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ISO 14001:2015 & ISO 45001 : 2018

CIN No : L32109MH1995PLC091107

September 11, 2023

To,
The Manager - CRD
BSE Limited,
Phiroze Jeejeebhoy Towers,
Dalal Street,
Fort, Mumbai - 400001.
Scrip Code: 537259

Dear Sir/Madam,

Sub: Summary of Proceedings and Outcome of the 28th Annual General Meeting ('AGM') of Suyog Telematics Limited ('the Company')

Ref: Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('Listing Regulations')

Pursuant to the provisions of Regulation 30, Part A of Schedule - III of the Listing Regulations, 2015, please find enclosed herewith a summary of the Proceedings of the 28th AGM of the Company, as **Annexure A**, held on today i.e. Monday, September 11, 2023, at 11:30 A.M. through Video Conferencing (VC) / Other Audio Visual Means (OVAM) in accordance with the provisions of the Companies Act, 2013 (as amended) and rules made thereunder, Listing Regulations, Circulars issued by the Ministry of Corporate Affairs and Securities and Exchange Board of India.

The Company facilitated a live webcast of the proceedings of the meeting. The archive of the webcast of the 28th AGM is made available at the company's website: www.suyogtelematics.co.in/shareholder-communication.

Post receipt of the Scrutinizers Report, on remote e-voting as well as during and post the AGM e-voting on the above resolutions, it will be declared and the same will be communicated to the Stock Exchange in due course as per Regulation 44 of Listing Regulations. The results along with the Scrutinizers Report will also be placed on the notice board of the Registered



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Office of the Company, on the website of the Company at www.suyogtelematics.co.in and on the website of the Stock Exchange i.e. BSE Limited at www.bseindia.com.

The AGM concluded at 12:45 p.m. (IST).

Kindly take the same on record.

Thanking You,

Yours Faithfully,

For **Suyog Telematics Limited**

Aarti Shukla

Company Secretary & Compliance Officer

Encl.: As Above

Annexure A

Summary of Proceedings of the 28th Annual General Meeting ('AGM/Meeting')

The 28th Annual General Meeting ("AGM") of the members of Suyog Telematics Limited ("the Company") was held on Monday, September 11, 2023 at 11:30 A.M. (IST) through Video Conferencing ("VC") / Other Audio-Visual Means ("OAVM") in compliance with the applicable provisions of the Companies Act, 2013, General Circular No. 20/2020 dated May 5, 2020, General Circular No. 02/2021 dated January 13, 2021, General Circular No. 21/2021 dated December 14, 2021 and General Circular dated May 5, 2022 issued by the Ministry of Corporate Affairs ("MCA") and Circulars dated May 12, 2020, January 15, 2021 and May 13, 2022 issued by the Securities and Exchange Board of India ("SEBI").

The following Directors were present:-

| Sr. No. | Name | Designation | Attended through VC/OAVM from |
|---------|------------------------|------------------------------|-------------------------------|
| 1 | Mr. Shivshankar Lature | Chairman & Managing Director | Mumbai |
| 2 | Mr. Vivek Lature | Whole time Director | Mumbai |
| 3 | Ms. Subhashita Lature | Whole time Director | London |
| 4 | Mrs. Suchitra Lature | Non-Executive Director | Mumbai |
| 5 | Mr. Anand Kode | Independent Director | Mumbai |
| 6 | Mrs. Leena Govekar | Independent Director | Mumbai |
| 7 | Mr. Sanjay Sarda | Independent Director | Mumbai |
| 8 | Mr. Udaya Panda | Independent Director | Bhubaneswar |

In attendance:

| Sr. No | Name | Designation | Attended through VC/OAVM from |
|--------|-------------------|--|-------------------------------|
| 1 | Ms. Aarti Shukla | Company Secretary & Compliance Officer | Mumbai |
| 2 | Mr. Ajay Sharma | Chief Financial Officer | Mumbai |
| 3 | Mr. Tushar Shah | Business Head | Mumbai |
| 4 | Mr. Mahesh Rajure | Business Head | Mumbai |

| | | | |
|----|-----------------------|---|--------|
| 5 | Mr. Gautam Jain | SPML & Associates, Chartered Accountants, Statutory Auditor | Mumbai |
| 6 | Ms. Amruta Giradkar | Secretarial Auditor & Scrutinizer | Mumbai |
| 7 | M/s. DBS & Associates | Internal Auditor | Mumbai |
| 8 | Mr. Avnesh Jain | Avnesh Jain & Associates, Cost Auditor | Mumbai |
| 9. | Mr. Pawan Gattani | Consultant | Mumbai |

Members present: 41 Members attended through Video conferencing.

In terms of the Articles of Association, Mr. Shivshankar Lature, Chairman took the Chair. He welcomed the members and after ascertaining that the requisite quorum was present, conducted the proceedings. He introduced the members of the Board and other officials present at the meeting and delivered his speech followed by a presentation by Mr. Tushar Shah, Business Head and speech by Mrs. Leena Govekar, Independent Director of the Company. The Chairman informed that the Company had provided members the facility to cast their vote electronically, on all resolutions set forth in the Notice. It was further informed that there would be no voting by show of hands. The Chairman thereafter requested the Company Secretary to brief the members regarding the regulatory matters and general instructions pertaining to the Annual General Meeting.

Ms. Aarti Shukla, Company Secretary & Compliance Officer welcomed the members of the Company and briefed that in compliance with the Circulars issued by the Ministry of Corporate Affairs (MCA) and Securities and Exchange Board of India (SEBI), the meeting is being held through VC/OAVM using NSDL's Zoom platform. It was also informed that the Memorandum & Articles of Association, Secretarial Audit report issued by Secretarial Auditor, Statutory Registers as required to be kept under the Companies Act, 2013 are open for inspection. She further informed that the process to participate at the meeting and joining Q&A session by the speaker shareholders and informed that live streaming of the AGM is also being webcast on the NSDL website.

Ms. Aarti Shukla, Company Secretary & Compliance Officer briefed that Notice calling the AGM, Board's Report and Financial Statement along with Auditor's report for the FY 2022-23 be taken as read.

The Chairman informed that remote e-voting arrangements had been made and the resolutions put to vote are as under:-

Ordinary Businesses:

1. Adoption of the Annual Audited Financial Statement and Reports thereon

To receive, consider and adopt the Audited Financial Statements for the financial year ended March 31, 2023 together with the Reports of the Board of Directors and the Auditors thereon.

2. Declaration of Dividend

To declare a dividend on equity shares. The Board of Directors has recommended a dividend of ₹0.50/- (5%) per equity share of ₹10/- each.

3. Appointment of a Director in place of one retiring by rotation

To re-appoint Mr. Vivek Lature, Director of the Company (DIN: 02274098), who retires by rotation and being eligible offers himself for re-appointment.

Special Businesses:

4. Ratification of Cost Auditor's Remuneration

5. Approval of Remuneration of Mrs. Suchitra Lature (DIN: 07440192), Non-Executive Director of the Company.

6. Pledge, mortgage, hypothecate and/or charge all or any part of the moveable or immovable properties of the Company pursuant to Section 180 (1)(a) of the Companies Act, 2013.

7. Alteration in the Incidental or Ancillary Object Clause of the Memorandum of Association of the Company.

8. Issue of 10,55,000 Fully Convertible Equity Warrants by way of Preferential Issue on Private Placement basis to the Promoters (“Preferential Issue”).

Chairman informed that Ms. Amruta Giradkar, of M/s. Amruta Giradkar & Associates, Practicing Company Secretaries, has been appointed as the Scrutinizer to scrutinize the remote e-voting process and voting through e-voting system at the AGM in a fair and transparent manner.



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Chairman thereafter invited registered speaker members who wish to seek clarifications on the financial statements and the proposed resolutions and answered to their queries/questions.

Request you to take the same on record

Thanking You,

Yours Faithfully,

For **Suyog Telematics Limited**

Aarti Shukla

Company Secretary & Compliance Officer