

SUMMARY OF THE PROCEEDINGS OF THE 27TH ANNUAL GENERAL MEETING OF THE MEMBERS OF AVRO INDIA LIMITED HELD ON SATURDAY, SEPTEMBER 30, 2023, COMMENCED AT 11:00 A.M. AND CONCLUDED AT 11:59 A.M. THROUGH VIDEO CONFERENCE ("VC")/OTHER AUDIO-VISUAL MEANS ("OAVM")

The 27th Annual General Meeting ("AGM") of Avro India Limited ("the Company") was held today i.e. Saturday, September 30, 2023 at 11:00 a.m. through Video Conference ("VC")/Other Audio Visual Means ("OAVM"), in compliance with General Circular No. 14/2020 dated 08th April, 2020; 17/2020 dated April 13, 2020; 20/2020 dated May 05, 2020; 02/2021 dated January 13/2021; 19/2021 dated December 08, 2021, 21/2021 dated December 14, 2021; 2/2022 dated May 05, 2022 and General Circular No. 10/2022 dated December 28, 2022 respectively issued by the Ministry of Corporate Affairs ("MCA") (hereinafter referred to as "MCA Circulars") and Circular Nos. SEBI/HO/CFD/CMD2/CIR/P/2021/11 dated January 15, 2021, SEBI/HO/CFD/CMD2/CIR/P/2022/62 dated May 13, 2022 and Circular No. SEBI/HO/CFD/PoD-2/P/CIR/2023/4 dated January 05, 2023 issued by Securities and Exchange Board of India ("SEBI") (hereinafter collectively referred to as "SEBI Circulars") and provisions of the Companies Act, 2013.

Directors in attendance through VC

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|---------------------------|---------------------------------|
| Mr. Sushil Kumar Aggarwal | -Chairman & Whole Time Director |
| Mr. Sahil Aggarwal | -Managing Director |
| Mr. Nikhil Aggarwal | -Whole Time Director |
| Mrs. Anita Aggarwal | -Non-Executive Director |
| Mrs. Richa Kalra | -Independent Director |
| Mr. Sushil Kumar Goyal | -Independent Director |
| Mrs. Vandana Gupta | -Independent Director |

In Attendance:

| | |
|---------------------|---|
| Mr. Sumit Bansal | -Company Secretary & Compliance Officer |
| Mr. Ghanshyam Singh | -Chief Financial Officer |

Statutory Auditors -Mr. Sushil Kumar Lal, Partner M/s S A A R K AND CO

Secretarial Auditor -Mr. Lalit Chaturvedi, Proprietor M/s Chaturvedi & Company

Members Present

34 members attended the meeting through VC.

Mr. Sumit Bansal, Company Secretary & Compliance Officer welcomed the members to the AGM.

AVRO INDIA LIMITED

(Formerly known as AVON MOLDPLAST LIMITED)

Registered Office: A-7/36-39, South of GT Road, Indl. Area (Opp.Rathi Udyog Ltd.),Ghaziabad- 201009 (UP), India

Email: support@avrofurniture.com | Website: www.avrofurniture.com | Helpline No: 9910039125

CIN: L25200UP1996PLC101013



It was informed that the notice of the 27th AGM through Video Conferencing was sent through electronic mode to all shareholders on September 08, 2023 by NSDL, whose email ids were registered with the Company and the Depositories on cut-off date. It was mentioned that pursuant to MCA & SEBI Circulars, the facility to join the meeting through VC was provided to all the shareholders of the Company on first come first serve basis. As the meeting was conducted through VC, hence, the attendance through proxy was not allowed and accordingly has not been provided.

The Company Secretary also informed that pursuant to provisions of Articles of Association of the Company, the Chairman of the Board took the chair. Upon confirmation for the requisite quorum being present, he called the meeting to order. He welcomed the members to the 27th Annual General Meeting conducted through VC and thanked all the participants.

The Chairman introduced the Directors of the Company who attended the AGM from their respective locations including the Chairperson of the Committees of the Board, Chief Financial Officer, Statutory Auditors and Secretarial Auditor. As there was requisite quorum present, he called the meeting to order. He further informed that Mr. Pawan Dixit, Independent Director could not attend the meeting due to pre-occupations.

He further stated that all the statutory registers were available for inspection by members as per the process mentioned in the AGM Notice.

The Chairman briefed the members about the operations and financial performance of Company. With the consent of the shareholders, the Notice convening the AGM was taken as read.

Mr. Sumit Bansal, Company Secretary & Compliance Officer informed that there were no qualifications or adverse comments in the Audit Report given by the Statutory Auditor and Secretarial Auditor. Hence with the permission of the members, these reports for FY 2022-23 were taken as read.

Furtherance to this, Chairman of the meeting took the agenda as set out in the Notice of the 27th AGM for Shareholder's approval:

| S.No. | Particulars | Type of Resolution |
|--------------|---|---------------------------|
| 1. | To receive, consider and adopt the Audited Financial Statements of the Company for the financial year ended 31st March, 2023 together with the report of Board of Directors and Auditors thereon. | Ordinary |
| 2. | To Appoint Mr. Sushil Kumar Aggarwal (DIN: 00248707) Whole Time Director, who retires by rotation and being eligible offers himself for reappointment. | Ordinary |
| 3. | To Reappoint M/s S A A R K AND CO. as a Statutory | Ordinary |

| | | |
|----|---|----------|
| | Auditor of the Company. | |
| 4. | To Increase the Authorized Share Capital of the Company and amend the Capital Clause in the Memorandum of Association of the Company. | Ordinary |

Mr. Sumit Bansal informed the members that as per provisions of the Companies Act, 2013 and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company had provided remote e-voting facility to the members to exercise their vote in respect of business proposed in the notice of 27th AGM through National Securities Depositories Limited. The remote e-voting commenced on Wednesday, September 27, 2023 at 09:00 am IST and ended on Friday, September 29, 2023 at 5:00 pm IST. The Cut-off date for voting was September 23, 2023. The members who had not exercised their vote through remote e-voting are requested to cast their vote. The e-voting facility was kept active for thirty minutes after the conclusion of the AGM. He further informed that Mr. Lalit Chaturvedi, proprietor of Chaturvedi & Company, Practising Company Secretary was appointed as the Scrutinizer for remote e-voting and e-voting done during the AGM.

Thereafter, Company Secretary invited speaker shareholders, who had done prior registrations, to speak and ask questions. Few members also raised their hands were given opportunity to speak who in turn appraised the Company.

Mr. Sushil Kumar Aggarwal, Chairman thanked the Board of Directors, Members and Auditors for joining the meeting through VC/OAVM.

He informed that voting results will be declared within two days of conclusion of Annual General Meeting. The Voting Results along with Scrutinizers report will be intimated to National Stock Exchange of India Limited and BSE Limited, where the shares of the Company are listed and shall be placed on the Company's website www.avrofurniture.com and on the website of NSDL.

He then authorized Mr. Sumit Bansal, Company Secretary and Compliance Officer of the Company to declare the consolidated voting results, which will be submitted to the Stock Exchanges.

The Meeting was concluded with a vote of thanks to Chairman at 11:59 a.m.
This is for your information and records.

Thanking You,
Yours faithfully

For Avro India Limited

Sumit Bansal
(Company Secretary & Compliance Officer)
Membership No.: A42433