

Transcript of Tenth Annual General Meeting of Reliance Sibur Elastomers Private Limited held on Friday, September 30, 2022 at 12:30 p.m. through Video Conferencing.

Mr. P K Kapil occupied the Chair and conducted the meeting.

Ladies and Gentlemen, Good Afternoon!

It is 12:30 p.m. and time to start the 10th Annual General Meeting (“Meeting”) of Reliance Sibur Elastomers Private Limited.

I welcome all of you to the Meeting.

The Ministry of Corporate Affairs (“MCA”), has vide its circulars issued from time to time permitted the holding of the Annual General Meeting through Video Conferencing (“VC”) / Other Audio Visual Means (“OAVM”) without the physical presence of the Members at a common venue. Accordingly, the Meeting is being held through video-conference.

The Company has taken all feasible steps to ensure that the Members of the Company are provided an opportunity to participate in the Annual General Meeting. The Company has provided adequate video-conferencing facility to its Members to participate in this Meeting and vote.

Members / Representatives attending this Meeting through Video Conferencing would be considered for the purpose of quorum under Section 103 of the Companies Act, 2013.

Seven Members, including two Members through corporate representation, holding 2,35,45,30,198 equity shares of the Company, are present.

Since the requisite quorum is present and therefore, I call the Meeting to order.

The requisite statutory registers, the Auditors’ Report and the Secretarial Audit Report of the Company for the year ended March 31, 2022 and other documents referred in the Notice convening this Meeting, are available and will remain accessible to the Members for inspection in electronic mode, if they so desire, till the conclusion of the Meeting.

The Company Secretary has confirmed that the Company has not received any query from the Members on the designated email address mentioned in the Notice calling the Meeting.

All the Directors of the Company are also present at the Meeting.

Mr. Vaibhav Jha, Chief Executive Officer, Mr. Pankaj Dadhich, Chief Financial Officer, Ms. Renuka Upadhyay, Company Secretary and representatives of the Statutory Auditors and Secretarial Auditor are also present at this Meeting.

Dear Members,

Notice dated August, 30, 2022 convening this Annual General Meeting, along with a copy of the Annual Report for the financial year ended March 31, 2022 has already been circulated to the Members of the Company electronically. With your permission, I shall take the same as read.

The Auditors' Report on the financial statements and the Secretarial Audit Report of the Company for the financial year ended March 31, 2022 do not contain any qualification, reservation, adverse remark or disclaimer. Accordingly, these Reports are not required to be read out, as provided in the Companies Act, 2013.

The Objective and Implication of each resolution is to ensure compliance with the provisions of the Companies Act, 2013 and Rules made thereunder.

I now move the resolution for item number 1 of the Notice:

ITEM NO. 1: Consideration and adoption of Audited Financial Statement and the reports of the Board of Directors and Auditors thereon for the financial year ended March 31, 2022, by way of an ordinary resolution:

May I request a Member to propose and another Member to second the same.

Proposed by : Mr. K. Sethuraman

Seconded by : Mr. Raj Mullick

Members may seek any clarification pertaining to this item of business.

Now I put the resolution to vote.

“Those in favor of the motion please state your name and raise your hand.”

“Those against the motion please state your name and raise your hand.”

Since there is no one against the motion the resolution was approved unanimously, and I declare the resolution passed unanimously.

I now move the resolution for item number 2 of the Notice.

ITEM NO. 2: Appointment of Mr. Sudhakar Saraswatula, who retires by rotation, as a Director of the Company, by way of an ordinary resolution:

May I request a Member to propose and another Member to second the same.



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Proposed by : Ms. Savithri Parekh

Seconded by : Mr. K. Sethuraman

Now I put the resolution to vote.

“Those in favor of the motion please state your name and raise your hand.”

“Those against the motion please state your name and raise your hand.”

Since there is no one against the motion the resolution was approved unanimously, and I declare the resolution passed unanimously.

Since I am interested in the next item, as it relates to my re-appointment as Director of the Company, I request Mr. Ajay Shah, Director, to chair the proceedings of this item.

Thank you Mr. Kapil. I now move the resolution for item number 3 of the Notice.

ITEM NO. 3: Appointment of Mr. Pawan Kumar Kapil, who retires by rotation, as a Director of the Company, by way of an ordinary resolution:

May I request a Member to propose and another Member to second the same.

Proposed by : Mr. Raj Mullick

Seconded by : Mr. Sudhakar Saraswatula

Now I put the resolution to vote.

“Those in favor of the motion please state your name and raise your hand.”

“Those against the motion please state your name and raise your hand.”

Since there is no one against the motion the resolution was approved unanimously, and I declare the resolution passed unanimously.

I request Mr. P. K. Kapil to resume the Chair and conduct the further proceedings of the meeting.

Thank you Mr. Ajay Shah

I now move the resolution for item number 4 of the Notice.



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ITEM NO. 4: Consideration and approving amendment in the Articles of Association of the Company, by way of special resolution:

May I request a Member to propose and another Member to second the same.

Proposed by : Mr. K. Sethuraman

Seconded by : Mr. Rohit Shah

Now I put the resolution to vote.

“Those in favor of the motion please state your name and raise your hand.”

“Those against the motion please state your name and raise your hand.”

Since there is no one against the motion the resolution was approved unanimously, and I declare the resolution passed unanimously.

I now move the resolution for item number 5 of the Notice.

ITEM NO. 5: Appointment of Mr. Dmitry Khrichenko, as a Whole-time Director of the Company, by way of special resolution:

May I request a Member to propose and another Member to second the same.

Proposed by : Mr. K. Sethuraman

Seconded by : Mr. Rohit Shah

Now I put the resolution to vote.

“Those in favor of the motion please state your name and raise your hand.”

“Those against the motion please state your name and raise your hand.”

Since there is no one against the motion the resolution was approved unanimously, and I declare the resolution passed unanimously.

We have completed all the five items of the notice.

On behalf of the Board, I would like to thank each and every Member for their active participation at the Meeting.

All the business placed before this Meeting having been concluded, I declare the Meeting closed.



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Thank you.

Mr. K. Sethuraman proposed vote of thanks to the Chair.

The Meeting concluded at 12:45 p.m.