

TRANSCRIPT
OF THE PROCEEDINGS OF THE
EXTRAORDINARY GENERAL MEETING
OF THE MEMBERS OF
GODREJ CONSOVEYO LOGISTICS AUTOMATION
LIMITED
HELD ON
FRIDAY, 27TH NOVEMBER, 2020
AT 12:45 P.M.
THROUGH THE MEDIUM OF
VIDEO CONFERENCING
VIA
MICROSOFT TEAMS

MS. SUNEETA MANE SAID:

“Good Afternoon all joining from India and Good Morning all joining from Germany.”

“Due to outbreak of the Covid-19 pandemic, the Ministry of Corporate Affairs (“MCA”) permitted the holding of the Extra Ordinary General Meeting (“EOGM”) through Video Conferencing (VC), without the physical presence of the Members. In compliance with the provisions of the Companies Act, 2013 and MCA Circulars, the Extra Ordinary General Meeting of the Company has been called through Video Conferencing.”

Firstly, let me ask if am audible, please inform if anyone gets their connection interrupted during the meeting so I can repeat the missed part.

ALL MEMBERS SAID:

“Yes. You are audible.”

MS. SUNEETA MANE SAID:

“Members and Directors Participating as follows:

1. Mr. A.G. Verma, Chairman of the Company;
2. Mr. P. K. Gandhi, and Mr. A.M Visvanathan, Members and Directors;
3. Mr. Dirk Hejnal, Mr. Pieter Feenstra and Mr. Oliver Aberle, Directors;
4. Mr. Bhavesh Khandhar and Mr. Antonio Conde are representing Godrej & Boyce Mfg. Co. Ltd. and Koerber Supply Chain PT S.A. (Formerly Consoveyo S.A), Corporate Shareholders respectively; and
5. Mr. Pirooz Movdawala, Member.

Committees of Board are represented by:

Mr. A. G. Verma, Chairman Corporate Social Responsibility Committee;
Mr. P. K. Gandhi, Chairman Audit Committee;
Mr. A. M. Visvanathan, Chairman, Nomination and Remuneration Committee.”

“Since item require the approval of Members by Show of hands, I request all the participants to keep their Video mode on.”

“Consent of Shareholders (to the extend of 100%) was received by the Company for sending the Notice of the Extraordinary General Meeting less than 21 days before the date of the Meeting, pursuant to sub-clause (a) of clause (ii) of the first proviso to Section 101(1) of the Companies Act, 2013.”

“Consents of Shareholders (to the extent of 100%) was received for the alteration of the Memorandum of Association and Articles of Association of the Company.”

“6 Members holding 15,30,611 shares including representatives of Corporate Shareholders, representing 100% of Paid up share capital are participating through Video Conferencing,”

“The requisite quorum is present, I request permission of Chairman sir to commence the proceedings of the Meeting:”

MR. A.G. VERMA SAID:

“I request, Suneeta Mane, Company Secretary to commence the proceedings of the Meeting.”

MS. SUNEETA MANE SAID:

“The Notice of the Extra Ordinary General Meeting alongwith the Explanatory Statement is being displayed on my screen.

“May I request the shareholders to take the Notice of the Extra Ordinary General Meeting as read.”

MR. A.G. VERMA ANSWERED:

“Ms. Mane, since we have read the Notice, we request you to call out only the Agenda Item and the subject matter of the Resolution of the Notice to be taken up for Members’ approval.

MS. SUNEETA MANE SAID:

“I will now proceed to take up the Special Business mentioned in the Notice of this Extraordinary General Meeting.”

Change in name of the Company from ‘GODREJ CONSOVEYO LOGISTICS AUTOMATION LIMITED’ to ‘GODREJ KOERBER SUPPLY CHAIN LIMITED’ and the alteration of the Memorandum and Articles of Association of the Company.

MR. ANTONIO CONDE SAID:

“I propose Resolution”

MR. BHAVESH KHANDHAR SAID:

“I second the Resolution.”

MS. SUNEETA MANE SAID:

“I will now proceed to put the motion to vote. Those in favour are requested to raise their hands. Those against to raise their hands.”

Those in favour (ALL)

Those against (NONE)

“I declare the Resolution carried unanimously.”

“I request Mr. Visvanathan to Propose Vote of Thanks to Chairman.”

MR. A.M VISVANATHAN SAID:

“I thank the Chairman, Mr. A.G. Verma for conducting the Extraordinary General Meeting.”

MS. SUNEETA MANE SAID:

“I would like to thank all the Members and Directors for attending the Extra Ordinary General meeting.”

“I now declare the proceedings of the Extra Ordinary General Meeting of the Company as concluded.”

“Thank you Everyone.”