



ABC GAS (INTERNATIONAL) LTD.
CIN NO. : L27100MH1980PLC022118

Address: 1, Mahesh Villa
Worli, Mumbai – 400018
☎: 24938697/24935508
Fax: 00-91-22-24937758
Email: cs@abcgas.co.in
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REPORT OF THE 42ND ANNUAL GENERAL MEETING OF ABC GAS (INTERNATIONAL) LIMITED (THE "COMPANY") HELD ON FRIDAY, SEPTEMBER 23, 2022 AT 3:00 P.M. THROUGH VIDEO CONFERENCING

The 42nd Annual General Meeting ("AGM") of the Company was held on Friday, September 23, 2022 at 3:00 p.m. through Video Conferencing ("VC"), in compliance with the applicable provisions of the Companies Act, 2013 and rules made thereunder, the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations"), various circulars issued by the Ministry of Corporate Affairs ("MCA") including General Circular Nos. 2/2022 dated May 5, 2022, 19/2021 dated December 8, 2021, 2/2021 dated January 13, 2021, 20/2020 dated May 5, 2020, read with General Circular Nos. 17/2020 dated April 13, 2020 and 14/2020 dated April 8, 2020 and (collectively referred to as 'MCA Circulars') and Circular No. SEBI/ HO/CFD/CMD1/CIR/P/2020/79 dated May 12, 2020, SEBI/HO/CFD/CMD2/CIR/P/2021/11 dated January 15, 2021 and SEBI/HO/CFD/CMD2/CIR/P/2022/62 dated May 13, 2022 issued by SEBI ('SEBI Circulars')

Further, in accordance with the Secretarial Standard on General Meetings ("SS-II") issued by the Institute of Company Secretaries of India ("ICSI") read with Guidance/Clarification dated April 15, 2020 issued by the ICSI, the proceedings of the AGM were deemed to be conducted at the registered office of the Company which was the deemed venue of the AGM.

At 3.00 p.m., Mr. Rohith Shorewala, Chairman of the Annual General Meeting, occupied the Chair of the AGM and stated that he is attending the AGM from Mumbai. He welcomed all the members of the Company ("Members") and directors of the Company at the AGM. He further stated that the AGM was being convened through VC in accordance with the MCA Circulars and SEBI Circulars.

He thereafter introduced all the directors and key managerial personnel present at the AGM, who were as follows:

1. Smt. Neelam Satish Shorewala, Executive Director is joining us from Mumbai
2. Mr. Yash Ratanlal Mardia, Independent Director is joining us from Mumbai
3. Mr. Shyamal Prasad Shorewala, Executive Director is joining us from Mumbai
4. Mr. Akhilesh Singhal, Independent Director is joining us from Mumbai
5. Mr. Manish Purushottam Heda, Company Secretary is joining us from Mumbai
6. Mr. Manohar P. Shetage, Chief Financial Officer is joining us from Mumbai

Mr. Yash Ratanlal Mardia, Independent Director of the Company could not attend the meeting due to some exigency.

The statutory auditors of the Company could not attend the meeting.

The secretarial auditors of the Company and scrutinizer for e-voting process were also present at the AGM.

The Chairman further informed that participation of members attending through Video Conferencing was reckoned for the purpose of quorum as per the MCA Circulars and Section 103 of the Companies Act, 2013. Since the AGM was being held through VC, as per the MCA Circulars, physical attendance of Members was dispensed with. Accordingly, the facility for appointment of proxies by Members was not made available for the AGM. 37 Members were present at the meeting through VC. Accordingly, the requisite quorum was present and the AGM was called to order. The Chairman thereafter requested read out the arrangements made for the Members at the AGM.



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The Chairman informed that Notice and Annual Report for FY 2021-2022 were sent by e-mail to all those Members whose names appeared in the Register of Members and whose e-mail addresses were registered with the Company, the Registrar and Share Transfer Agent or the Depository Participants, as on Friday, August 26, 2022 and no physical copies of the AGM Notice and Annual Report were sent by the Company to any Members.

He informed the members that, as stated in the AGM Notice, the Members had been provided the facility to exercise their right to vote by electronic means on the resolutions set out in the AGM Notice, both through remote e-voting and e-voting system ('Insta Poll') at the AGM. The remote e-voting facility was made available to all Members holding shares as on the cut-off date i.e. Friday, September 16, 2022 during the period commencing from 9.00 a.m. IST on Monday, September 19, 2022 till 5.00 p.m. IST on Thursday, September 22, 2022, and the remote e-voting was blocked on Thursday, September 22, 2022 at 5.00 p.m.

He informed that Members joining the AGM through video conferencing, who had not already cast their vote by means of remote e-voting, had the option of voting through 'Insta-Poll' e-voting facility on announcement of the same by the Chairman. Members who had cast their votes by remote e-voting prior to the AGM were not entitled to cast their vote again.

He further informed all those present that the Board of Directors of the Company had appointed Mr. Anish Gupta, Anish Gupta & Associates, practicing company secretaries, as the scrutinizer for the AGM.

The Company had made the best possible efforts for providing the facility of joining the AGM by VC and voting electronically. However, in case of any issues during the AGM, Members were provided details for contacting Link Intime India Private Limited for technical support / assistance.

The requisite statutory registers and documents have been made available electronically for inspection during the AGM. Members seeking to inspect such documents can send an e-mail to cs@abcgas.co.in.

Thereafter, the Chairman continued with the proceedings of the meeting.

The Chairman informed that the annual report and the notice convening the 42nd AGM were already emailed to all the members and were accordingly taken as read. He further informed that the Statutory Auditor's Report and Secretarial Auditors' Report have already been sent to the members and board comments on qualifications or observations or disclaimer or comments or other remarks if any has been suitably replied in the Board Report, members are requested to take the note of the same.

The Chairman briefed the Members about the business of the Company.

The Chairman continued the proceedings of the AGM.

Thereafter, the Chairman briefed all those present about the resolutions stated in the AGM Notice, as follows:

1. Consideration and adoption of the audited standalone financial statements of the Company for the financial year ended March 31, 2022 together with the reports of the Board of Directors and Auditors thereon.



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2. Appointment of a Director in place of Mr. Shyamal Prasad Shorewala(DIN:00088077), who retires by rotation at this Annual General Meeting and being eligible, offers himself for re-appointment.
3. Revision of remuneration of Mr. Rohith Satish Shorewala (DIN:01650221), Whole Time Director of the Company, related party holding office or place of profit.

Since the AGM was being held through VC and the resolutions mentioned in the AGM Notice were put to vote through remote e-voting and e-voting system ('Insta Poll') at the AGM, the practice of proposing and seconding of resolutions, which is not mandatory as per applicable law, was not required to be followed and there was no voting by show of hands. Accordingly, the Chairman announced that the members who had not voted through remote e-voting system could cast their votes through ('Insta Poll') e-voting facility provided to the members at AGM.

The Chairman then conducted the question and answer session.

Suitable replies were provided to the queries raised by the Members.

Before concluding the AGM, the Chairman informed the Members that the 'Insta Poll' e-voting facility will close 15 minutes after the closure of the AGM and requested the Members who had not already cast their votes, to do so through the 'Insta Poll' facility.

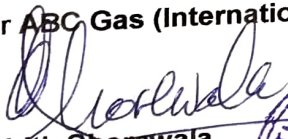
All the proceedings of the AGM were completed, the Chairman declared the AGM as concluded at 3:16p.m. with thanks to the Members.

Post Completion of Annual General Meeting and voting through e-voting insta poll at the AGM, the Scrutinizer submitted Consolidated Scrutinizer's Report considering the result of remote e-voting and e-voting (Insta Poll) at the AGM. As per the report submitted by the Scrutinizer, the Chairman announced that all the resolutions embodied in the Notice of AGM dated August13, 2022 were passed with requisite majority. The voting result including Consolidated Scrutinizer's Report is attached as enclosure.

There was no adjournment or postponement or change in venue of the AGM. The Company has complied with the all the applicable provisions, mechanism and procedures as provided in MCA Circulars and SEBI Circulars, along with other applicable provisions of the Companies Act, 2013 and rules framed therein and the applicable provisions of secretarial standards in respect of calling, convening and conducting of the AGM.

You are requested to take the same on record as the report of the AGM and not consider as the minutes of the AGM

For ABC Gas (International) Limited


Rohith Shorewala
Chairman of the AGM
DIN:- 01650221



Date:- 22.10.2022
Place :- Mumbai

Enc: Voting Result including Consolidated Scrutinizer's Report