

**TRANSCRIPT OF THE EXTRA-ORDINARY GENERAL MEETING (2/2023-2024) OF APOLLO PIPES LIMITED HELD ON FRIDAY, MARCH 29, 2024 AT 11:00 AM THROUGH VIDEO CONFERENCING**

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**Ankit Sharma (Company Secretary)**

Good Morning Ladies and Gentlemen, I, Ankit Sharma, Company Secretary of Apollo Pipes Limited participating from Noida from corporate office, welcome you all to the Extra-Ordinary General Meeting of the Members of Apollo Pipes Limited.

Pursuant to the circulars issued by the Ministry of Corporate affairs & Securities and Exchange Board of India, the Extra-Ordinary General Meeting is being held through Video Conferencing facility provided by Central Depository Services (India) Limited ('CDSL').

The venue of the Extra-Ordinary General Meeting shall be deemed to be the Registered Office of the Company.

**INTRODUCTION OF DIRECTORS PRESENT:**

I would like to introduce the following Directors/ KMPs/ Other Invitees to the meeting who are present with me either in person or through VC.

The following Directors are present at the meeting:

1.	Mr. Sameer Gupta	Chairman & Managing Director
2.	Mr. Arun Agarwal	Joint Managing Director
3.	Ms. Neeru Abrol	Independent Director (Chairperson of Nomination and Remuneration Committee and Stakeholder Relationship Committee)
4.	Mr. Pradeep Kumar Jain	Independent Director
5.	Mr. Abhilash Lal	Independent Director (Chairman of Audit Committee)
6.	Mr. Ashok Kumar Gupta	Non-Executive Director

**Ankit Sharma (Company Secretary)**

Now I would like to perform the roll call process:

Ashok Kumar Gupta Sir, please do the roll call process.”

**Ashok Kumar Gupta (Director)**

“ Good morning Everyone I’m Ashok Kumar Gupta, Director, I’m attending this meeting from my daughter’s place in Germany, I confirm that I have received all the papers and no one else has access to my venue except me, thank you.”

**Ankit Sharma (Company Secretary)**

“Thank you so much sir.

Now I request Mr. Abhilash Lal Sir, please do the roll call process.”

**Abhilash Lal (Independent Director)**

“Good morning everyone this is Abhilash Lal, Independent Director, I’m attending this EGM from Gurgaon and I confirm I have received all the papers related to EGM and also no one else has any access to this meeting except me thank you.”

**Ankit Sharma (Company Secretary)**

“Thank you so much sir.

Now I request Ms. Neeru Abrol Mam to do the roll call process.”

**Neeru Abrol (Independent Director)**

“ Good morning everyone, I’m Neeru Abrol, Non- Executive Independent Director of Apollo Pipes Limited and I’m attending this EGM from my residence at Lajpat Nagar, New Delhi, I have received all the related documents and I’m able to see and hear everyone and there is no one else has access to this meeting apart from me, thank you.”

**Pradeep Kumar Jain (Independent Director)**

“Good morning everybody I’m Pradeep Kumar Jain, Independent Director of Apollo Pipes Limited and I’m attending this meeting from my mother’s residence in Greater Noida and I confirm that I have received the agenda papers and also confirm that no one else has access to my venue, thank you.”

**Ankit Sharma (Company Secretary)**

“Thank you so much sir.

Mr. Vinayak, please do the roll call process.”

**Vinayak Aggarwal (M/s VAPS & Company, Statutory Auditor)**

“Good morning everyone, myself Vinayak Aggarwal, from VAPS & Company, Statutory Auditor of the Company, I’m attending this meeting from my office at Noida and I confirm that I have received the agenda papers and I further confirm that no one else has access to this meeting, thank you.”

**Ankit Sharma (Company Secretary)**

“Thank you so much Sir.

Anjali Mam, please do the roll call process.”

**Anjali Yadav (M/s Anjali Yadav & Associates, Secretarial Auditor)**

“Hi good morning everyone, I’m Anjali Yadav, Secretarial Auditor of the Company, attending this meeting from my office in Rohini, Delhi and I have received the agenda papers and apart from me no one else has access to this meeting.”

**Ankit Sharma (Company Secretary)**

“Thank you so much Anjali Ji.

Jatin Gupta Ji, please do the roll call process.”

**Jatin Gupta (Scrutinizer of AGM)**

“Good morning everyone, I’m Jatin Gupta, Company Secretary in Practice, presently acting as a Scrutinizer of the meeting, I’m attending this meeting from Calcutta and I confirm that no one else has access to this meeting.”

**Ankit Sharma (Company Secretary)**

“Thank you so much Sir. The roll call process has been completed.

In compliance with the applicable provisions of the Companies Act, Secretarial Standards and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company had provided Remote e-voting facility to the Members to cast their vote between 26<sup>th</sup> March 2024 at 10:00 A.M. and shall end on 28<sup>th</sup> March 2024 at 5:00 P.M.

All the requisite Registers and the documents as referred in the Notice and the Explanatory Statements, are available for inspection electronically during the proceedings of this Extra-Ordinary General Meeting.

At present, we have 36 Members participating through video conferencing excluding 4 persons present in person from the Corporate Office. The requisite quorum is therefore present. Hence the meeting called in order.

I request our respected Chairman, Mr, Sameer Gupta to Chair this meeting.

Welcome Sir.

**Mr. Sameer Gupta (CHAIRMAN)**

Good Morning, Ladies and Gentlemen, a very warm welcome to the Extra-Ordinary General Meeting of Apollo Pipes Limited. I hope you and your loved ones are keeping safe and healthy.

I would like to thank you, for your trust, support and confidence in Apollo Pipes Limited.

As the notice is already circulated to all the members and with the permission of members, I take the notice convening the meeting as read.

**Members may note the following Resolution proposed to be passed:**

1. Modifying the Objects of the Preferential Issue as stated in the EGM Notice dated March 14, 2023 and Alteration for utilization thereof

The text of the resolution and explanatory statement is provided in a notice circulated to members of the Company.

We now move on to our discussions with shareholders who have registered themselves as speakers with the company for raising their queries or to share their views on Agenda item of the EGM notice. Those of you, who have not registered themselves as speakers can communicate and share their comments or queries if any through the tab available on the screen for online communication.

I now request the Company Secretary to take over the proceedings.

“Thank you so much Sir”.

Members may note that as the Company reserves the right to limit the number of members asking questions depending on the availability of time. Members are further requested to make their queries very brief to 2-3 minutes to save the time.

**Ankit Sharma (Company Secretary)**

Host I request you to kindly unmute Mr. Sarvjeet Singh

**Meeting Host**

“Dear Sir, He is not available in the meeting.”

**Ankit Sharma (Company Secretary)**

Okay, Host now I request you to kindly unmute another speaker shareholder Mr. Praveen Kumar

**Praveen Kumar (Speaker Shareholder)**

“A very good morning to my respected Chairperson, well decorated esteemed Board of Directors, and shareholders who have joined this meeting online. Myself Praveen Kumar joining this meeting from New Delhi. I have a few observations that I would like to share with entire Board. First of all, thank you so much respected Chairman & Managing Director Mr. Sameer Gupta for his very proactive step to bring out this agenda.

I think it is very fruitful as far as value creation is concerned for retail investor like me. I am part of our group company for more than a decade i.e. since the time we used to meet physically. I have deepest respect for our Respected Sanjay Gupta Sir, Sameer Gupta ji as fantabulous promoters and also to this fantabulous and thoroughly professionally run Company and it is truly a remarkable journey as far as my investment is concerned.

I whole heartedly support positively to all the resolutions today that you mentioned in the notice, and I would love to thank Respected CFO and our Company Secretary and his entire team for bringing the highest standard of corporate governance to retail investor like me. It truly boosts my morale as a retail investor. Even in covid time, If we raise queries on the board that were promptly replied by email. So, I am very proud to be a part of this legacy sir and as we are about to start a new year as per Hindu calendar, I convey my best wishes to the entire board of the company and also pray to God that he may bless respected Sameer sir with all the positivity so that he may take our company to newer heights in the near future. I wish you all the luck and all the best.

Thank You very much.”

**Ankit Sharma (Company Secretary)**

Okay, Host now I request you to kindly unmute another speaker shareholder Mr. Shashi Jain

**Meeting Host**

“Dear Sir, He is not available in the meeting.”

**Ankit Sharma (Company Secretary)**

I believe that we have completed all the queries and questions. Once again, thank you very much to all the shareholders who took this opportunity to speak to us. And also thank you, again, for all the appreciation that you have shown towards the company.

Further the questions received in 'Q & A' session may be replied latter on to the specific shareholders either in written or through verbal communication.

I will now move on to e-voting. As mentioned earlier, the company had provided remote e-voting facility to the Members to vote between 10:00 A.M. of Tuesday, 26<sup>th</sup> March, 2024 till 5:00 P.M. of Thursday, 28<sup>th</sup> March, 2024 in proportion to the shareholding as on the cutoff date of 22<sup>nd</sup> March 2024. In order to provide the facility to those shareholders who have not cast their vote through remote e-voting, the e-voting is now open and will close after 15 minutes of Extra-Ordinary General Meeting concluded. The icon for e-voting is available on the screen, which will redirect you to a separate window on the e-voting portal of NSDL.

Mr. Jatin Gupta, Practicing Company Secretary, is appointed as the scrutinizer for voting by the shareholders. His decision will be final with regard to validity and results of the voting through remote e-voting and e-voting during the meeting.

On the receipt of the final report from the scrutinizer, the results of the voting along with remote e-voting will be announced within 2 working days from conclusion of the meeting. The results of voting will be placed on the website of the company [www.apollopipes.com](http://www.apollopipes.com) once they are declared.

Now I request Mr. Ajay Kumar Jain, CFO to propose a vote of thanks.

**Mr. Ajay Kumar Jain (CFO)**

Good morning everyone, Now I propose a vote of thanks to the Chairman – Mr. Sameer Gupta. I also thank all the shareholders and other attendees for joining this meeting.

**Mr. Sameer Gupta (Chairman)**

Since, all the items of business as part of the Extraordinary General Meeting notice have been taken up. I now declare the proceedings of the Extra-Ordinary General Meeting as closed.

I convey my sincere thanks to all the Members, directors and other participants for attending and participating at this meeting. I also thank CDSL for providing this VC platform for conducting the EGM. Please stay healthy and stay safe and take care of yourselves. Thank you very much, have a good day.

The Meeting is now closed.

**Ankit Sharma (Company Secretary)**

“Thank you everyone for joining this meeting, now I request the moderator to kindly close the meeting.”