



एण्ड्रू यूल एण्ड
कम्पनी लिमिटेड
(भारत सरकार का उद्यम)

ANDREW YULE & COMPANY LIMITED

(A GOVERNMENT OF INDIA ENTERPRISE)

'YULE HOUSE', 8, DR. RAJENDRA PRASAD SARANI, KOLKATA-700 001
POST BOX : 150, TELEPHONE : 2242-8210, 2242-8550, FAX : 91-033-2242-9770
Website : www.andrewyule.com E-mail : com.sec@andrewyule.com
CIN No. L63090WB1919GOI003229

আব্দ্রু ইউন অ্যান্ড
কোম্পানী লিমিটেড
(ভারত সরকারের একটি নথ্য)

Ref: AY/Sect1/AGM 20-21

1st October, 2021

The General Manager
Corporate Relationship Department,
BSE Limited,
1st Floor, P. J. Towers,
Dalal Street,
Mumbai – 400 001

Dear Sir,

Sub.: Proceedings of the 73rd Annual General Meeting (AGM) of the Company held on 30th September, 2021

Pursuant to Regulation 30 read with Part-A of Schedule-III of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended, we are submitting herewith the Summary of the Proceedings of the 73rd Annual General Meeting (AGM) of the Company held on Thursday, 30th September, 2021 through Video Conferencing/Other Audio Visual Means.

We would request you to kindly take the same on your records.

Thanking you,

Yours faithfully,
For Andrew Yule & Company Limited

(Sucharita Das)
Company Secretary

Encl.: As above



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(ভারত সরকারের একটি সংস্থা)

SUMMARY OF PROCEEDINGS OF THE 73RD ANNUAL GENERAL MEETING OF ANDREW YULE & CO. LTD. HELD ON 30TH SEPTEMBER, 2021

The 73rd Annual General Meeting (AGM) of the members of Andrew Yule & Company Limited was held through Video Conferencing/Other Audio Visual Means on Thursday, 30th September, 2021 at 3.30 p.m.

The summary of the proceedings is as under:

1. Cut-off date for e-voting: 23rd September, 2021
2. Total number of shareholders as on cut-off date: 40930
3. No. of shareholders who attended the Meeting through video conference: 43

Due to continuance of the COVID-19 pandemic, the Ministry of Corporate Affairs and the Securities and Exchange Board of India vide their respective circulars, have allowed Companies to hold the AGM through Video Conferencing or Other Audio Visual Means during the calendar year 2021. This AGM was accordingly being held through video conference in compliance with the circulars issued by the Ministry of Corporate Affairs and SEBI.

Since this AGM is being held through VC pursuant to the MCA Circulars, physical attendance of members was dispensed with. Accordingly, the facility for appointment of proxies by the Members was not made available for the AGM.

All the shareholders who have joined this meeting were by default being placed, by the host, on mute for conducting this meeting smoothly and seamlessly.

Thereafter, the Company Secretary requested Shri Sanjoy Bhattacharya, Chairman & Managing Director of the Company to start the proceeding of the AGM.

Shri Bhattacharya extended a warm welcome to all the shareholders, auditors and other invitees joining over video conferencing.

Thereafter, he introduced the other Directors on the Board, who had joined the AGM through Video Conferencing/Other Audio Visual Means from their respective locations and requested them to introduce themselves.

All the Directors, except Shri Jeetendra Singh and Shri Aditya Kumar Ghosh, Govt. Nominee Directors, attended the meeting. The Chairman explained the unavoidable circumstances due to which Shri Jeetendra Singh could not attend the AGM. The Chairman also informed the shareholders that Shri Aditya Kumar Ghosh, the other Govt. Nominee Director was attending the AGM as the representative of the President of India in the capacity of a Shareholder.

He then acknowledged the attendance of Shri Sovon Basu and Shri Rudraneil Mallick, representatives of the Statutory Auditors, M/s S. K. Basu & Co., Chartered Accountants and Shri Atul Kumar Labh, representative and proprietor of M/s. A. K. Labh & Co., Secretarial Auditor of the Company who have also joined the meeting through Video conferencing from their respective locations.

Then the Chairman informed that participation of shareholders through video conference was being reckoned for the purpose of quorum as per the circulars issued by MCA and Section 103 of the Companies Act, 2013.

As the requisite quorum was present through Video Conferencing for AGM, the Chairman had called the meeting to order.

The Company Secretary then informed the members that:

- The facility for joining this AGM through video conference or other audio-visual means was made available for the shareholders on a first-come-first-served basis.
- The Register of Directors and Key Managerial Personnel and the Register of Contracts or Arrangements had been made available electronically for inspection by the shareholders during the AGM.
- Some of the shareholders had registered themselves as Speaker Shareholder for the AGM. Accordingly, the floor would be open for those shareholders to ask questions or express their views once announced by the Hon'ble Chairman.

Thereafter, the Chairman gave an overview of the financial performance of the Company for the financial year ended 31st March, 2021 and its future outlook and informed the members the followings:

- Notice of the 73rd AGM along with the Annual Report for the financial year 2020-21 since been sent to the shareholders electronically, it was taken as read.
- The observations made by the Statutory Auditors in their Report on the financials of the Company for the financial year 2020-21 and by the Secretarial Auditor in their Report for the financial year 2020-21 along with the management's response on the observations had been included in details in the Board's Report in page nos. starting from 29 to 31. Therefore, with the permission of the members, the Statutory Auditor's Report and the Secretarial Auditor's Report were taken as read.

Thereafter, the Chairman declared the e-voting window as activated for allowing the shareholders to vote during the AGM who had not cast their vote through remote e-voting.

Thereafter, the Chairman initiated Question and Answer session, whereby the registered speaker shareholders expressed their views and sought clarifications on the performance of the Company and related matters one by one, which was later responded by the Chairman of the Company.

Shri Bhattacharya then thanked the Directors, Auditors and the members for participating in the Meeting and wished everyone for good health and safety in the year ahead.

Shri Bhattacharya then concluded the meeting and informed the members that the e-voting process will continue for the next 15 minutes and will be disabled automatically. Accordingly, the e-voting process continued till 4.55 p.m.

After the completion of the Annual General Meeting, the scrutinizer unblocked votes cast through remote e-voting and e-voting at the AGM and submitted his Report. As per the report submitted by the scrutinizer, all the following resolutions as mentioned in the Notice of 73rd Annual General Meeting were passed with requisite majority:

Resolution No. 1 (Ordinary Resolution):

Adoption of the Audited Financial Statements of the Company for the financial year ended 31st March, 2021 including the Audited Consolidated Financial Statements for the year ended on that date together with the Reports of the Board of Directors, Auditors and Comments of the Comptroller and Auditor General of India (CAG) thereon.

Resolution No. 2 (Ordinary Resolution):

Appointment of a Director in place of Shri Jeetendra Singh (DIN: 09207792), who retires by rotation and being eligible, offers himself for re-appointment.

Resolution No. 3 (Ordinary Resolution):

Fixation of remuneration payable to the Statutory Auditors of the Company for the financial year 2021-22.

Resolution No. 4 (Ordinary Resolution):

Ratification of the remuneration payable to the Cost Auditors of the Company for the financial year 2021-22.

Thanking you,

Yours faithfully,

For Andrew Yule & Company Limited



(Sucharita Das)

Company Secretary