



Harrisons Malayalam Limited

24/1624, Bristow Road, Willingdon Island, Cochin 682003

CIN: L01119KL1978PLC002947

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September 28, 2022

The Secretary National Stock Exchange of India Limited Exchange Plaza, Bandra- Kurla Complex Bandra (E), Mumbai, Maharashtra – 400051	The Secretary Bombay Stock Exchange Limited Corporate Relationship Department 1 st Floor, New Trading Ring, Rotunda Building P.J. Towers, Dalal Street, Fort, Mumbai Maharashtra – 400001
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Dear Sir/Madam,

Subject: Summary of Proceedings of 45th Annual General Meeting held on September 28, 2022 through Video Conferencing(VC)/ Other Audio Visual Means (OAVM) deemed held at its Registered Office 24/1624, Bristow Road, Willingdon Island, Cochin 682003

Pursuant to Regulation 30 read with Schedule III of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we hereby submit the proceedings of the 45th Annual General Meeting of M/s. Harrisons Malayalam Limited (“the Company”) held on Wednesday, September 28, 2022 at 12.00 Noon (1ST) through Video Conference (VC) or Other Audio-Visual Means (OAVM) as given herein under:

The following Directors were present in the 45th Annual General Meeting through Video Conference (VC) or Other Audio-Visual Means (OAVM) from their respective locations:

1. Mr. Golam Momen, Independent Director and Chairman of Stakeholders Relationship Committee
2. Mr. C. Vinayaraghavan, Independent Director
3. Mr. Venkitraman Anand, Whole-time Director
4. Mr. Cherian M George, Whole-time Director

5. Mr. Rajat Bhargava, Non-Executive Non-Independent Director
6. Mr. P. Rajagopalan, Independent Director
7. Ms. Rusha Mitra, Independent Director and Chairperson of Audit Committee and Nomination & Remuneration Committee

In attendance:

1. Mr. Binu Thomas, Company Secretary
2. Mr. Ravi A, CFO

A total of 45 members have attended the meeting through the video conferencing / other audio-visual means.

Ms. Rusha Mitra, Board appointed Chairperson chaired the 45th AGM. After ascertaining the presence of requisite quorum, she called the meeting to order.

The Chairperson informed the members that in view of COVID-19 pandemic, and in accordance with the Ministry of Corporate Affairs (MCA) and SEBI Circulars, we are holding this AGM through Video Conferencing facility. She welcomed all the shareholders, Directors, Statutory Auditors, Secretarial Auditor and the Scrutinizer to the 45th Annual General Meeting of the Company. She further requested Mr.Binu Thomas, Company Secretary to brief the members regarding the statutory procedures pertaining to AGM.

Thereafter Mr.Binu Thomas Company Secretary mentioned the names of Directors who were participating in the AGM through Video Conferencing facility. He further informed that Mr.Krishnakumar Ananthasivan, Partner, Walker Chandiok & Co. LLP, Statutory Auditor and Mr.P Sivakumar, Partner - SEP Associates, Secretarial Auditor were also present at the Meeting through Video Conferencing facility from their respective locations.

He further briefed the members about the instructions relevant for participating in the meeting through Video Conferencing facility. He further informed the members that, the Company had provided its members the facility to exercise their rights to vote at the Forty Fifth Annual General Meeting by electronic means through the e-voting facilities provided by Central Depository Services (India) Limited (CDSL). The remote e-voting period commenced on Sunday, September 25, 2022, 09:00 AM and concluded on Tuesday, September 27, 2022, 5:00 PM. The e-voting module was disabled by CDSL for voting thereafter. Members, who were attending the AGM and who have not cast their votes by Remote E-voting means, were provided with the option to cast their vote through E-voting during the AGM on all the Resolutions as set

out in the Notice of AGM. He informed that, Members who have not cast their vote through Remote e-voting may cast their vote as the e-voting platform would remain open for 30 minutes after the conclusion of the proceedings of this AGM.

He then informed the members that Mr. M. D. Selvaraj, FCS, Proprietor, MDS & Associates, Company Secretaries, Coimbatore, has been appointed as the scrutinizer for the Annual General Meeting to conduct the remote e-voting and also the e-voting process during AGM in a fair and transparent manner and for ascertaining the requisite majority.

He then requested Ms. Rusha Mitra, Chairperson of the meeting, to take over the proceedings.

Ms. Rusha Mitra then informed the members that since the notice of the 45th AGM along with the Annual Report comprising of audited standalone and consolidated financial statements and the Directors report for the year ended 31.03.2022 has already been circulated to all the members, the same be taken as read. Further, as there are no qualifications or comments or remarks in the Statutory Auditors Report and the Secretarial Auditor's Report for the financial year ended 31st March, 2022, the same be taken as read.

She then briefed the members about the performance of the Company.

She further read out the following items as contained in the notice for consideration.

ORDINARY BUSINESS:

1. Adoption of the Audited Financial Statements of the Company for the financial year ended March 31, 2022 along with the Audited Consolidated Financial Statements for the financial year ended March 31, 2022 together with the Reports of the Board of Directors and the Auditors thereon **(Ordinary Resolution)**
2. Re-appointment of Mr. Cherian Manamal George (DIN 07916123) as a Director of the Company, who retires by rotation **(Ordinary Resolution)**

SPECIAL BUSINESS:

3. To re-appoint Statutory Auditors of the Company to hold office from the conclusion of this Annual General Meeting for a second term of five consecutive years until the conclusion of the Fiftieth (50th) Annual General Meeting and to fix their remuneration (Ordinary resolution)

4. To appoint Mr. Rajat Bhargava (DIN:07752438) as Director of the company, who was appointed as an Additional (Non Executive Non Independent) Director of the Company by the Board with effect from August 6, 2022 **(Ordinary Resolution)**
5. Appointment of Mr. Vinayaraghavan Corattiyil (DIN:08402204) as an Independent Director of the Company for a period of five years with effect from August 06, 2022 **(Special Resolution)**
6. Ratification of the remuneration of M/s. Shome & Banerjee, Cost Accountants, (Firm Registration No 000001), Cost Auditors for the financial year ending on March 31, 2023 **(Ordinary Resolution)**

The Chairperson, after transacting all agenda items, had requested the moderator to invite the 7 registered speaker shareholders to raise their queries / express their views. Accordingly, the moderator invited the speaker shareholders to raise their queries / express their views and the same were suitably answered by Mr. Cherian M George, Whole Time Director, as authorized by the Chairperson. Further, the moderator informed that no queries were received in chat box.

The Chairperson then informed the Members that the voting results would be declared after considering Scrutinizer's Report on remote e-voting and e-voting by the members present in the AGM within 48 hours from the conclusion of the meeting. She also informed that the results along with the Scrutinizer's Report would be placed on the website of the Company, on the website of CDSL and will be submitted to the Stock Exchanges (NSE and BSE) where the shares of the Company are listed, within the stipulated time.

The Chairperson then thanked all the members, Directors, Auditors and Scrutinizer for attending the 45th Annual General Meeting.

The 45th AGM was concluded at 1.00 PM (IST).

This is for your information and records.

Thanking You,
For HARRISONS MALAYALAM LIMITED

BINU THOMAS
Company Secretary