

**MINUTES OF THE 63RD ANNUAL GENERAL MEETING OF
SAVITA OIL TECHNOLOGIES LIMITED HELD ON 25TH SEPTEMBER, 2024 AT 3.00 P.M.
THROUGH VIDEO CONFERENCING AND THE RESULT OF REMOTE E-VOTING HELD FROM
21ST SEPTEMBER, 2024 TO 24TH SEPTEMBER, 2024**

PRESENT:

- | | | | |
|----|----------------------|---|------------------------------|
| 1. | Mr. Gautam N. Mehra | – | Chairman & Managing Director |
| 2. | Mr. Ravi Pisharody | – | Director |
| 3. | Mr. Hariharan Sunder | – | Director |
| 4. | Ms. Kavita Nair | – | Director |
| 5. | Mr. Vishal Sood | – | Whole-time Director |

HOST:

- | | | | |
|----|------------------|---|---|
| 1. | Mr. Uday C. Rege | – | Company Secretary & Chief Legal Officer |
|----|------------------|---|---|

ATTENDEES:

- | | | | |
|----|-------------------|---|---|
| 1. | Mr. Sanjeev Madan | – | Chief Financial Officer |
| 2. | Mr. Chetan Sapre | – | Partner, G. D. Apte & Co., Statutory Auditors |
| 3. | Mr. Manish Raut | – | Partner, MP & Associates, Company Secretaries,
Secretarial Auditors and Scrutinizers |

Members Attendance: -

76 Members had logged into the proceedings of the 63rd Annual General Meeting and attended the meeting through video conferencing.

Chairman of the Meeting: -

Mr. Gautam N. Mehra took the Chair.

Quorum: -

As sufficient quorum was present, the Chairman called the Meeting to order. He then welcomed the Members present to the 63rd Annual General Meeting of the Company. The Chairman thereafter introduced and welcomed the Directors, Auditors and Scrutinizers to the Meeting and then began with the formal proceedings of the Meeting.

Leave of Absence: -

The Chairman informed the Members that since Mr. Siddharth G. Mehra, Whole-time Director of the Company is travelling for office work, he may be granted leave of absence.

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Notice convening the Meeting, Auditors' Report, Audited Accounts and Directors' Report thereon: -

With the consent of the Members present, the Notice convening the Meeting, Auditors' Report, Audited Accounts and Directors' Report thereon having already been circulated were taken as read.

Chairman's Speech: -

The Chairman then made a speech on the Global & Indian economy in general and about the overall performance of the Company. He then mentioned that the Registers as required under the Companies Act, 2013 are kept at the Registered Office of the Company for inspection of the Members.

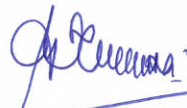

E-Voting Facility: -

The Chairman then informed the Members that pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014, the Company had extended the e-voting facility to the Members of the Company from 21st September, 2024 (9.00 a.m. IST) till 24th September, 2024 (5.00 p.m. IST) in respect of the Ordinary and Special Business to be transacted at the Annual General Meeting. He then informed that MP & Associates, Practising Company Secretaries will act as the Scrutinizers for voting process and submit the result to the Company by adding today's votes to the already electronically casted votes in favour and against each resolution within 2 working days. He further informed that upon submission of the report by the Scrutinizers, the same will be displayed on the website of the Company and also be submitted to the Stock Exchanges.

Reply to queries of Members: -

The Chairman informed the Members that Mr. Dipankar Purkayastha, Mr. Aditya Khandelwal and Mr. Anil Mehta had sent their queries respectively through emails to the Company. The Chairman then confirmed that the Company had sent its response to all the queries raised by each of them through emails.

Thereafter, the Chairman thanked the Members, Colleagues and Associates for their support. The Chairman also thanked NSDL for making necessary arrangements for successfully conducting this AGM through video conferencing and declared the 63rd Annual General Meeting conducted through video conferencing as concluded at 3.35 p.m.



GAUTAM N. MEHRA
CHAIRMAN

26th September, 2024

Outcome and Result of the Remote e-Voting and Instapoll on the Ordinary and Special Business conducted at the 63rd Annual General Meeting of the Company held on 25th September, 2024

On the basis of the Report of Scrutinizers, the Chairman announced the results of e-voting and instapoll that all the following 6 Resolutions for the Ordinary and Special Businesses specified in the Notice dated 27th August, 2024 have been passed with requisite majority.

ITEM NO.1 (ORDINARY RESOLUTION)

“RESOLVED THAT the Consolidated Audited Financial Statements of the Company for the year ended 31st March, 2024 together with the Reports of the Directors and the Auditors thereon, be received, approved and adopted.”

ITEM NO.2 (ORDINARY RESOLUTION)

“RESOLVED THAT Dividend at the rate of 200% (i.e. Rs.4/- on fully paid equity share of Rs.2/- each) be paid to the Shareholders for the financial year ended 31st March, 2024.”

ITEM NO.3 (ORDINARY RESOLUTION)

“RESOLVED THAT Mr. Siddharth G. Mehra (DIN: 06454215), who retires by rotation and is eligible for re-appointment, be and is hereby re-appointed as the Director of the Company.”

ITEM NO.4 (ORDINARY RESOLUTION)

“RESOLVED THAT Mr. Vishal Sood (DIN: 10734919) who was appointed as an Additional Director of the Company with effect from 27th August, 2024 by the Board of Directors, on the recommendation of the Nomination and Remuneration Committee in terms of Section 161 of the Companies Act, 2013 and in respect of whom the Company has received a notice from him in writing under Section 160 of the Companies Act, 2013 proposing his candidature for the office of Director of the Company, be and is hereby appointed as the Whole-time Director of the Company to hold office upto 30th September, 2028 on remuneration and perquisites and other terms and conditions as set out in the Agreement executed by the Company with Mr. Vishal Sood.”

“FURTHER RESOLVED THAT the Board of Directors of the Company, based on the recommendation of the Nomination and Remuneration Committee, be and is hereby authorised to vary or increase the remuneration, perquisites and any other entitlements including the monetary value thereof as specified in the said Agreement to the extent the Board of Directors may consider appropriate, as may be permitted or authorised in accordance with the provisions of the Companies Act, 2013 or re-enactment thereof and/or Rules or Regulations framed there under and to suitably modify the terms of the aforesaid Agreement between the Company and Mr. Vishal Sood to give effect to such variation or increase as the case may be.”







ITEM NO.5 (ORDINARY RESOLUTION)

“RESOLVED THAT pursuant to the provisions of Section 148 and all other applicable provisions of the Companies Act, 2013 and the Rules made thereunder, Kale & Associates, Cost Accountants (Firm Registration No.001819), appointed as Cost Auditors by the Board of Directors of the Company, to conduct the audit of the cost records of the Company for the financial year ending 31st March, 2025, be paid a remuneration of ₹ 2,75,000/- (Rupees Two Lakhs Seventy Five Thousand only) plus GST thereon and reimbursement of travelling and other out-of-pocket expenses, fixed by the Board of Directors of the Company based on the recommendation of the Audit Committee, for the year 2024-2025.”

ITEM NO.6 (SPECIAL RESOLUTION)

“RESOLVED THAT in supersession of the Special Resolution passed on 24th August, 2013 and pursuant to provisions of Section 197 and other applicable provisions of the Companies Act, 2013, with effect from 1st April, 2024, the Directors other than in the whole-time employment or the Managing Director of the Company, be paid remuneration by way of Commission, a sum not exceeding one per cent per annum of the net profits of the Company calculated in accordance with the provisions of Section 198 of the Companies Act, 2013 and Rules framed thereunder, subject to a ceiling of ₹ 5,00,000/- (Rupees Five Lakhs only) each per annum in addition to sitting fees as permissible under the provisions of the Companies Act, 2013 (including any amendments, modifications or re-enactments thereto) and Rules framed there under.”



GAUTAM N. MEHRA
CHAIRMAN



26th September, 2024

SAVITA OIL TECHNOLOGIES LIMITED - VOTING RESULTS

Date of AGM	25 th September, 2024
Total number of Shareholders on record date (18-09-2024)	38,791
Number of Shareholders present in the meeting either in person or through proxy:	Not Applicable
a) Promoter and promoter group	-
b) Public	-
Number of Shareholders attended the meeting through video conferencing:	
a) Promoter and promoter group	18
b) Public	58


Agenda-wise disclosure:

1. To consider and adopt the Standalone and Consolidated Audited Financial Statements for the year ended 31 st March, 2024 together with the Reports of the Board of Directors and Auditors thereon								
Resolution Required: (Ordinary/Special)					Ordinary			
Whether promoter/promoter group are interested in the agenda/resolution?					No			
Category	Mode of Voting	No. of shares held	No. of votes polled	% votes polled on outstanding shares	No. of votes - in favour	No. of votes - against	% of votes - in favour on votes polled	% of votes against on votes polled
		(1)	(2)	(3)= [(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-voting	47244501	47202426	99.9109	47202426	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		47244501	47202426	99.9109	47202426	0	100
Public Institutions	E-voting	8787028	8422563	95.8522	8422563	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		8787028	8422563	95.8522	8422563	0	100
Public Non-Institutions	E-voting	12528886	1074120	8.5731	1073999	121	99.9887	0.0112
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		12528886	1074120	8.5731	1073999	121	99.9887
Total		68560415	56699109	82.6994	56698988	121	99.9997	0.0002



2. To declare dividend on equity shares								
Resolution Required: (Ordinary/Special)					Ordinary			
Whether promoter/promoter group are interested in the agenda/resolution?					No			
Category	Mode of Voting	No. of shares held	No. of votes polled	% votes polled on outstanding shares	No. of votes - in favour	No. of votes - against	% of votes - in favour on votes polled	% of votes against on votes polled
		(1)	(2)	(3)= [(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-voting	47244501	47202426	99.9109	47202426	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		47244501	47202426	99.9109	47202426	0	100
Public Institutions	E-voting	8787028	8464186	96.3259	8464186	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		8787028	8464186	96.3259	8464186	0	100
Public Non-Institutions	E-voting	12528886	1074120	8.5731	1073999	121	99.9887	0.0112
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		12528886	1074120	8.5731	1073999	121	99.9887
Total		68560415	56740732	82.7601	56740611	121	99.9997	0.0002

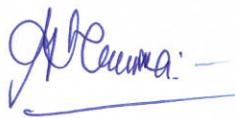




3. To appoint a Director in place of Mr. Siddharth G. Mehra (DIN: 06454215), who retires by rotation and being eligible, offers himself for re-appointment

Resolution Required: (Ordinary/Special)					Ordinary			
Whether promoter/promoter group are interested in the agenda/resolution?					Yes			
Category	Mode of Voting	No. of shares held	No. of votes polled	% votes polled on outstanding shares	No. of votes - in favour	No. of votes - against	% of votes - in favour on votes polled	% of votes against on votes polled
		(1)	(2)	(3)= [(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-voting	47244501	47202426	99.9109	47202426	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		47244501	47202426	99.9109	47202426	0	100
Public Institutions	E-voting	8787028	8464186	96.3259	8464186	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		8787028	8464186	96.3259	8464186	0	100
Public Non-Institutions	E-voting	12528886	1074120	8.5731	1073946	174	99.9838	0.0161
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		12528886	1074120	8.5731	1073946	174	99.9838
Total		68560415	56740732	82.7601	56740558	174	99.9996	0.0003





4. Appointment of Mr. Vishal Sood (DIN: 10734919) as the Whole-time Director of the Company upto 30 th September, 2028								
Resolution Required: (Ordinary/Special)					Ordinary			
Whether promoter/promoter group are interested in the agenda/resolution?					No			
Category	Mode of Voting	No. of shares held	No. of votes polled	% votes polled on outstanding shares	No. of votes - in favour	No. of votes - against	% of votes - in favour on votes polled	% of votes against on votes polled
		(1)	(2)	(3)= [(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-voting	47244501	47202426	99.9109	47202426	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		47244501	47202426	99.9109	47202426	0	100
Public Institutions	E-voting	8787028	8464186	96.3259	8146266	317920	96.2439	3.7560
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		8787028	8464186	96.3259	8146266	317920	96.2439
Public Non-Institutions	E-voting	12528886	1074120	8.5731	1073939	181	99.9831	0.0168
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		12528886	1074120	8.5731	1073939	181	99.9831
Total		68560415	56740732	82.7601	56422631	318101	99.4393	0.5606

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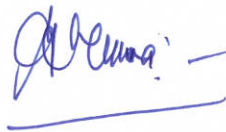
5. Ratification of remuneration payable to Cost Auditors for the FY 2024-25								
Resolution Required: (Ordinary/Special)					Ordinary			
Whether promoter/promoter group are interested in the agenda /resolution?					No			
Category	Mode of Voting	No. of shares held	No. of votes polled	% votes polled on outstanding shares	No. of votes - in favour	No. of votes - against	% of votes - in favour on votes polled	% of votes against on votes polled
		(1)	(2)	(3)= [(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-voting	47244501	47202426	99.9109	47202426	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		47244501	47202426	99.9109	47202426	0	100
Public Institutions	E-voting	8787028	8464186	96.3259	8464186	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		8787028	8464186	96.3259	8464186	0	100
Public Non-Institutions	E-voting	12528886	1074120	8.5731	1073789	331	99.9691	0.0308
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		12528886	1074120	8.5731	1073789	331	99.9691
Total		68560415	56740732	82.7601	56740401	331	99.9994	0.0005



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6. Revision of remuneration by way of commission payable to Directors other than in the whole-time employment or the Managing Director of the Company								
Resolution Required: (Ordinary/Special)					Special			
Whether promoter/promoter group are interested in the agenda /resolution?					No			
Category	Mode of Voting	No. of shares held	No. of votes polled	% votes polled on outstanding shares	No. of votes - in favour	No. of votes - against	% of votes - in favour on votes polled	% of votes against on votes polled
		(1)	(2)	(3)= [(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-voting	47244501	47202426	99.9901	47202426	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		47244501	47202426	99.9901	47202426	0	100
Public Institutions	E-voting	8787028	8464186	96.3259	8464186	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		8787028	8464186	96.3259	8464186	0	100
Public Non-Institutions	E-voting	12528886	1074120	8.5731	1073352	768	99.9284	0.0715
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		12528886	1074120	8.5731	1073352	768	99.9284
Total		68560415	56740732	82.7601	56739964	768	99.9986	0.0013







Report of Scrutinizer

[Pursuant to Section 108 of the Companies Act, 2013 and rule 20(4)(xii) of the Companies (Management and Administration) Rules, 2014]

To,

The Chairman of the 63rd Annual General Meeting of the Equity Shareholders of Savita Oil Technologies Limited held on Wednesday, September 25, 2024 at 3.00 P.M. through Video Conference (VC).

Dear Sir,

I, Manish S. Raut, Partner of M/s. MP & Associates, Company Secretaries was appointed as Scrutinizer pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 and pursuant to Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, for the purpose of:

1. Scrutinizing the remote e-voting process under the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 and pursuant to Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.
2. Voting through electronic voting system ("Instapoll") at the AGM.

The Company had availed the remote e-voting facility offered by National Securities Depository Limited ("NSDL") for conducting remote e-voting prior to AGM and conducting e-voting during the AGM by the members of the Company.

The Company had also provided e-voting facility for the members to vote during AGM who were present in the meeting through VC/OAVM and had not casted their votes on the proposed resolutions through remote e-voting facility, to cast their vote at the AGM.

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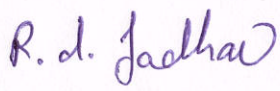
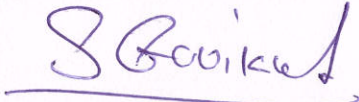
Manish Raut



The management of the Company is responsible to ensure compliance with the requirement of the Companies Act, 2013, Rules and circulars issued by MCA and SEBI relating to conducting of AGM through VC/OAVM and voting by electronic means for the resolutions contained in the Notice of the 63rd Annual General Meeting of the Equity Shareholders dated August 27, 2024. My responsibility as a Scrutinizer for the voting process of voting by electronic means is restricted to making a Consolidated Scrutinizer's Report of the votes cast "in favor" and/or "against" the resolution stated in the notice of the AGM.

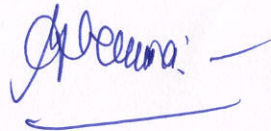
I submit my report as under:

- 1) The remote e-voting commenced on September 21, 2024 at 9.00 A.M. and remained open up to 5.00 P.M. on September 24, 2024.
- 2) The Equity Shareholders holding shares as on September 18, 2024, "cut-off date" (record date), were entitled to vote on the resolution stated in the Notice of the 63rd Annual General Meeting of the Company.
- 3) After the conclusion of the e-voting at the 63rd AGM on September 25, 2024, the votes cast by members present through VC/OAVM at the 63rd AGM and through remote e-voting facility were downloaded from the e-voting website in the presence of two witnesses in presence of Mr. Roshan Jadhav and Mr. Sajit Gaikwad who are not employees of the Company, and who have signed below as witness to the unblocking of the votes.

Name	Sign
Mr. Roshan Jadhav	
Mr. Sajit Gaikwad	









The consolidated result of the scrutiny of the remote e-voting process and votes casted by the members during the 63rd AGM present through VC/OAVM in respect of passing of the resolutions contained in the Notice dated August 27, 2024 is as under:

ORDINARY BUSINESS:

Ordinary Resolution:

(1) Resolution No. 1 of the Notice - Adoption of Standalone and Consolidated Audited financial statements for the year ended March 31, 2024 together with the report of the Board of Directors and Auditors thereon.

(i) Voted in favour of the resolution:

Number of Members Voting (In person or by proxy)	Number of votes cast by them	% of votes cast in favour to total number of valid votes cast
250	56698988	99.9998

(ii) Votes against the resolution:

Number of Members Voting (In person or by proxy)	Number of Votes cast by them	% of votes cast against to total number of valid votes cast
4	121	0.0002

(iii) Invalid Votes

Total number of Members (In person or proxy) whose votes were declared invalid)	Total number of votes cast by them
NIL	NIL

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Ordinary Resolution:

(2) Resolution No. 2 of the Notice - To declare dividend on equity shares.

(i) Voted in favour of the resolution:

Number of Members Voting (In person or by proxy)	Number of votes cast by them	% of votes cast in favour to total number of valid votes cast
252	56740611	99.9998

(ii) Votes against the resolution:

Number of Members Voting (In person or by proxy)	Number of Votes cast by them	% of votes cast against to total number of valid votes cast
4	121	0.0002

(iii) Invalid Votes

Total number of Members (In person or proxy) whose votes were declared invalid)	Total number of votes cast by them
NIL	NIL

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Ordinary Resolution:

- (3) **Resolution No. 3 of the Notice – Appointment of a Director in place of Mr. Siddharth G. Mehra (DIN: 06454215), who retires by rotation and being eligible, offers himself for re-appointment.**

- (i) Voted in favour of the resolution:

Number of Members Voting (In person or by proxy)	Number of votes cast by them	% of votes cast in favour to total number of valid votes cast
251	56740558	99.9997

- (ii) Votes against the resolution:

Number of Members Voting (In person or by proxy)	Number of Votes cast by them	% of votes cast against to total number of valid votes cast
5	174	0.0003

- (iii) Invalid Votes

Total number of Members (In person or proxy) whose votes were declared invalid)	Total number of votes cast by them
NIL	NIL

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SPECIAL BUSINESS

Ordinary Resolution:

(4) Resolution No. 4 of the Notice – Appointment of Mr. Vishal Sood (DIN : 10734919) as a Whole-Time Director of the Company.

(i) Voted in favour of the resolution:

Number of Members Voting (In person or by proxy)	Number of votes cast by them	% of votes cast in favour to total number of valid votes cast
245	56422631	99.4394

(ii) Votes against the resolution:

Number of Members Voting (In person or by proxy)	Number of Votes cast by them	% of votes cast against to total number of valid votes cast
11	318101	0.5606

(iii) Invalid Votes

Total number of Members (In person or proxy) whose votes were declared invalid)	Total number of votes cast by them
NIL	NIL

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Ordinary Resolution:

(5) Resolution No. 5 of the Notice – Ratification of remuneration payable to Cost Auditors for the FY 2024-25

(i) Voted in favour of the resolution:

Number of Members Voting (In person or by proxy)	Number of votes cast by them	% of votes cast in favour to total number of valid votes cast
248	56740401	99.9994

(ii) Votes against the resolution:

Number of Members Voting (In person or by proxy)	Number of Votes cast by them	% of votes cast against to total number of valid votes cast
8	331	0.0006

(iii) Invalid Votes

Total number of Members (In person or proxy) whose votes were declared invalid)	Total number of votes cast by them
NIL	NIL

Q2



g. P. Sharma



Special Resolution:

(6) Resolution No. 6 of the Notice - Revision of remuneration by way of commission payable to Directors other than in the whole-time employment or the Managing Director of the Company

(i) Voted in favour of the resolution:

Number of Members Voting (In person or by proxy)	Number of votes cast by them	% of votes cast in favour to total number of valid votes cast
241	56739964	99.9986

(ii) Votes against the resolution:

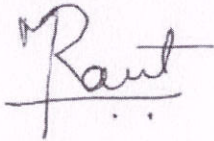
Number of Members Voting (In person or by proxy)	Number of Votes cast by them	% of votes cast against to total number of valid votes cast
15	768	0.0014

(iii) Invalid Votes

Total number of Members (In person or proxy) whose votes were declared invalid)	Total number of votes cast by them
NIL	NIL

Thanking you,
Yours faithfully,

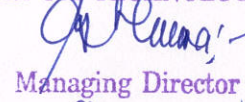
**For MP & Associates
Company Secretaries**



**Manish S. Raut
Partner
FCS 8962
C.P. No. 10404**



For SAVITA OIL TECHNOLOGIES LTD.


Managing Director



**Place: Thane
Date: 26.09.2024**

UDIN F008962F001320976