



# Riba Textiles Limited

(GOVT. RECOGNISED EXPORT HOUSE)  
REGD. OFFICE: DD-14, NEHRU ENCLAVE,  
OPP. KALKAJI POST OFFICE, NEW DELHI-110019)  
TELEPHONE : (011) 26236986  
FAX : (011) 26465227  
CIN No : L18101DL1989PLC034528

Date: 30.09.2022

To  
Corporate Relation Department  
**BSE Limited**  
Phiroze Jeejeebhoy Towers,  
Dalal Street Mumbai -400001

**Scrip Code: 531952/Equity**

Dear Sir,

**Sub: Summary of the Proceedings of the 34<sup>th</sup> Annual General Meeting.**

Dear Sir / Madam,

Pursuant to Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with Para A of Part A of Schedule III of said Regulations, please find enclosed summary of the proceedings of the 34<sup>th</sup> Annual General Meeting (AGM) of the Company held on 30<sup>th</sup> September, 2022 through Video Conferencing (VC) / Other Audio-Visual Means (OAVM) without the physical presence of the members at a common venue.

Kindly take the same on your records.

Thanking You,

Yours Faithfully,  
For **Riba Textiles Limited**

(Neha Dubey)  
Company Secretary & Compliance Officer

Encl: As above



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## Summary of Proceedings of 34<sup>th</sup> Annual General Meeting of Riba Textiles Limited

**Day & Date:** Friday and 30<sup>th</sup> September, 2022

**Mode:** Through Video Conferencing (VC)/other audio-visual means (“OAVM”)

**Deemed Venue:** DD-14, Nehru enclave, Opp. Kalkaji Post office, New Delhi-110019(INDIA).

**Time:** 10:00 a.m. **Concluded:** 10:53 a.m. (including 15 minutes for E-voting after AGM)

**Following Persons were Present and participated through VC/OAVM**

### Directors:

|                         |   |   |
|-------------------------|---|---|
| Mr. Amit Garg           | : | Managing Director   |
| Mr. Nitin Garg          | : | Whole Time Director   |
| Mr. Navnish Mittal      | : | Independent Director and Chairman of Audit Committee, Nomination & remuneration Committee and Stakeholders relationship Committee |
| Mr. Randhir Singh       | : | Independent Director  |
| Mr. SS Miglani          | : | Independent Director  |
| Mr. Parveen Kumar Goyal | : | Additional Director   |

### In attendance

Mr. Ashwani K. Sindwani - Partner of Ashwani K Sindwani & Co, Chartered Accountants, Statutory Auditors  
Mr. Rajesh K. Jha - Practicing Company Secretary, Secretarial Auditor  
Mr. Rajnish Mittal - C.F.O.  
Mr. Vishal Gupta - proprietor of M/s Vishal Gupta & Associates, Practicing Company Secretary, scrutinizer for e-voting.  
Ms. Neha Dubey - Company Secretary & Compliance Officer

### Members:

Through Video Conferencing - 130

Through Proxy: Facility to appoint proxy was dispensed with as this Meeting was held through VC

**Chairperson of this Meeting:** Mr. Amit Garg, Managing Director

Ms. Neha Dubey, Company Secretary and Compliance Officer commenced the meeting by welcoming the Directors, Shareholders and other invitees who joined the EGM through VC/OAVM. Due to pre-occupation, Mrs. Asha Garg, Chairperson of Board was unable to join the 34<sup>th</sup> Annual General Meeting. She briefed the shareholders about certain important points regarding video conferencing, she introduced the directors on the Board and Auditors of the Company who were present at the meeting through VC/OAVM from their respective locations.

Thereafter, Directors proposed the name of Mr. Amit Garg to chair the meeting, with the consent of All Directors Present, she requested the Mr. Amit Garg, Managing Director to chair the meeting. Thereafter Chairman welcomed all the Shareholders, Directors and other invitees at the AGM. He informed the members that in view of the massive outbreak of the COVID19 pandemic, social distancing is a norm to be followed, and therefore, this AGM is being convened today through VC/OAVM in compliance with the provisions of Companies Act, 2013 read with circulars issued by the MCA and SEBI.

Upon confirmation of quorum, the Chairman called the meeting to order.

The Chairman delivered his formal speech and thanked the Shareholders, directors and invitees for their active participation in the meeting.

The Chairman informed the Members that the meeting is being held through video conferencing in accordance with the circulars and guidelines issued by MCA and SEBI.

The Chairman informed the members that all the necessary arrangement have been made by the Company to enable the members to participate and vote on the items being considered in the AGM, with the consent of shareholders, the Notice of AGM explanatory statement annexed thereto and applicable statutory documents etc., were taken as read

The Company Secretary then informed the members about the proposed resolutions and with the permission of the Chairman, opened the 'Questions & Answers' (Q&As) floor for the members who had registered themselves as 'speaker' to ask questions or express their views.

The Company Secretary further informed the members that the Company had provided the remote e-voting facility to the members (which started at 10:00 am on 27th, September, 2022 and ended at 5:00 pm on 29th September, 2022) to cast their votes on the resolution set forth in the AGM Notice. Members who were participating in the meeting and had not cast their votes through remote e-voting, were provided an opportunity to cast their votes through e-voting at the meeting.

The members were informed that pursuant to the provisions of Companies Act, 2013 and the SEBI Listing Regulations, the Company had provided the members the facility to cast vote electronically on all the 5 (Five) resolutions as set out in the notice of EGM.

Members who were present at the 34<sup>th</sup> Annual General Meeting and had not cast their votes electronically through remote voting were provided an opportunity to cast their votes by e-voting during the meeting.

Thereafter, the following items forming part of the Notice for the said Meeting, were considered by the Members: -

|                             |  |
|-----------------------------|--|
| Resolution: 1<br>(Ordinary) | To receive, consider and adopt the Audited Standalone Financial Statements of the Company for the Financial Year ended March 31, 2022, together with the Reports of the Auditors and Board of Directors thereon. |
| Resolution: 2<br>(Ordinary) | To appoint a Director in place of Mr. Amit Garg (DIN: 00202171), who retires by rotation as per section 152(6) of Companies Act 2013 and being eligible, offers himself for re-appointment.                      |
| Resolution: 3<br>(Ordinary) | To re-appoint M/s. Ashwani K Sindwani and Co. (FRN: 021529N), Chartered Accountants, as Statutory Auditors of the company and to fix their remuneration.   |
| Resolution: 4<br>(Special)  | To approve the appointment Mr. Parveen Kumar Goyal (DIN: 09727178) as an Independent Director of the Company for a term of five years.   |
| Resolution: 5<br>(Special)  | Revision in terms of remuneration of Mr. Amit Garg (DIN: 00202171), Managing Director of the Company.  |

The members were informed regarding the appointment of Mr. Vishal Gupta, Company Secretary in Practice & Proprietor of M/s Vishal Gupta & Associates as the Scrutinizer for scrutinizing the remote e-voting and e-voting at the AGM.

Then Company Secretary invited the Members to express their views, ask questions and seek clarifications on the operations and financial performance of the Company and the resolutions proposed. After giving sufficient time to the Members who wished to speak.

The members were informed that results of e-voting will be declared on or before 48 hours after considering the E-voting done today by members participating in this AGM and also the remote e-voting already done by certain members and the result declared along with the Scrutinizer's Report shall be placed on the Company's website [www.ribatextiles.com](http://www.ribatextiles.com) and on the website of CDSL [www.evotingindia.com](http://www.evotingindia.com) immediately.

There after Chairman Proposed vote of thanks to everyone participated in the meeting and declared the meeting closed.

The e-voting facility was kept open for further 15 minutes to enable the Members to cast their votes.

**Voting** In terms of the applicable provisions of the Companies Act, 2013 read with the Rules made thereunder and the SEBI Listing Regulations, the Company had provided an e-voting facility to the Members as on the cut-off date i.e. Friday, September 23, 2022.

The Company engaged the services of CDSL to provide the electronic voting facility to the Members of the Company for 'Remote e-voting' & 'E-voting at the Meeting' on its website i.e. <https://www.evotingindia.com/>.

**Remote e-voting:** a) commenced on: Tuesday, September 27, 2022, at 10 a.m.  
b) Ended on: Thursday, September 29, 2022 at 5 p.m.

**Results** Shall be submitted separately, in due course.

The same is also available on the website of the Company i.e. [www.ribatextiles.com](http://www.ribatextiles.com).

For Riba Textiles Limited

**Neha Dubey**  
(Company Secretary & Compliance Officer)