

GROMAX AGRI EQUIPMENT LIMITED

42ND ANNUAL GENERAL MEETING OF THE MEMBERS OF THE GROMAX AGRI EQUIPMENT LIMITED TO BE HELD THROUGH VIDEO CONFERENCE ("VC") / OTHER AUDIO-VISUAL MEANS ("OAVM") ON FRIDAY, 23RD JULY, 2021 AT 4.00 P.M. AT VISHWAMITRI, RAILWAY OVERBRIDGE, VADODARA - 390011 (DEEMED VENUE)

Mr. Harish Chavan be requested to act as Chairman of the Meeting.

Chairman to Address:

I) Welcome Address:

"Good Afternoon everyone."

"I have great pleasure in extending you a warm welcome to this 42nd Annual General Meeting of your Company."

II) Confirmation of Quorum by Chairman:

The Chairman to ascertain the presence of Quorum and after ascertaining the presence of Quorum to declare:

(5 Members present in person would form quorum for the Meeting)

"I declare that the required quorum for this Meeting is Present."

"I now call the Meeting to order."

III) Presence of Directors, Statutory Auditors and Secretarial Auditors:

The Chairman to ascertain the presence of Directors, Statutory Auditors and Secretarial Auditors state as follows:

- i. *"The Directors of the Company, viz. Mr. Harishkumar Gupta, Ms. Anusha Kothandaraman, Mr. Mehulkumar Vasava, Mr. Nikhilesh Panchal and Mr. S. Nagarajan are present at the Meeting."*

Due to pre-occupation, Mr. Hemant Sikka, Mr. J. B. Patel and Mr. Manish Bharadwaj would be unable to attend the Meeting.

- ii. *"Mr. Amit Khot, Audit Manager of B. K. Khare & Co., Statutory Auditors of the Company is attending this Meeting."*

“Mr. Sushil Samdani, Partner of M/s. Samdani Shah & Kabra, Secretarial Auditors of the Company is attending this Meeting.”

IV) Notice of Annual General Meeting, Director’s Report and Auditor’s Report

“Let us now proceed with the formal business of the Meeting.

The Notice of the 42nd Annual General Meeting and the Explanatory Statement along with the copies of Audited Financial Statements for the Financial Year ended 31st March, 2021, together with the Directors’ and Auditors’ Reports were sent to the Members, Auditors, and all the Directors of the Company, through e-mail on their registered Email IDs on 1st July, 2021.”

“Members may please note that the Statutory Auditors have not made any qualifications, observations or comments in their Audit Report for the Financial Year ended 31st March, 2021.

May I request the Members to take the Notice of the Annual General Meeting, Director’s Report, Statutory Auditor’s report and Secretarial Auditor’s report as read?

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.”

(If this is not agreed to, Representative of Corporate Secretarial Department/Chairman will have to read out the Notice of AGM.)

V) Purpose of the Meeting

“This Annual General Meeting of the Members of the Company has been convened for the purpose of approving the Audited Financial Statements of the Company for the Financial Year ended 31st March, 2021 and the Reports of the Board of Directors and Auditors thereon, to appoint Mr. J. B. Patel and Mr. Harish Chavan who retires by rotation and being eligible, offers themselves for re-appointment, to appoint Mr. Manish Bharadwaj, Mr. Mehulkumar Vasava, Mr. Hemant Sikka and Ms. Anusha Kothandaraman as Directors of the Company, to re-appoint Mr. S. Nagarajan as an Independent Director of the Company and to approve revision in remuneration of Mr. Manish Arora, Manager 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?

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

ORDINARY BUSINESSES:

ITEM NO. 1.

To receive, consider and adopt the Audited Financial Statements of the Company for the Financial Year ended 31st March, 2021 including the Balance Sheet as at 31st March, 2021, the Statement of Profit and Loss for the year ended on that date and Reports of the Board of Directors and Auditors thereon

"I now move the resolution in respect of Item No. 1 of the Notice."

"I request one of the Member to propose the Resolution."

"I request another Member to second the Resolution."

"I now put the resolution to vote on show of hands."

"Those in favour may please raise their hands."

"Those not in favour may please raise their hands."

"I declare the Resolution as passed unanimously."

ITEM NO. 2

To appoint a Director in place of Mr. Jayeshkumar Bhikhabhai Patel (DIN: 07903253) who retires by rotation and being eligible, offers himself for re-appointment

"I now move the resolution in respect of Item No. 2 of the Notice."

"I request one of the Member to propose the Resolution."

"I request another Member to second the Resolution."

"I now put the resolution to vote on show of hands."

"Those in favour may please raise their hands."

"Those not in favour may please raise their hands."

"I declare the Resolution as passed unanimously."

ITEM NO. 3

To appoint a Director in place of Mr. Harish Chavan (DIN: 06890989) who retires by rotation and being eligible, offers himself for re-appointment

"I now move the resolution in respect of Item No. 3 of the Notice."

"I request one of the Member to propose the Resolution."

"I request another Member to second the Resolution."

"I now put the resolution to vote on show of hands."

"Those in favour may please raise their hands."

"Those not in favour may please raise their hands."

"I declare the Resolution as passed unanimously."

SPECIAL BUSINESSES:

ITEM NO. 4

Appointment of Mr. Manish Bharadwaj (DIN: 06630148) as a Director of the Company

"I now move the resolution in respect of Item No. 4 of the Notice."

"I request one of the Member to propose the Resolution."

"I request another Member to second the Resolution."

"I now put the resolution to vote on show of hands."

"Those in favour may please raise their hands."

"Those not in favour may please raise their hands."

"I declare the Resolution as passed unanimously."

ITEM NO. 5

Appointment of Mr. Mehulkumar Vasava (DIN: 08918906) as a Director of the Company

"I now move the resolution in respect of Item No. 5 of the Notice."

"I request one of the Member to propose the Resolution."

"I request another Member to second the Resolution."

"I now put the resolution to vote on show of hands."

"Those in favour may please raise their hands."

"Those not in favour may please raise their hands."

"I declare the Resolution as passed unanimously."

ITEM NO. 6

Appointment of Mr. Hemant Sikka (DIN: 00922281) as a Director of the Company

"I now move the resolution in respect of Item No. 6 of the Notice."

"I request one of the Member to propose the Resolution."

"I request another Member to second the Resolution."

"I now put the resolution to vote on show of hands."

"Those in favour may please raise their hands."

"Those not in favour may please raise their hands."

"I declare the Resolution as passed unanimously."

ITEM NO. 7

Appointment of Ms. Anusha Kothandaraman (DIN: 08679344) as a Director of the Company

"I now move the resolution in respect of Item No. 7 of the Notice."

"I request one of the Member to propose the Resolution."

"I request another Member to second the Resolution."

"I now put the resolution to vote on show of hands."

"Those in favour may please raise their hands."

"Those not in favour may please raise their hands."

"I declare the Resolution as passed unanimously."

ITEM NO. 8

Re-appointment of Mr. S. Nagarajan (DIN: 03060429) as an Independent Director of the Company

"I now move the resolution in respect of Item No. 8 of the Notice."

"I request one of the Member to propose the Special Resolution."

"I request another Member to second the Special Resolution."

"I now put the resolution to vote on show of hands."

"Those in favour may please raise their hands."

"Those not in favour may please raise their hands."

"I declare the Special Resolution as passed unanimously."

ITEM NO. 9

Approval for revision in remuneration of Mr. Manish Arora, Manager of the Company

"I now move the resolution in respect of Item No. 9 of the Notice."

"I request one of the Member to propose the Special Resolution."

"I request another Member to second the Special Resolution."

"I now put the resolution to vote on show of hands."

"Those in favour may please raise their hands."

"Those not in favour may please raise their hands."

"I declare the Special Resolution as passed unanimously."

VI) Vote of Thanks:

"I would like to thank all for attending the 42nd Annual General meeting of the Company."

"I now declare the proceedings of the 42nd Annual General Meeting of the Company as closed."

"Thank you Everyone."