

DE NORA INDIA LIMITED -Transcripts of 31st AGM

Day, Date and time: Wednesday, 23rd September 2020 at 11.00 AM

Mr. Satish Dhume	<p>Good morning everybody. I extend a warm welcome to you all to the 31st Annual General Meeting of your Company De Nora India Limited. In view of the outbreak of Covid-19 pandemic and social distancing norms to be followed, this meeting is being held through video conference in accordance with the circulars issued by the Ministry of Corporate Affairs and SEBI. I now introduce my self. I am Satish Dhume, Independent Director and Chairman of the Company. I am also the Chair of Audit committee of the Company; I am joining this AGM from the registered office of the Company.</p> <p>The joining in to this meeting opened 15 minutes before the scheduled time of the commencement of the meeting, which is 11: 00 am and it will remain open for another 15 minutes from this scheduled time. The requisite quorum being present, I declare this meeting as open.</p> <p>Before we start the main proceedings of the meeting, I request my colleagues on the Board and other Key Managerial Personnel on the video conference to introduce themselves, after I call out the names. Mr. Vinay Chopra.</p>
Mr. Vinay Chopra	<p>Good morning everybody. I am Vinay Chopra, Managing director of the De Nora India Limited. I am joining this AGM from the registered office of the Company at Kundaim– Goa.Thank you.</p>
Mr. Satish Dhume	<p>Ms.Sarita D'Souza.... Ms. Sarita D'Souza..... Ms. Sarita D'Souza.....</p>
Ms.Sarita D'Souza	<p><i>Good morning everybody. I am Sarita D'Souza, an independent director on the board. I am the Chair of Stakeholders relationship committee and Nomination and Remuneration committee of the Company. I am joining this AGM from my residence in Goa. Thank you.*</i></p>
Mr. Satish Dhume	<p>Ms.Supriya Banerji</p>
Ms.Supriya Banerji	<p>Good morning everyone. This is Supriya Banerji, an independent Director on the Board. I am the Chair of CSR Committee of the Company and I am attending this AGM from my residence in Margao-Goa. Thank you.</p>
Mr. Satish Dhume	<p>Mr. Robert Scannell</p>

**Ms.Sarita D'souza introduced herself, but due technical issues, it was not audible to participants in the AGM.*

Mr. Robert Scannell	Good morning everybody. I am Robert Scannell, Non executive Director on the Board. I am joining this AGM from Germany. Thank you.
Mr. Satish Dhume	Mr. Francesco L'Abbate
Mr. Francesco L'Abbate	Good morning everybody. I am Mr. Francesco L'Abbate, Non executive Director/on the Board. I am joining this AGM from Germany. Thank you.
Mr. Satish Dhume	Mr. Deepak Nagvekar
Mr. Deepak Nagvekar	Good morning everybody. I am Deepak Nagvekar, Chief Financial officer of the Company. I am joining this AGM from the registered office of the Company in Kundaim, Goa
Mr. Satish Dhume	Mr. Shrikant Pai
Mr. Shrikant Pai	Good morning everyone. I am Shrikant Pai, Company Secretary and I am joining this 31 st Annual General Meeting from registered office of the Company in Kundaim-Goa. Thank you.
Mr. Satish Dhume	<p>Thank you every one. Apart from them, we also have Mr. Darryl Frank as representative of the Statutory Auditors firm, MSKA & Associates and Mr. Sadashiv Shet, Practicing Company Secretary who is the Secretarial Auditor of the Company and also the Scrutinizers of the e-voting process for this AGM. We also have joining us the authorised representative on behalf of the holding Company ORONZIO DE NORA INTERNATIONAL B. V.</p> <p>I now request Shrikant Pai, Company Secretary, to provide general instructions to the members regarding participation in this meeting.</p>
Shrikant Pai	Thank you Mr. Chairman. Good morning everyone. Members may note that this 31 st Annual General Meeting of the Company is being held through video conference or other audio-visual means in accordance with the Companies Act 2013 and relevant circulars issued by the Ministry of Corporate Affairs and SEBI. The registered office of the Company situated at Kundaim, Goa shall be deemed as the venue for this Annual General Meeting and proceedings of the Annual General Meeting shall be deemed to be made at the registered office of the Company. Facility for joining this meeting through video conference or other audio-visual means is made available for the members on a first-come-first-served basis. The Company has made all efforts feasible under the current circumstances to enable the members to participate at the meeting through the video conferencing facility and vote electronically. Members are requested to refer to the instructions provided in the notice for a smooth and seamless participation through video conference.

The Register of Directors and Key Managerial Personnel and their shareholding, the Register of Contracts and Arrangements in which Directors are interested, has been made available electronically for the inspection by the members during the AGM. Members seeking to inspect such documents can send their requests to Email ID dni.secretarial@denora.com.

As this AGM is being held through video conference, the facility for appointment of proxies by the members was not applicable and hence the proxy register is not made available for inspection.

The Company has received requests from a few members to register them as speakers at the meeting. Accordingly, the floor will be opened to these members to ask questions or express their views. The moderator will facilitate this session once it is instructed to open the floor for speakers. It may be noted that the Company reserves the right to limit the number of speakers depending on the availability of time at the AGM. We had also requested the members to send their queries in advance, in the AGM Notice. In this Video Conference meeting, we shall be responding to those queries which have already been received by us depending upon the availability of time.

The Company has engaged the services of Central Depository Services (India) Limited for facilitating the e-voting in compliance with the provisions of Section 108 of the Companies Act, 2013 read with rule 20 of the Companies (Management and Administration) Rules, 2014 and Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

The Company had provided the facility to cast the votes electronically to all the persons who were members as on the cut-off date i.e. 16th September 2020 on all resolutions set forth in the Notice. The remote e-voting commenced on 20th September 2020 at 9.00 am and closed on 22nd September 2020 at 5.00 pm. Members who have not cast their votes yet electronically and who are participating in this meeting will have an opportunity to cast their votes during the meeting through the e-voting system provided by CDSL through which you are joining this meeting. The e-voting platform is open now for voting and will close after 15 minutes from the time of closure of this meeting.

Mr. Sadashiv Shet, Practicing Company Secretary has been appointed by the Board as the scrutinizer for scrutinizing the e-voting. The results of the e-voting will be declared within 48 hours of conclusion of meeting after considering the e-voting done today by members participating in this AGM and also the remote e-voting already done by the members.

The results of e-voting along with scrutinizer report shall also be submitted to the stock exchanges, i.e. NSE and BSE and will also be placed on the website of the Company. As the meeting is convened

