



RIDDHI SIDDHI GLUCO BIOLS LIMITED

TRANSCRIPT FOR 29TH ANNUAL GENERAL MEETING (“AGM”)

DATE : 28/09/2020
TIME : 11.00 A.M.
MODE : Video Conferencing and other Audio Visual means

PANELISTS:

Mr. Ganpatraj Chowdhary
Chairman & Managing Director

Mr. Kinjal Shah
Practicing Company Secretary

Mr. Siddharth Chowdhary
Executive Director

Mrs. Varsha Fadte
Auditor' Representative

Mr. Sathyamurthi Rajagopal
Independent Director

Mr. Ketan Majithiya
Auditor' Representative

Mr. Balveermal Singhvi
Independent Director

Mrs. Urvi Desai
Independent Director

Mr. Mahendra Kumar Bhandari
Independent Director

Mr. Mukesh Samdaria
Chief Financial Officer

Mr. Sharad Jain
Company Secretary

Welcome Speech by Mr. Sharad Jain, Company Secretary:

I welcome all the shareholders and panellists at this 29th Annual General Meeting of Riddhi Siddhi Gluco Biols Limited.

This is to inform you that this AGM is convened through Video Conferencing and other audio visual means mode through facility provided by Central Depository Services Limited.

I take opportunity to introduce members of the Panel, Shri. Ganpatraj Chowdhary, Managing Director and Chairman of the Company, Shri Siddharth Chowdhary, Executive Director of the Company, Shri Balveermal Singhvi, Chairman of the Audit Committee, Nomination and Remuneration Committee and Stakeholders Relationship Committee of the Company. Shri R. Sathyamurthi, Independent Director and Shri Mahendra Kumar Bhandari, Additional Independent Director and Shri Mukeshkumar Samdaria, Chief Financial Officer of the Company.

Smt. Varsha Phadte & Shri Ketan Majethiya, Representatives of Statutory Auditors, Deloitte Haskins and Sells and Shri Kinjal Shah, Secretarial Auditor, Practicing Company Secretary have also joined the panel.

I request Shri Siddharth Chowdhary, Executive Director of the Company to start the proceedings of the meeting.

Shri Siddharth Chowdhary:

I am elated to welcome you all at this 29th Annual General Meeting of the Company. The annual report for the financial year 2019-20 has already been circulated to you in electronically mode. I am confident that you must have gone through the same.

In view of the provisions of the Section 103 of the Companies Act, 2013 the requisite quorum in order to constitute a valid meeting is 15 members and the requisite quorum is present so we can now proceed with business of this e-AGM.

The register of Directors and Key Managerial Personnel and their shareholding, register of contract maintained under the Companies Act, 2013 are available for inspection for the members during the meeting and is placed on the website of the Company.

Now with your kind permission the Notice convening the 29th Annual General Meeting and Directors' report shall be taken as read.

Since there is no qualification in the Auditor's Report it is not required to read the same.

Now I take this opportunity to request Chairman to address stakeholders.

Speech of Chairman: Shri Ganpatraj Chowdhary

Ladies and Gentlemen,

At the outset, I express my prayers and wish for the well-being of yourself and all your family members during these challenging times of Corona Pandemic. I hope, all of you are hale & hearty.

The World is currently facing an unprecedented health and economic crisis due to Corona pandemic. Overcoming this challenge may take some time, but collectively we all shall overcome it for sure.

Financial Year 2019-20 was a challenging period. As you all are aware, the company is mainly engaged in the generation and selling electricity through wind mills and in business of trading in agriculture and metal commodity items besides income from the investments made in the past.

During the financial year 2019-20, the revenue from operation and other income of the Company has decreased from Rs. 233.68 Cr. to Rs. 169.62 Cr. Though, there is a decrease in total revenue of the Company, the net profit of the Company has increased from Rs. 44.53 Cr. to Rs. 69.11 Cr. The Board is hopeful to get even better result in the next year.

During the year under consideration, generation of electricity has decreased to 34.44 million units against 41.03 million units in the previous year. The Decrease was mainly on account of non-availability of grid, change in wind pattern and non-operation of wind mill of 3 MW during major part of the year. In current year we expect better generation of the electricity.

Shree Rama Newsprint Ltd., Subsidiary of the company has invested in creating capacity in writing & printing paper and Kraft paper to diversify product base to reduce dependence on newsprint business and had also commissioned packaged water bottling plant of 32,000 bottles per hour on July 01, 2019. The said investment is fully funded by Riddhi Siddhi Gluco Biols Ltd.

Our mission is to establish SRNL as a leader in the recycled paper industry in terms of efficiency, productivity, sustainability and above all, customer satisfaction.

Despite the challenges, we are committed to put our best efforts for continued and sustained value creation for our stakeholders.

On behalf of the entire Riddhi Siddhi family I would once again like to thank you for your invaluable support and hope that all you and your family remain safe during these tough times.

Thank You!

Now I authorise Company Secretary to carry further proceedings of the meeting.

Mr. Sharad Jain, Company Secretary:

Thank You Chairman Sir for your speech.

Now I may draw your kind attention that there are 3 (Three) items in the agenda for this Annual General Meeting.

Item No. 1

To receive, consider approve and adopt the Audited Standalone as well as Consolidated Financial Statements of the Company for the Financial Year ended 31st March, 2020 and the Reports of the Board of Directors' and Auditors' thereon.

Item No. 2

Reappointment of Mr. Siddharth Chowdhary as a Director, who retired by rotation in terms of Section 152(6) of the Companies Act, 2013 and being eligible, offered himself for re-appointment.

Item No. 3

Appointment of Mr. Mahendra Kumar Bhandari (DIN: 03035629) as an Independent Director of the Company.

It is informed to the members that Company has provided Remote e-Voting facility to all the members entitled to cast their vote (i.e. persons who were members being cut-off date) on all the resolutions set out in the Notice of Annual General Meeting.

The remote e-voting has already completed yesterday. However, the e-voting line is open till 15 minutes after the conclusion of the meeting for those members who have not casted their vote.

It is further informed that Mr. Kinjal Shah, Practicing Company Secretary, Ahmedabad was appointed as Scrutiniser for the purpose of carrying out the e-voting process in a fair and transparent manner.

The result on e-voting will be declared within 48 hours after conclusion of this AGM and also will be communicated to Bombay Stock Exchange and will also be placed on website of the company.

Question and Answer Session:

Now I request the shareholders present to raise their queries if any who have done prior registration with the Company.

I request the Moderator to unmute Mr. Vaibhav Badjatya

- Mr. Vaibhav Badjatya

Question 1: Since the sale of starch division, company has entered into news print business through rama news print. What is the rationale for the same and how the company is planning to compete with other established players and imports in the news print business.

Question 2: Rama news print, company's subsidiary seems to have large land bank? Please let us know the value of the same and plans to monetize the same?

Question 3: Promoter group through Bluecraft Agro, has entered the starch business again by buying out plants from Gayatri and EICL. What are the longer term plans for the development of starch business under Riddhi Siddhi Gluco Biols?

Question 4: If promoters intent to develop starch business under Riddhi Siddhi, how are we planning to compete with players like Gujarat Ambuja who pay supplier of Maize in cash and avails huge cash discounts.

Point-wise reply by Mr. Siddharth Chowdhary, Executive Director:

1. This acquisition was done in May 2015 as right opportunity was available. The said company has invested in creating capacity in writing & printing paper and Kraft paper to diversify product base to reduce dependence on newsprint business. It has also diversified in packaged drinking water.

2. The said Company has no surplus land bank and hence issue of monetization does not arise. Total land with the said company is 230 acres. Last valuation was done in 2015 and value was Rs 250 cr. which is reflected in its books.
3. There is no such plan to develop starch business under the company at present.
4. This is already answered that there is no such plan to develop starch business under the company at present.

Now I request the Moderator to unmute Mr. Deepak Maheshwari

- Mr. Deepak Maheshwari

Question 1: As per annual report, the company has decided not to pay any dividend to plough back funds in business, but on other hand company passed resolution to provide loans to promoters' private firm - Bluecraft Agro Pvt Ltd. So where is the ploughing back of profits back in business?

Question 2: Provide details on showcase notice received from SEBI on 20.12.2019 and company response on 17.02.2020.

Question 3: Provide updates on income tax case and property attachment of Riddhi Siddhi LLP

Question 4: For the money lost in NSEL, is the company still taking any legal action, I cannot find any update in annual report.

Question 5: The Company has given Rs 394 crores as ICD to third parties. Please provide details of the major third parties and their credit profile.

Point-wise reply by Mr. Siddharth Chowdhary, Executive Director:

1. There is no relationship between no dividend distribution and investment in Bluecraft Agro Pvt. Ltd which is already approved by members by passing resolution on 25th July, 2020 and such investment is otherwise ploughing back in the business only.
2. The company has responded to SEBI on 17th February, 2020 that the company is a body corporate distinct from its promoters and there is no other allegation against the company per se in the show cause notice dated 20th December, 2019.

3. The income tax related matter is already disclosed at point no. 4 of 29 of Notes forming part of standalone financial results. The proceeding are currently underway. There is no attachment on property of Riddhi Siddhi and its subsidiary LLP.
4. Investor Association has already engaged in the matter and no purpose would have been served by separate litigation.
5. This cannot be disclosed as per corporate policy.

Mr. Sharad Jain, Company Secretary:

As the business of the meeting is over, I declare the meeting as concluded and once again thanks all the participants for attending this virtual AGM.

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