

Transcript of 10th Extra-Ordinary General Meeting of Talwandi Sabo Power Limited held on a shorter notice through video conferencing at Registered Office of the Company at Village Banawala, Mansa-Talwandi Sabo Road, Mansa, Punjab – 151302 on Monday, June 1, 2020 at 12:00 PM (IST) and concluded at 12:10 PM (IST)

PRESENT

1. Mr. Sandeep Modi – Corporate Representative and Nominee Shareholder, Vedanta Limited
2. Mr. Vikas Sharma – Nominee Shareholder, Vedanta Limited and also, as CEO & Whole-time Director
3. Mr. Pankaj Kumar Sharma - Nominee Shareholder, Vedanta Limited
4. Mr. Khirod Kumar Barik - Nominee Shareholder, Vedanta Limited
5. Mr. G Sambasiva Rao - Nominee Shareholder, Vedanta Limited
6. Mr. Vijay Ingole - Nominee Shareholder, Vedanta Limited
7. Mr. Gurminder Singh Kang – Independent Director
8. Ms. Mala Todarwal – Independent Director
9. Mr. Ajay Bansal – Authorized Representative, Statutory Auditors

IN ATTENDANCE

1. Ms. Mansi Bhutani – Company Secretary & Compliance Officer

The facility for joining the meeting was commenced at 11:45 AM i.e. 15 minutes prior to the scheduled time of the meeting.

Since the Chairperson of the Company had expressed his inability to attend the meeting, Ms. Mala Todarwal was elected as Chairperson for the Meeting pursuant to Section 104 of the Companies Act, 2013 and Article 84 of Articles of Association of Company.

Ms. Mansi Bhutani – Company Secretary of the company confirmed to the Chairperson – Ms. Mala Todarwal that, pursuant to section 103 of the Companies Act, 2013, requisite quorum for the meeting is present and hence the meeting can commence. Since, Mr. Sandeep Modi is also authorized representative of Vedanta Limited under Section 113 of Companies Act, 2013, his presence for the purpose of quorum was counted as two.

Ms. Todarwal chaired and welcomed all the nominee members and Directors and auditors present at the meeting.

Chairperson further informed the members that all efforts feasible under the circumstances have indeed been made by the company to enable the members to participate and vote on the items to be considered at the meeting and thereafter, called the meeting to order.

Chairperson informed the members that the Register of Members, Register of Directors, Key Managerial Personnel and their shareholding and Register of Contracts or arrangements in which the Directors are interested were kept open for inspection by the members at the Meeting through electronic mode.

Further, members confirmed the receipt of notice of the EGM along with the explanatory statement and with the consent of the members present, the notice convening the meeting was taken as read.

Quorum was present throughout the Meeting.

Since the members were below 50, Chairperson decided to conduct the vote by show of hands. The following special businesses were transacted and approved by the members:

1 Conversion of loan into equity in the event of default by the company in respect of loan to be availed from Power Finance Corporation Limited:

Mr. Sandeep Modi, Member of the Company proposed the resolution and Mr. Pankaj Sharma, Member of the Company, seconded the same. All other members considered the matter and unanimously passed the Special resolution in this regard.

2 Contribution of ₹ 25 lacs to Punjab Chief Minister’s COVID Relief Fund

Mr. Khirod Kumar Barik, Member of the Company proposed the resolution and Mr. Vijay Ingole, Member of the Company, seconded the same. All other members considered the matter and unanimously passed the Ordinary resolution in this regard.

Vote of Thanks:

There being no other business to transact, the meeting concluded with a vote of thanks to the Chair at 12:10 PM (IST).