

TRANSCRIPT OF THE 35TH ANNUAL GENERAL MEETING OF CHANDRA PRABHU INTERNATIONAL LIMITED HELD ON MONDAY, SEPTEMBER 21, 2020 AT 11.00 A.M. IST THROUGH VIDEO CONFERENCING/OAVM

Ms. Komal Company Secretary

Good Morning Everyone,

Quorum of the meeting is present

So Chairman Sir, shall we start.

Mr. Gajraj Jain Chairman cum Managing Director

Yes Please Start

Ms. Komal Company Secretary

Thank you Sir.

Good Morning to all

I Komal Batra Company Secretary & Compliance Officer of the Company welcome you all to the 35th Annual General Meeting of Chandra Prabhu International Limited. Due to present scenario of COVID-19 situation, this meeting is being held through video conferencing/OAVM, in accordance with the circulars issued by the Ministry of Corporate Affairs, applicable provisions of Companies Act, 2013 and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

The Company has enabled the Members to participate at the 35th AGM through the video conferencing facility provided by National Securities Depositories Limited i.e NSDL. The proceedings of this Annual General Meeting are also being webcasted live for all the Members as per details provided in the Notice. The proceedings of this meeting are being recorded for compliance purposes.

Let me introduce you to the members of the Board present with us today. Mr. Gajraj Jain, Chairman Cum Managing Director, Mr. Prakash Goyal, Independent Director, Mr. Jitendra Kumar Mishra, Independent Director and Mr. Amar Singh

CFO of our Company. In addition, Mr. Sanjay Gupta, statutory auditor and Mr. Krishna Kumar Singh, from KKS & Associates, secretarial auditor have also join us.

In accordance with the provisions of the Companies Act, 2013 and SEBI Listing Regulations, the Members have been provided the facility to exercise their right to vote by electronic means, both through remote e-voting and e-voting at the AGM.

Remote e-voting facility was made available to all Members holding shares as on the cut-off date, during the period commencing from Friday, September 18, 2020 at 9 AM IST till Sunday, September 20, 2020 at 5 PM IST .Remote e-voting has been blocked on September 20, 2020 at 5.00 pm.

Members joining the meeting through video conferencing/OAVM, who have not already cast their vote by means of remote e-voting, may vote through e-voting facility provided on the AGM portal by NSDL. The e-voting module for voting at the AGM shall be disabled by the NSDL 15 minutes after the conclusion of this Meeting. The Members who have cast their vote by remote e-voting prior to the AGM shall not be entitled to cast their vote again.

The Board of Directors has appointed Mr. Krishna Kumar Singh, Proprietor of M/s KKS & Associates, as the Scrutinizer for this meeting. Based on the report of the Scrutinizer, the combined results of remote e-voting and the e-voting done at the meeting today will be announced and displayed on the website of the Company within 48 hours from the conclusion of this meeting and will also be submitted to the stock exchanges as per the requirements under the SEBI Listing Regulations.

If any person having any query then can also share simultaneously. The Chairman Sir will reply the same.

Now I would like to request to Mr. Gajraj Jain, Chairman Cum Managing Director to proceed the meeting.

Thank you.

Mr. Gajraj Jain (Chairman Cum Managing Director)

Good morning Ladies & Gentlemen,

I, Gajraj Jain, Chairman of your Company welcomes you all to the 35th Annual General Meeting of Chandra Prabhu International Limited.

I hope all of you and your family is safe and keeping well during this Covid-19 pandemic. We are amidst one of the biggest crises we have seen in our lifetime. I am confident that this crisis too will pass and we will emerge stronger.

Due to the widespread pandemic, this Annual General Meeting is being held through video conferencing in accordance with the circulars and guidelines issued by the Ministry of Corporate Affairs and SEBI.

The notice of the 35th Annual General Meeting and the Annual Report, containing Audited Financial Statements for the year ended March 31, 2020 and Board's and Auditors' Reports, have been sent by electronic mode on the e-mail addresses registered with the Company's RTA or Depositories. These documents have also been made available on the Company's website www.cpil.com.

Considering the above, the Notice is being taken as read.

Mittal Garg Gupta & Co., Statutory Auditor, have submitted their report for the financial statements for the year ended March 31, 2020. The Auditors' report does not contain any qualifications/modified opinion or adverse remarks. There being no qualifications, the entire report is not required to be read in this meeting and the Auditors' Report is being taken as read.

I would now like to highlight some key financial figures & facts on the company operations for the financial year ending 31st March, 2020.

I am delighted to tell you that during the year, the turnover of the company is at Rs. 11,913.26 lacs and is the highest turnover in the history of the company. It is a hike of about 31.75% over the turnover of the previous year of Rs. 9,042.46 lacs.

The Company deals mainly in coal, synthetic rubber and Agro Foods Product business and segment wise turnover for the year is :

Coal: 10274.64 Lacs

Synthetic Rubber: 57.49 lacs

Agro Food: 1,581.13 lacs

The year under review resulted in Net profit of Rs. 190.59 lacs as compared to Net profit of Rs. 343.87 lacs in the previous year, despite of increase in Turnover, due to increased cost. We are hopeful that in future with increased volume the profitability will improve. The Company has started importing of coal and has done fairly well in coal segment during the fiscal.

Future Plan /Prospect

The Company, with its new and improved plans, is in final stage of negotiation with Indian Parties for its operations with enhanced product portfolio. The Company had also planned to operate its Rubber & Agro Food Division in full-fledged manner and I am confident that the upcoming financial year 2020-21 will be more promising and we shall be able to deliver and successful in creating wealth to the Company and its stakeholders.

Corporate Governance

Good corporate governance has always been the hallmark of our company. The philosophy of the company is to ensure transparency in its dealings and compliances with laws and regulations of the Country's in order to promote ethical conduct of business.

I would like to express my sincere appreciation to our employees for their dedication and hard work which are invaluable contribution to your company's performance. I would also like to thank our management team and Board of Directors including our independent Directors for their support and inputs.

Thank you once again for your time and your continued patronage to the Company

I would now like to proceed with the items on the agenda for this meeting.

A. Ordinary BUSINESS (es)

AGENDA ITEM NO. 1

Adoption of Audited Financial Statement (Standalone) for the Financial Year Ended 31st March, 2020 and reports of the Board of Directors and Auditors thereon.

AGENDA ITEM NO. 2

Appointment of Director in place of Mrs. Hemlata Jain (DIN: 00049212), who retires by rotation and being eligible, has offered herself for re-appointment.

B. SPECIAL BUSINESS(ES)

AGENDA ITEM NO. 3

Appointment of Branch Auditor of the company.

If having query then Please share.

Ms. Komal (Company Secretary) to Moderator Please share the query sheet to Chairman Sir.

Moderator –Yes Madam

Rajesh Garg (Shareholder)

Sir, can we expect bonus or split in the share in near future

Mr. Gajraj Jain (Chairman Cum Managing Director)

Still there is no plan of Company regarding any bonus issue or split of share in future.

Vimal Jain (Shareholder)

Is there any plan of right issue in this Financial Year.

Mr. Gajraj Jain (Chairman Cum Managing Director)

Still there is no plan of Company regarding any right issue

Ajay Kumar Jain (Shareholder)

Want to speak

Mr. Gajraj Jain (Chairman Cum Managing Director)

Plz Connect Mr. Ajay Kumar Jain

Ms. Komal (Company Secretary)

Due to transmission we are Unable to connect Sir.

Mr. Gajraj Jain (Chairman Cum Managing Director)

Ok

Mr. Abhishek (Shareholder)

Impact of the COVID-19 on the Company

Mr. Gajraj Jain (Chairman Cum Managing Director)

Due to this COVID-19 situation, the profit of the Company got effected. Due to this lockdown situation the trading of the company got effected so that the sales of the company goes down and the company suffers losses in the 1st quarter but in the 2nd quarter we are capable to complete our all targets and commitments.

Ms. Komal (Company Secretary)

Chairman Sir, Any other query of Shareholder?

Mr. Gajraj Jain (Chairman Cum Managing Director)

No query

Ms. Komal (Company Secretary)

Ok Sir

Mr. Gajraj Jain (Chairman Cum Managing Director)

Thank you all for attending the AGM.

So here I conclude our 35th AGM with my vote of Thanks.

Thank you all Stay Home, Stay Safe and Stay Healthy.

Thank you.

Ms. Komal (Company Secretary)

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Thank you all for attending the meeting.

Thank you Stay Home, Stay Safe and Stay Healthy.

Thank you.