resolution): To appoint Mr. Abhishek Murarka (DIN: 00118310), as a director of the Company with effect from 25th May, 2023, whose office shall be liable to determination by retirement of directors by rotation.
 5. (As an Ordinary Resolution): To appoint Mr. Abhishek Murarka (DIN: 00118310), as Wholetime Director of the Company for a period of 5 (five) years with effect from 25th May, 2023, whose office shall be liable to determination by retirement of directors by rotation, on the terms and conditions as to remuneration and otherwise as set out in the notice convening the annual general meeting.
 6. (As an Ordinary Resolution): Ratification of remuneration payable to the Cost Auditor M/s D. Radhakrishnan & Co, Cost Accountants (Registration No. 000018) for the financial year ending 31st March, 2024.
- The Chairman informed that the independent auditor's report on the financial statements for the year ended 31st March 2023 received from the statutory auditors and the secretarial audit report for the year ended 31st March 2023 do not contain any qualification, reservation, adverse remark or disclaimer necessitating any discussion or explanation to be read out at the AGM.
 - Thereafter, the pre-registered members spoke at the AGM and the Chairperson replied to them suitably.
 - The Chairman then announced that the results of the e-voting shall be declared and uploaded on the websites of the Company, BSE Limited, National Stock Exchange of India Limited and NSDL within two working days.
 - The Chairman thanked the members and declared the AGM closed.
 - Scrutinizer's consolidated report on the results of the remote e-voting and e-voting during the AGM was received on Friday, 11th August, 2023, in terms of which all the resolutions were found to have been passed by requisite majority.
 - The Voting Results have been disseminated on the websites of the Company, BSE Limited, National Stock Exchange of India Limited and NSDL on Friday, 11th August, 2023.

CHEVIOT COMPANY LTD.

CIN: L65993WB1897PLC001409 • +91 82320 87911/12/13 • cheviot@chevjute.com • www.cheviotgroup.com
24 Park Street, Celica House, 9th Floor, Celica Park, Kolkata: 700 016, West Bengal, India.