



CHITRADURGA SPINTEX LIMITED

CIN:L85110KA1990PLC011467

Date: 30/09/2022

To,
The Manager
BSE Limited,
P J Towers, Dalal Street,
Mumbai- 400001

Sub: Proceedings of the 31st Annual General Meeting held on 30/09/2022 at 11.30 AM and Concluded at 12: 30 PM.

Ref.: Scrip Code: 521244
Scrip ID: CHITRTX

Dear Sir / Madam,

Pursuant to the provisions of Regulation 30, Schedule III of the listing agreement we hereby furnish the proceedings of the 31st Annual General Meeting of the Company held on 30th day of September 2022 at 11.30 A.M. and Concluded at 12: 30 PM at PB No 9 Bangalore Road Chitradurga District, Challakere , Karnataka, 577522.

Pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014, the Company provided e-voting facility to the members to vote on the matters to be transacted at the Annual General Meeting. Further, to facilitate those members who were present at the AGM, either personally or by proxy, who did not, cast their vote in respect of items of business as set out in the Notice of the Annual General Meeting. **PAYAL TACHAK & ASSOCIATES**, Practicing Company Secretaries, was appointed as Scrutinizer for e-voting.

The results of voting on each resolution were determined considering the aggregate of vote casted by the members on each resolution separately, through e-voting on which the Scrutinizer issued Scrutinizer's Report.

The Annual General Meeting was attended by requisite quorum and following businesses were passed with requisite majority.

1. Approval of Accounts:

The members considered and adopted the Audited Balance Sheet as at 31st March, 2022 and the Statement of Profit and Loss for the year ended on that date together with Reports of the Board of Directors' and Auditors' thereon.



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2. Appointment of Shivanna Vishwanath, (DIN 00900773) as a Director, who is liable to retire by rotation.

The members approved the appointment of Shivanna Vishwanath, (DIN 00900773), who retires by rotation and being eligible, offers himself for re-appointment.

SPECIAL BUSINESS:

3. Appointment of Statutory Auditor to fill Casual Vacancy – Special Resolution

“RESOLVED THAT subject to the provisions of Section 139, 142 of the Companies Act, 2013 read with the Companies (Audit and Auditors) Rules, 2014 and other applicable provisions if any, Khandelwal Jain & Associates, Chartered Accountants (FRN 142740W), be and are hereby appointed as Statutory Auditors of the Company, to fill casual vacancy caused by resignation of **MNT & Associates, Chartered Accountants (FRN W100115).**

RESOLVED FURTHER THAT Khandelwal Jain & Associates, Chartered Accountants (FRN 142740W), be and are hereby appointed as Statutory Auditors of the Company to hold office from 19/08/2022 till conclusion of this Annual General Meeting of the Company, at such remuneration plus applicable taxes, and out of pocket expenses, as may be determined and recommended by the Audit Committee in consultation with the Auditors and duly approved by the Board of Directors of the Company.”

Considered as approved.

4. Approval of Statutory Auditors for 5 years – Special Resolution

“RESOLVED THAT pursuant to Sections 139, 142 of the Companies Act, 2013 (“Act”) and other applicable provisions, if any, of the said Act and Companies (Audit and Auditors) Rules, 2014 made thereunder and other applicable rules, if any under the said Act (including any statutory modification(s) or re-enactment thereof for the time being in force) **Shah Khandelwal Jain & Associates, Chartered Accountants (FRN 142740W)** be and is hereby appointed as the Statutory Auditors of the Company commencing from the Conclusion of this Annual General Meeting till the Conclusion of Sixth consecutive Annual General Meeting i.e. **37th Annual General Meeting to be held for financial year 2026-2027** at a Remuneration to be fixed by the Audit Committee and/or Board of Director of the Company, in addition to the re-imburement of applicable taxes and actual out of pocket and traveling expenses incurred in connection with the Audit and billed progressively.

Considered as approved.



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5. Regularization of Appointment of Jitesh Mahendra Patodia (DIN: 09700718) As Director of the Company. – Ordinary Resolution

“RESOLVED THAT pursuant to the provisions of Section 149, 152, 160 and all other applicable provisions of the Companies Act, 2013 (“the Act”) and the Companies (Appointment and Qualification of Directors) Rules, 2014 (Including any Statutory modification(s) or re-enactment thereof for the time being in force), JITESH MAHENDRA PATODIA (DIN: 09700718) who was appointed as an Additional Director of the Company with effect from 19/08/2022 by the Board of Directors and as recommended by the Nomination and Remuneration Committee and who holds office only upto the date of the ensuing Annual General Meeting of the Company and in respect of whom the Company has received notice in writing along with a deposit of Rs. 1,00,000/- from a member under Section 160 of the Act proposing the candidature of **JITESH MAHENDRA PATODIA** for the office of the Director, be and is hereby appointed as an Executive Director of the Company, whose period of office will be liable to determination by retirement of directors by Rotation.

“RESOLVED FURTHER THAT the Board of Directors of the Company be and is hereby authorized to do all acts and to take all such steps as may be necessary, proper or expedient to give effect to the foregoing resolution”.

Considered as approved.

6. Regularization of Appointment of Anshay Jitesh Patodia (Din: 09700717) As Director of the Company. – Ordinary Resolution

“RESOLVED THAT pursuant to the provisions of Section 149, 152, 160 and all other applicable provisions of the Companies Act, 2013 (“the Act”) and the Companies (Appointment and Qualification of Directors) Rules, 2014 (Including any Statutory modification(s) or re-enactment thereof for the time being in force), **ANSHAY JITESH PATODIA** (DIN: 09700717) who was appointed as an Additional Director of the Company with effect from 19/08/2022 by the Board of Directors and as recommended by the Nomination and Remuneration Committee and who holds office only upto the date of the ensuing Annual General Meeting of the Company and in respect of whom the Company has received notice in writing along with a deposit of Rs. 1,00,000/- from a member under Section 160 of the Act proposing the candidature of **ANSHAY JITESH PATODIA** for the office of the Director, be and is hereby appointed as an Executive Director of the Company, whose period of office will be liable to determination by retirement of directors by Rotation.

“RESOLVED FURTHER THAT the Board of Directors of the Company be and is hereby authorized to do all acts and to take all such steps as may be necessary, proper or expedient to give effect to the foregoing resolution”.

Considered as approved.



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7. Appointment of Sanjay Brijkishore Chaturvedi As An Independent Director - Ordinary Resolution

“RESOLVED THAT SANJAY BRIJKISHORE CHATURVEDI (DIN: 03339354) who was appointed as an additional and independent director, pursuant to Section 149, 152 and 161 and other relevant provisions of the Companies Act, 2013 and Rules made thereunder (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), Articles of Association of Company, approvals and recommendations of nomination and remuneration committee, and that of the Board, be and is hereby appointed as an Independent Director, not liable to retire by rotation, for a period upto 18/08/2027.

RESOLVED FURTHER THAT the Board be and is hereby authorized to delegate all or any of the powers to any committee of Directors with power to further delegate to any other officer(s)/authorized representative(s) of the Company to do all acts, deeds and things and take all such steps as may be necessary, proper or expedient to give effect to this resolution.”

Considered as approved.

8. Appointment of Trupti Bharat Agarwal As An Independent Director - Ordinary Resolution

“RESOLVED THAT TRUPTI BHARAT AGARWAL (DIN: 00259612) who was appointed as an additional and independent director, pursuant to Section 149, 152 and 161 and other relevant provisions of the Companies Act, 2013 and Rules made thereunder (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), Articles of Association of Company, approvals and recommendations of nomination and remuneration committee, and that of the Board, be and is hereby appointed as an Independent Director, not liable to retire by rotation, for a period upto 18/08/2027.

RESOLVED FURTHER THAT the Board be and is hereby authorized to delegate all or any of the powers to any committee of Directors with power to further delegate to any other officer(s)/authorized representative(s) of the Company to do all acts, deeds and things and take all such steps as may be necessary, proper or expedient to give effect to this resolution.”

Considered as approved.

9. Appointment of Nevil Agarwal As An Independent Director - Ordinary Resolution

“RESOLVED THAT NEVIL AGARWAL (DIN: 00259612) who was appointed as an additional and independent director, pursuant to Section 149, 152 and 161 and



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other relevant provisions of the Companies Act, 2013 and Rules made thereunder (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), Articles of Association of Company, approvals and recommendations of nomination and remuneration committee, and that of the Board, be and is hereby appointed as an Independent Director, not liable to retire by rotation, for a period upto 18/08/2027.

RESOLVED FURTHER THAT the Board be and is hereby authorized to delegate all or any of the powers to any committee of Directors with power to further delegate to any other officer(s)/authorized representative(s) of the Company to do all acts, deeds and things and take all such steps as may be necessary, proper or expedient to give effect to this resolution.”

Considered as approved.

10. Consent Of Members For Increase In The Limits Applicable For Making Investments/Extending Loans And Giving Guarantees Or Providing Securities In Connection With Loans To Persons/Body Corporate – Special Resolution

RESOLVED THAT pursuant to the provisions of Section 186 of the Companies Act, 2013 (“the Act”) read with the Companies (Meetings of Board and its Powers) Rules, 2014 and other applicable provisions, if any, of the Act (including any modification or re-enactment thereof for the time being in force) and subject to such approvals, consents, sanctions and permissions as may be necessary, consent of members of the Company be and is hereby accorded to the Board of Directors of the Company (hereinafter referred to as “the Board”, which term shall be deemed to include, unless the context otherwise requires, any committee of the Board or any officer(s) authorized by the Board to exercise the powers conferred on the Board under this resolution), to (i) give any loan to any person or other body corporate or person and (ii) acquire by way of subscription, purchase or otherwise, the securities of any other body corporate, as they may in their absolute discretion deem beneficial and in the interest of the Company, subject however that the aggregate of the loans and investments so far made in and the amount for which guarantees or securities have so far made in and the amount for which guarantees or securities have so far made in and the amount for which guarantees or securities have so far been provided to all persons or bodies corporate along with the additional investments, loans, guarantees or securities proposed to be made or given or provided by the Company, from time to time shall not exceed a sum of Rs. 500 Crore (Five Hundred Crores) over and above the limit of 60% of the Paid up share capital, free reserves and securities premium account of the Company or 100% of free reserves and Securities Premium account of the Company, whichever is more, as prescribed under section 186 of the Companies Act, 2013.



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RESOLVED FURTHER THAT the Board of Directors (or a Committee thereof constituted for this purpose) be and is hereby authorized to take all such steps as may be necessary, proper and expedient to give effect to this Resolution.

Considered as approved.

Kindly take the same on your records.

Thanking You,

Yours Faithfully,

FOR CHITRADURGA SPINTEX LIMITED

SHIVANNA VISHWANATH
DIRECTOR
DIN: 00900773