



JUMBO BAG LIMITED

TRANSCRIPT OF 01ST /2021-22 EXTRAORDINARY GENERAL MEETING – 22ND September, 2021 - 10.30 A.M

❖ **Welcome Speech by the Chairman**

A very good morning to all of you.

On behalf of Jumbo Bag Limited, I am delighted to welcome you all to the 01ST Extraordinary General Meeting of your Company for the year 2021-22. This meeting is conducted through video conferencing as per the directions as issued by the Ministry of Corporate Affairs and Security and Exchange Board of India. We thank you for joining us today.

❖ **Chairman:** Since the required quorum being present to conduct the Extraordinary General Meeting, I now declare the meeting in order.

❖ **Introduction of Directors by the Chairman**

Before I take up the agenda for this meeting today, I would like to introduce my colleagues who have also joined through webcast from chennai:

- Shri G. S. Anilkumar, Managing Director.
- Shri G.P.N. Gupta, Whole-Time Director and CFO.
- Shri G. S. Rajasekar, Additional Director and Chairperson of Stakeholder Relationship and share transfer Committee.
- Smt. S. Subhashini, Independent Director and Chairperson of NRC Committee.
- Shri Rajendra Kumar P – Independent Director.
- Shri Kashiraman Balakrishnan - Company Secretary.
- The representatives of Statutory Auditor M/s J.V. Ramanujam & Co and Secretarial Auditor M/s Lakshmi Subramanian & Associates are also present with us.

❖ **Chairman:** We have 43 members present through video conferencing to conduct the proceedings of this meeting. Since there is no requirement physical presence of members proxy is not applicable for the meeting. The Register of Directors' Shareholdings, Register of Key Managerial Personnel and Register of Contracts or Arrangements in which directors are interested as per the Companies Act, 2013 are available for inspection at the website of the company.

❖ **The Chairman's Speech**

Esteemed Shareholders, my colleagues on the Board, distinguished ladies and gentlemen, it is with great pleasure that I welcome you all to the 01st/2021-22 Extraordinary Meeting of your Company. We thank you all for joining us today through video conferencing. Considering the present Covid -19 pandemic, the Ministry of Corporate Affairs and Security and Exchange Board of India, through its circular has permitted the holding of the Extraordinary General Meeting through Video Conference/ Other Audit Visual Means without the physical presence of the Members at a common venue. Accordingly, the meeting is being held through video-conference.

The Company has taken all feasible steps to ensure that the members of the Company are provided an opportunity to participate in the Extraordinary General Meeting and also vote. The Company has provided adequate Video Conferencing facility to the members to participate in this Meeting and also vote.

❖ **Chairman:** We now come to the formal proceedings of the meeting. Before we proceed, I am pleased to bring to your notice that as required under Section 108 of the Companies Act, 2013, Secretarial Standards and the Listing Obligations, the Company extended e-voting facility through Central Depository Services (India) Limited (CDSL) to the Members of the Company (who were holding shares as on cut-off date 15th September, 2021) in respect of the businesses to be transacted at the Extraordinary General Meeting. The e-voting period commenced at 9:00 A.M. on Sunday, 19th September, 2021 and ended at 5:00 P.M. on Tuesday, 21st September, 2021. Members who have not voted during the above e-voting period can cast their vote in the course of the meeting through e-voting. M/s. Lakshmmi Subramanian & Associates, Practicing Company Secretaries has been appointed as the Scrutinizer for the e-voting process.

❖ **Chairman:** As you would be aware, that the Board of your company has considered and thought appropriate to accept the request received from Dr. Gaddam Kumar Reddy for reclassification of his status from Promoter to Public Group as he don't have control over the affairs of the Company or in any decision making process of the Company. Accordingly the purpose of this EGM is to seek approval from our shareholders to give nod for the said reclassification, which is also in line with the applicable regulations of SEBI (Listing Obligations

and Disclosure Requirements) Regulations, 2015. The details of which is elaborated in the notice of the EGM sent to you through electronic mode.

❖ **Chairman:** Now I request the moderator to call upon the speakers who have registered with us for speaking at the EGM. The members are also provided with the option to raise hand and Q&A option to raise queries which will be addressed by the concerned panelists. I shall now request the concerned panelists to provide reply to the queries raised by the speaker shareholders or through Q & A option.

❖ **Managing Director:** We have received some questions from one of the shareholder Mr. D. Radhakrishnan, I will wait to hear from any of the other shareholders and if not, I will proceed to answer the questions already received by us. Company Secretary, can you check if anyone wants to speak or I can proceed?

❖ **Company Secretary:** Sir, you can proceed with the questions received from Radhakrishnan Sir.

❖ **Managing Director:** Okay, I have received 5 questions from Radhakrishnan, one is on the Financial guidance for the Financial Year 2021-22, sales and net profit. As a company we don't have a practice of issuing any financial guidance, but I can say that in comparison to the last financial year 2020-21 vs 2021-22 there will be significant improvement in performance and that will be visible from first quarter results were the quarter turnover is about 30 crores vis-à-vis the full year performance of last year was about 84 crores. Similarly on the profitability frontier there has been an improvement and we hope that barring unforeseen circumstance such as the third wave etc. we believe that the financial results for the current financial year should be significantly better than the last financial year.

Second is for, Dividend forecast for the FY 2021-22, I can say dividend is a matter which Board will consider as an when the financials result for the full financial year is audited, at that point of time board will take a view, I think we are not in a position to forecast as far as dividend is concern it's our earnest expectations that we should hopefully consider that as a possibility.

Third is, whether the sale proceeds of the land bank at West Bengal has been taken into account in Q1 or not? If so it should be treated as other income in Q1 results. Need clarifications on the same – The sale of land is in process it is not completed, it has been initiated in Q1 but due to pandemic the process could not be completed in Q1, so it has been

done partially done in Q2 some more registration is under way as there has been some difficulty because of the pandemic and various other factors, we hope that we may be able to complete this in September or October in this year, so as an when it is done appropriate accounting treatment for the same will be consider in the books of account for second quarter and if there is anything reaming that should be consider in future quarter and if there is unsold land and it is completed it will be suitably incorporated in the third quarter.

Fourth is, Does the board have any plan to declare a special dividend out of the proceeds of the land bank sold? – there is no such plan because the land sale is not a big portion, the profit on sale of land will be approximate 30 lakhs which is not significant to create a case for dividend from the sale proceeds of land. The company will take decision based on the operational profits for the current financial year.

Fifth is, shifting of our company shares at BSE from Z group to B group. – This is not just a request from the shareholder, it's a follow up that the company has been doing continuously with Bombay stock exchange. We don't have an apparent reason why it's not been done. Even as recently in august this year we have sent a follow up mail to Bombay stock exchange, the consent officer forwarded it, but we are still awaiting for any conclusive action. So we hope that in course of time it should happen because as a company we are fully compliant and there is no case for the company continuing in Z group category. So let's hope it's done at the earliest.

- ❖ **Chairman:** Since the business requiring shareholders approval as provided in the notice of EGM is voted through e-voting there is no requirement for taking them in the meeting.
- ❖ **Chairman:** We have now come to the end of this meeting. The combined results of e-voting during voting period and during EGM along with the report of the scrutinizer will be informed to the stock exchanges and uploaded on the website of the company within 2 Working days from the conclusion of this meeting.
- ❖ **Chairman:** With this the 01st/ 2021-22 Extraordinary General Meeting comes to an end. On behalf of all I want to thank all the members and Directors for having attended the meeting. I declare the proceedings as closed. Thank you.