



# HLV LIMITED

August 3, 2023

**The Department of Corporate  
Services  
BSE Limited**  
Phiroze Jeejeebhoy Towers,  
Dalal Street,  
Mumbai – 400 001  
**Scrip Code: 500193**

**The Listing Department  
National Stock Exchange of  
India Limited**  
Exchange-Plaza, 5th Floor,  
Plot No .C/1,G block,  
Bandra Kurla Complex,  
Bandra (E), Mumbai – 400 051  
**Scrip Code: HLVLTD**

Dear Sir,

**Sub: Proceedings of the 42<sup>nd</sup> Annual General Meeting (“AGM”) of the Company held on  
3<sup>rd</sup> August, 2023**

The 42<sup>nd</sup> Annual General Meeting (“AGM”) of the Company was held today i.e. Thursday, 3<sup>rd</sup> August, 2023 at 3.00 p.m. (IST) via two-way Video Conference / Other Audio Visual Means, without the physical presence of its Members at a common venue, to transact the business as stated in the Notice dated 29<sup>th</sup> May, 2023, convening the AGM. All the items of business contained in the Notice were transacted and passed by the Members with the requisite majority through e voting process.

In this regard, please find enclosed the proceedings of the AGM as per the requirement of Regulation 30, Para A of Part A of Schedule III of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

You are requested to kindly take the same on record.

Thanking you,

For **HLV Limited**

**Savitri Yadav  
Company Secretary**

Encl: as above

## **Proceedings of the 42<sup>nd</sup> Annual General Meeting**

The 42<sup>nd</sup> Annual General Meeting ('AGM' or 'Meeting') of the Members of HLV Limited was held today i.e. Thursday, 3<sup>rd</sup> August, 2023 at 3:00 p.m. (IST). The Meeting was conducted through a two way Video Conferencing mode or other Audio Visual Means ("VC/OAVM") without the physical presence of its Members at a common venue, from the 8<sup>th</sup> Floor, The Leela, Sahar, Mumbai 400059 which was the deemed venue of AGM. The Company, while conducting the Meeting, adhered to the circulars issued by the Ministry of Corporate Affairs ('MCA') and the Securities and Exchange Board of India ('SEBI').

The Company Secretary welcomed the Members at the Meeting and briefed them on certain points relating to the participation at the Meeting through VC.

Company Secretary informed that the Registers as required under the Companies Act, 2013 and other relevant documents mentioned in the Notice are available for inspection.

Mr. Vivek Nair, Chairman and Managing Director, Chairman of the Board, chaired the Meeting in terms of Article 85 of the Articles of Association of the Company. The requisite quorum being present, the Chairman called the meeting to order.

Chairman invited the directors participating through VC to introduce themselves and introduced the Directors and Key Managerial personnel of the Company present at the deemed venue of the Meeting.

The representatives of M/s. N. S. Shetty & Co., Statutory Auditors and M/s. R. Bhandari & Co., Secretarial Auditor and the Scrutinizer, also attended the Meeting through VC.

The Chairman then addressed the Members and touched upon various matters like present affairs of the Company, business scenario, and short business prospects of the Company.

Since the Notice was already circulated to the members, the Notice convening the AGM was taken as read.

The following items of business were transacted at the Meeting:

1. Adoption of Audited Financial Statements of the Company for the financial year ended March 31, 2023 together with the report of the Board of Directors and Auditors thereon.
2. To appoint a Director in place of Mrs. Salini Madhu Nair (DIN: 00011223), who retires by rotation and being eligible offers herself for re-appointment.
3. Appointment of Ms. Niranjana Unnikrishnan (DIN: 10140976) as an Independent Director.
4. Re-appointment of Ms. Saija Ramchandran Nair (DIN: 03623949) as an Independent Director for the second term.
5. Change in place of keeping registers and records of the Company.
6. Ratification of related party transactions with Leela Lace Holdings Private Limited, a promoter Group Company.

The Company Secretary informed the Members that the Company has provided to its members the facility to cast the votes through remote electronic voting system provided by National Securities Depository Limited (NSDL), on all resolutions set forth in the Notice before the AGM as well as during the AGM.

The Company Secretary informed the members that the Statutory Auditors, M/s. N.S. Shetty & Co. has expressed unqualified opinion in the audit report for the financial year 2022-23. The Company Secretary drew the attention of members to the observations of Statutory Auditors in their report and comments of secretarial Auditor in their report and explanation for the same in Annual Report 2023. The Company Secretary further informed that there were no other qualifications, observations or adverse comments of auditors on financial statements and matters, which have any material bearing on the functioning of the Company.

The Company Secretary then invited the Members to express their views and ask questions. The Members were given an opportunity to speak in the order in which they had registered their names.

The Chief Financial Officer responded to the queries of members received to the Company before the meeting as well as queries asked during the meeting.

The Chairman informed the Members that the voting on the NSDL platform is still available for members for next 15 minutes and requested the members who have not casted their vote during remote e voting period and present at the meeting through VC to do so. The Chairman further informed the members that the Board of Directors has appointed Mr. Raghunath Bhandari, Practicing Company Secretary, Proprietor of M/s. R. Bhandari & Co. Company Secretaries, as the scrutinizer to supervise the e-voting process. The Chairman authorized Ms.Savitri Yadav, Company Secretary, to declare the result of the voting and place the results on the website of the Company.

The Chairman then thanked the Members, directors, auditors and others for attending and participating in the Meeting through VC. The Chairman then declared the proceedings as closed.

The meeting concluded at 4:05 p.m.

The e-voting facility was kept open for the next 15 minutes to enable the Members to cast their vote.

This is for your information and records.

Thanking you,

For **HLV Limited**

**Savitri Yadav**  
**Company Secretary**