

# XPRO INDIA LIMITED



Birla Building (2nd Floor),  
9/1, R. N. Mukherjee Road,  
Kolkata - 700 001, India

Tel. : +91-33-40823700/22200600  
e-mail : xprocal@xproindia.com

December 29, 2021

National Stock Exchange of India Ltd.  
"Exchange Plaza",  
Bandra-Kurla Complex, Bandra (E),  
Mumbai 400 051

**Stock Symbol XPROINDIA(EQ)**

The Dy. General Manager  
BSE Limited  
Corporate Relationship Department  
1<sup>st</sup> Floor, New Trading Ring  
Rotunda Building, P J Towers  
Dalal Street, Fort  
Mumbai 400 001

**Stock Code No. 590013**

Dear Sirs,

**Sub: Proceedings of the Extra Ordinary General Meeting held on Wednesday, December 29, 2021**

Pursuant to Regulation 30 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, we enclose gist of proceedings of the Extra Ordinary General Meeting held on Wednesday, December 29, 2021.

Kindly take the above intimation on your record.

Thanking you,

Yours faithfully,  
For Xpro India Limited

A handwritten signature in blue ink, appearing to read "Amit Dhanuka".

Amit Dhanuka  
Company Secretary

Encl : a/a

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## Gist of Proceedings of the Extra Ordinary General Meeting of Xpro India Limited

### 1. Date, time and venue of the Meeting:

The Extra Ordinary General Meeting (EGM) of the Members of the Company was held on Wednesday, December 29, 2021, through Video Conferencing (VC) / Other Audio Visual Means (OAVM) in conformity with the regulatory provisions and Circulars issued by the Ministry of Corporate Affairs, Government of India. The Meeting commenced at 10.30 a.m. and concluded at 11.40 a.m.

### 2. Proceedings in brief:

- Sri Sidharth Birla, Chairman, chaired the proceedings of the EGM.
- The requisite quorum being present, the Chairman called the Meeting to order. The Quorum was present throughout the Meeting.
- At the outset, the Chairman advised that the Company had taken necessary steps to ensure that the Members were able to attend and vote at the Meeting through electronic mode in a seamless manner.
- The Chairman welcomed the members and introduced the Directors, Statutory and Secretarial Auditors and Senior Executives of the Company attending the meeting through Video Conference from their respective locations.
- The Chairman advised the Members that the registers and documents, as statutorily required, were available for inspection on the e-voting website of Central Depository Services (India) Limited ('CDSL').
- Thereafter, the Chairman delivered his speech. He gave a broad overview of the Company's strategic direction and the objectives underlying the proposed Preferential Allotment of up to 19,68,000 warrants, each carrying a right to subscribe to 1 Equity Share of the Company, at an issue price of Rs. 762 (Rupees Seven Hundred Sixty Two only) per Warrant, in accordance with the specified terms and conditions of issue.
- The Company Secretary informed the Members that in compliance with the provisions of Section 108 of the Companies Act, 2013, read with Rule 20 of the Companies (Management and Administration) Rules, 2014 and the provisions of Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (hereinafter referred to as 'SEBI Listing Regulations, 2015'), the Company had extended voting facility to the Members of the Company in respect of business transacted at the EGM to cast their vote electronically from a place other than the venue of the Meeting i.e. Remote e-voting. The Remote e-voting period commenced on Sunday, December 26, 2021 (9.00 a.m. IST) and ended on Tuesday, December 28, 2021 (5.00 p.m. IST). Members who were present at the Meeting and had not cast their votes by remote e-voting were also allowed to cast their votes at the time of EGM through e-voting facility provided by the Company.

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- The following item of business as set out in the Notice convening the Extra Ordinary General Meeting dated December 2, 2021, were commended for members consideration and approval:

**Special Business (Special Resolution)**

1. To issue and allot up to 19,68,000 warrants, each carrying a right to subscribe to 1 Equity Share of the Company, at an issue price of Rs. 762 (Rupees Seven Hundred Sixty Two only) per Warrant (including a premium of Rs. 752/-), on a preferential allotment basis.
- The Chairman gave opportunity to the Members who had registered themselves as Speakers to ask questions or seek clarifications on the Agenda items. Thereafter, he and Sri C Bhaskar, Managing Director and Chief Executive Officer, responded to the queries raised / clarifications sought by the Member(s) who spoke at the Meeting.
  - The Chairman also informed the members that Sri K. C. Khowala, a Practicing Company Secretary, was appointed as the Scrutiniser for the purpose of scrutinising the e-voting done during the EGM and remote e-voting process.
  - The Chairman informed the members that the results of remote e-voting and e-voting done at the time of EGM shall be disseminated to the Stock Exchanges and also uploaded on the website of the Company and M/s Central Depository Services (India) Limited (CDSL), the Agency providing e-voting facility.

**Notes:**

- i. The Company will intimate Stock Exchanges the results of remote e-voting and e-voting done during the EGM.
- ii. This document does not constitute minutes of the proceedings of the Extra Ordinary General Meeting of the Company.

Kolkata  
December 29, 2021

For Xpro India Limited



Amit Dhanuka  
Company Secretary