

Transcrip of the Extra-ordinary General Meeting of Shareholder Held On 04.01.2022

Mr. Rajesh Dheer:

Good morning, Ladies and Gentlemen,

I am Rajesh Dheer, Company Secretary of your company. On behalf of the directors, I welcome all the members and stakeholders to the Extra Ordinary General Meeting of Flex Foods Limited being held today January 04, 2022.

Due to COVID -19 this Extra Ordinary General Meeting is being held through Video Conferencing / other audio visual means in accordance with the circulars issued by the Ministry of Corporate Affairs and SEBI. We hope that you and your dear ones are safe and healthy during this health emergency.

This facility of holding EGM through Video Conferencing / other audio visual means is made available to 1000 members on first come first serve basis. In addition large shareholders, institutional investors, directors, Key Managerial Personnels etc can also join.

Let me now; introduce our Board Members, Executives and other members on the penal, who have joined us for the meeting:

- Mrs. Indu Liberhan, an Independent Director of the Company.
- Mr. Rahul Razdan, Whole Time Director of the Company.
- Mr. Paresh Nath Sharma, Independent Director of the Company.
- Mr. Madan Mohan Varshney, Whole Time Director of the Company.

1. Mr. S P Gupta of M/s Beetal Financial & Comuter Services Pvt Ltd is joining as a host for this Extra Ordinary General Meeting.

We, welcome all the Board Members and other panelists for being with us today.

Mr. Ashok Chaturvedi, Chairman of the Company, could not join the meeting due to certain exigencies and therefore, directors have proposed Mrs. Indu Liberhan to be the chairperson for this meeting in accordance with Article 53 of Article of Association.

The participation of members through Video Conference is being reckoned for the purpose of quorum as per circular of Ministry of Corporate Affairs.

Quorum for the meeting being present, I request the Chair to call the meeting to order.

Mrs. Indu Liberhan : Good Morning Shareholders and welcome to you all and vey happy new year. Quorum is present and I call the meeting to order.

Now I handover proceedings to Mr. Rajesh Dheer, Company Secretary of the company to continue with proceeding.

Rajesh Dheer : Thank you Madam.

Rajesh Dheer : Before we start proceedings of Extra Ordinary General Meeting, I would like to mention that company has undertaken an expansion at Tamil Nadu in the month of June, 2021 a disclosure of which was given to stock exchange.

I therefore request Mr. Rahul Razdan to update the shareholders about progress of the expansion project.

Mr. Rahul Razdan please

Mr. Rahul Razdan : Thank you Mr. Rajesh, Good Morning Chairperson , fellow directors coleagues,first of all I would like to take this opportunity, wish you all very happy new year and I hope 2022 will be good and positive except corona negative for all of us. As mentioned earlier we have taken construction at new site in Hosur and construction is going on at full swing . This will double up the capacity at to our present capacity which we are having at Dehradun plant, we as planned the expansion should have been finished would be finished rather by the Illrd quarter of 2022 but we are trying hard and I think we will be successful in completing the construction before that and commercial production shall definitely start in somewhere in second quarter and somewhere at that time except now again the corona has up and may be the same issue may come up but otherwise we have planned that by that time and it should be much before. The planned activity should start by second quarter, I would like to update this and briefand now I am giving back mike to Rajesh so that he can carry on the next proceeding. Any other question if any body has, we can up

Rajesh Dheer : Thank you Mr. Razdan.

With the permission of Chair, let me quickly take you through the general instructions to members for participation in this meeting.

- a. The Facility of Joining this Meeting through VC is made available to 1000 members of the company on First Come First Serve Basis. In addition large shareholders, Directors, KMPs and Institutional Investors can also join the meeting.
- b. Registered Office of the company at Dehradun will be deemed venue for the meeting and all the proceedings of EGM shall be deemed to be made thereat.
- c. Pursuant to MCA circulars, the facility for appointment of proxy by the members is not applicable and therefore, the proxy register is not available for inspection. Similarly facility for voting by show of hand is not available.

- d. The Company had provided the facility to cast votes electronically via remote e-voting on all resolutions set forth in the notice from 1st January, 2022 (9:00 a.m.) to 2rd January, 2022 (5:00 p.m.)
- e. Members who have not casted their votes via remote e-voting and who are participating in this meeting will now have an opportunity to cast their votes today through the e-voting system provided by CDSL.
- f. E-voting facility is already open for Members to cast their vote and shall be available for 30 minutes after this meeting.
- g. The Board of Directors has appointed Mr. Mahesh Kumar Gupta, Practicing Company Secretary, as Scrutinizer to supervise the e-voting process. He is also present on the panel.
- h. The resolutions set forth in the notice shall be deemed to be passed today, subject to receipt of requisite majority votes. The results of this EGM will be posted on Web-site of the company, sent to stock exchange and also given to service provider.

Notice of EGM setting out the business(s) to be transacted along with explanatory statements, have been sent to you within statutory prescribed time. Also, in accordance with circulars of MCA company has given mandatory pre & post-dispatch advertisements regarding the EGM.

On account of paucity of time, we take the notice dated December 10, 2022 of EGM as read.

Business of EGM to be transacted through e-voting at the meeting today is:-

1. Increasing the Borrowing Powers of the Company.
2. Creation of Mortgage / Charge on the Assets of the Company.
3. Availing / Acceptance of Inter Corporate Deposit(s) / Loan(s)

A gentle reminder to all the shareholders who have not casted their votes so far that e-voting facility is already open and will remain open for 30 minutes after the close of meeting.

Now, I request Mr. S.P. Gupta to unmute speakers, if any.

Mr. S.P. Gupta: yes sir

Mr. Rajesh Dheer: unmute speaker one by one

Mr. S. P. Gupta : there is no speaker registered

Rajesh Dheer : No one

Mr.S.P.gupta : No one

Rajesh Dheer : I propose vote of thanks Chair and wish you all stay healthy.

Thankyou

Thank you by all participant