

## MAHINDRA ELECTRIC MOBILITY LIMITED

### TRANSCRIPT OF THE 25<sup>TH</sup> ANNUAL GENERAL MEETING OF THE MEMBERS OF THE COMPANY HELD THROUGH VIDEO CONFERENCING FACILITY ON MONDAY, 23<sup>RD</sup> AUGUST, 2021 FROM 10:00 A.M. TO 10:09 A.M. AT THE REGISTERED OFFICE OF THE COMPANY (DEEMED VENUE)

**Mr. Rajesh Jejurikar (Chairman):** "Good morning everybody. I have great pleasure in extending you a warm welcome at this 25<sup>th</sup> Annual General Meeting (AGM) of your Company.

I declare that the required quorum for this meeting is present. I now call the meeting to order.

I wish to inform the Members that pursuant to the circular dated January 13, 2021 and May 5, 2020 read together with circulars dated April 8, 2020 and April 13, 2020 of the Ministry of Corporate Affairs, this Annual General Meeting is being conducted through Video Conferencing facility and therefore the facility to appoint proxy to attend and cast vote is not available for this AGM.

The other directors on the Board - Mr. Amit Kumar Sinha, Chairman of Audit Committee, Mr. Ruzbeh Irani, Mr. Vijay Nakra, Ms. Suman Mishra, Mr. Ravindra Dhariwal and Ms. Sonali Kulkarni, Chairperson of Nomination & Remuneration Committee are attending this meeting.

Mr. Tushar Tibrewal & Mr. Shishir Agarwal, authorised representatives of M/s. BSR & Co. LLP, Statutory Auditors of the Company and Mr. Sachin Bhagwat, Secretarial Auditor, are also attending this meeting.

The Notice convening the 25<sup>th</sup> Annual General Meeting along with the Explanatory Statement, the Audited Financial Statement for the year ended 31<sup>st</sup> March, 2021 together with the Directors' and Auditors' Reports were sent to the Members, Directors and Statutory and Secretarial Auditors vide e-mail on 30<sup>th</sup> July, 2021.

Can we take the Notice convening the Annual General Meeting as read?"

**Shareholders:** "Yes please."

**Mr. Rajesh Jejurikar:** "Thank you.

The Memorandum and Articles of Association, the Audited financial Statement alongwith the Directors' Report, Auditors' Report and Secretarial Audit Report for the

financial year ended 31<sup>st</sup> March, 2021, the Register of Directors and Key Managerial Personnel and their shareholding maintained under Section 170 of the Act, the Register of Contracts or Arrangements in which the directors are interested, maintained under Section 189 of the Act and other required documents are available for inspection by any member through electronic mode throughout the meeting.

Members may please note that the Statutory Auditors and Secretarial Auditors have not made any qualifications, observations or adverse comments in their respective Reports for year ended 31<sup>st</sup> March, 2021.

Can we take the Statutory Auditors report as read?"

**Shareholders:** "Yes please."

**Mr. Rajesh Jejurikar:** "Thank you.

I wish to inform you that the Company has indeed made all efforts feasible under the present circumstances to enable the members to participate in this meeting and vote on the items being considered at this meeting.

This Annual General Meeting of the Shareholders of the Company has been convened for the purpose of approving the Audited Financial Statement and the reports of the Board of Directors and Auditors for financial year ended 31<sup>st</sup> March, 2021, re-appointing Mr Ruzbeh Irani as a director retiring by rotation, appointing myself, Mr. Amit Kumar Sinha and Ms. Suman Mishra who were appointed as Additional Directors as Directors of the Company and appointment of Ms. Suman Mishra (DIN: 06727958) as the Whole-time Director and Chief Executive Officer of the Company.

If there are any queries with respect to any item of business, we shall be happy to answer them. Are there any queries?"

**Shareholders:** "No."

**Mr. Rajesh Jejurikar:** "Thank you.

Now, I shall move to the business to be transacted at this meeting.

**A. ORDINARY BUSINESS:**

**ITEM NO. 1.**

**To receive, consider and adopt the Audited Financial Statement of the Company for the Financial Year ended 31<sup>st</sup> March, 2021 and the Reports of the Board of Directors and Auditors thereon - Ordinary Resolution**

I now move the resolution in respect of Item No. 1 of the Notice i.e. receipt, consideration and adoption of the Audited Financial Statement of the Company for the Financial Year ended 31<sup>st</sup> March, 2021 and the Reports of the Board of Directors and Auditors thereon.

I propose the first Resolution to Members.

I request one of the Members to second the resolution.”

**Ms. Anita Halbe:** “I second the resolution.”

**Mr. Rajesh Jejurikar:** “I now put the resolution to vote.

Those in favour may please raise their hands.

Those against may please raise their hands.

I declare the resolution as passed unanimously.

## **ITEM NO. 2**

**To appoint a Director in place of Mr Ruzbeh Irani (DIN: 01831944) who retires by rotation and being eligible, offers himself for re-appointment - Ordinary Resolution**

I now move the resolution in respect of Item No. 2 of the Notice i.e. re-appointment of Mr Ruzbeh Irani (DIN: 01831944), as a Director, who retires by rotation and is eligible for re-appointment.

I request one of the Members to propose the resolution.”

**Mr. Rajeev Goyal:** “I propose.”

**Mr. Rajesh Jejurikar:** “Now I request one of the Members to second the resolution.”

**Mr. Jignesh Parikh:** “I second.”

**Mr. Rajesh Jejurikar:** “I now put the resolution to vote.

Those in favour may please raise their hands.

Those against may please raise their hands.

I declare the resolution as passed unanimously.

I am interested in the next item of business and I request Mr. Ravindra Dhariwal, Independent Director of the Company, to chair the Meeting and conduct the proceedings of the Meeting for the next item.

**Mr. Ravindra Dhariwal:**

**B. "SPECIAL BUSINESS**

**ITEM NO. 3**

**To appoint Mr. Rajesh Jejurikar (DIN: 00046823) as a Director of the Company - Ordinary Resolution**

I now move the resolution in respect of Item No. 3 of the Notice i.e. appointment of Mr. Rajesh Jejurikar as a Director of the Company.

I request one of the Members to propose the resolution."

**Mr. Arvind Mathew:** "I propose."

**Mr. Ravindra Dhariwal:** "Now I request one of the Members to second the resolution."

**Ms. Anita Halbe:** "I second."

**Mr. Ravindra Dhariwal:** "I now put the resolution to vote.

Those in favour may please raise their hands.

Those against may please raise their hands.

I declare the resolution as passed unanimously.

Now, I request Mr. Rajesh Jejurikar to resume the Chair."

**Mr. Rajesh Jejurikar:**

**"ITEM NO. 4**

**To appoint Mr. Amit Kumar Sinha (DIN: 09127387) as a Director of the Company - Ordinary Resolution**

I now move the resolution in respect of Item No. 4 of the Notice i.e. appointment of Mr. Amit Kumar Sinha as the Director of the Company.

I request one of the Members to propose the resolution.”

**Ms. Anita Halbe:** “I propose.”

**Mr. Rajesh Jejurikar:** “Now I request one of the Members to second the resolution.”

**Ms. Brijbala Batwal:** “I second.”

**Mr. Rajesh Jejurikar:** “I now put the resolution to vote.

Those in favour may please raise their hands.

Those against may please raise their hands.

I declare the resolution as passed unanimously.

#### **ITEM NO. 5**

#### **To appoint Ms. Suman Mishra (DIN: 06727958) as a Director of the Company - Ordinary Resolution**

I now move the resolution in respect of Item No. 5 of the Notice i.e. appointment of Ms. Suman Mishra as the Director of the Company.

I request one of the Members to propose the resolution.

**Mr. Rajeev Goyal:** “I propose.”

**Mr. Rajesh Jejurikar:** “Now I request one of the Members to second the resolution.”

**Mr. Jignesh Parikh:** “I second.”

**Mr. Rajesh Jejurikar:** “I now put the resolution to vote.

Those in favour may please raise their hands.

Those against may please raise their hands.

I declare the resolution as passed unanimously.

## **ITEM NO. 6**

### **To appoint Ms. Suman Mishra (DIN: 06727958) as the Whole-time Director and Chief Executive Officer of the Company - Special Resolution**

I now move the resolution in respect of Item No. 6 of the Notice i.e. appointment of Ms. Suman Mishra as the Whole-time Director and Chief Executive Officer of the Company for a period of 2 (two) years and on other terms and conditions as mentioned in the Notice.

I request one of the Members to propose the resolution.

**Mr. Arvind Mathew:** "I propose."

**Mr. Rajesh Jejurikar:** "Now I request one of the Members to second the resolution."

**Ms. Anita Halbe:** "I second."

**Mr. Rajesh Jejurikar:** "I now put the resolution to vote.

Those in favour may please raise their hands.

Those against may please raise their hands.

I declare the resolution as passed unanimously.

## **ITEM NO. 7**

### **Approval of limits u/s 180(1)(c) and u/s 180(1)(a) of the Companies Act, 2013 - Special Resolution**

I now move the resolution in respect of Item No. 7 of the Notice i.e. i.e. approval of limits u/s 180(1)(c) and u/s 180(1)(a) of the Companies Act, 2013.

I request one of the Members to propose the resolution.

**Ms. Anita Halbe:** "I propose."

**Mr. Rajesh Jejurikar:** "Now I request one of the Members to second the resolution."

**Mr. Jignesh Parikh:** "I second."

**Mr. Rajesh Jejurikar:** "I now put the resolution to vote.

Those in favour may please raise their hands.

Those against may please raise their hands.

I declare the resolution as passed unanimously.

I would like to thank all the members for attending the 25<sup>th</sup> Annual General meeting.

I now declare the proceedings of the 25<sup>th</sup> Annual General Meeting of the Company as closed.

**Thank you everyone!"**