



RELIANCE CHEMOTEX INDUSTRIES LIMITED

Registered Office: Village Kanpur, Post Box No.73, Udaipur, Rajasthan, 313003

CIN: L40102RJ1977PLC001994

Tel: +91 (0) 294 2491489 ; +91 (0) 294 2491490 | Fax: +91 (0) 294 2490067

E-mail: cs@reliancechemotex.com | Website: www.reliancechemotex.com

AGM SPEECH

Date: -	September 21, 2023
Day: -	Thursday
Time: -	11:00 A.M.
Venue: -	Through Video Conferencing or Other Audio Visual Means

Utkarsh Gaur, Company Secretary & Compliance Officer	<p>It is now 11 o'clock.</p> <p>64 members have joined the meeting.</p> <p>Good morning and a very warm welcome to all the shareholders at the 45th Annual General Meeting of Reliance Chemotex Industries Ltd. I am Utkarsh Gaur, Company Secretary & Compliance Officer of your company.</p> <p>Hope all of you are doing well.</p> <p>Before we commence, I would like to inform you that this Annual General Meeting is being held through Video Conferencing or Other Audio Visual Means in accordance with the General Circulars issued by the Ministry of Corporate Affairs and Securities and Exchange Board of India from time to time, applicable provisions of the Companies Act, 2013 and the SEBI Regulations. The members attending the meeting through video conferencing shall be counted for the purpose of quorum. Since this AGM is being held through video conferencing, physical attendance of members has been dispensed with. Accordingly, the facility for the appointment of</p>
---	---

	<p>proxies by the members is not available for the AGM and hence, the inspection of the Proxy Register is not applicable, Only corporate bodies are allowed to appoint their representatives.</p> <p>During the AGM, Members facing any technical issue are requested to call the helpline number of NSDL as mentioned in the notice of the AGM.</p> <p>Members may note that, since the AGM is held through Video conferencing or Other Audio Visual Means, the resolutions mentioned in the notice convening this AGM have already been put to vote through remote e-voting. As the facility of e-voting is also available at the AGM, there will be no proposing or seconding of the resolutions. Members who have not yet cast their vote by remote e-voting, can exercise their voting rights at the AGM through e-voting by following instructions as mentioned in the notice of the AGM for remote e-voting. The members can vote at the AGM through e-voting from the commencement of this AGM till 15 minutes after the conclusion of this AGM.</p> <p>The statutory registers maintained by the Company as required under the Companies Act, 2013 and Articles of Association of the Company have been made available electronically for inspection by the members during the AGM.</p> <p>I now request our Chairman, Mr. Ramadoss Srinivasan, to take over the proceedings of the meeting.</p> <p>Thank you and over to you Chairman Sir.</p>
<p>Mr. Ramadoss Srinivasan, Chairman</p>	<p>Thank you so much, Utkarsh.</p> <p>On behalf of the Board of Directors, I Ramadoss Srinivasan, Chairman of the Board, welcome you to the 45th Annual General Meeting of Reliance Chemotex Industries Ltd. I am joining this meeting from Chennai.</p>

I have been informed that the requisite quorum for the meeting is present, and accordingly, I hereby call the meeting to order. Participation of members through video conferencing has been reckoned as a quorum in accordance with the circulars mentioned earlier and as per Section 103 of the Companies Act, 2013.

I would like to mention that if during the meeting any technical issue arises, I would request Mr. N. G. Khaitan to please carry forward from there.

Before I begin my address, Let me take this opportunity to introduce all the Board members participating in this meeting through video conferencing.

Mr. Sanjiv Shroff, Managing Director of the Company and member of the Stakeholders' Relationship Committee is joining us from Mumbai;

Mr. Rahul Shroff, Whole-time Director of the Company is joining us from Mumbai;

Mr. Ameya Shroff, Whole-time Director of the Company is joining us from Mumbai;

Mrs. Dipika Shroff, Non-Executive Director of the Company is joining us from Mumbai;

Mr. Nand Gopal Khaitan, Non-Executive Director of the company and member of the Audit Committee is joining us from Kolkata;

Mr. Ram Niwas Sharma, Independent Director of the Company and Chairman of the Audit Committee is joining us from Gurgaon. Mr. Sharma is also a member of the Nomination & Remuneration Committee and Stakeholders' Relationship Committee of the Company.

Mr. Narayan Shroff, Independent Director of the Company and Chairman of the Nomination & Remuneration Committee and the Stakeholders' Relationship Committee is joining us from Kolkata;

In addition to our Directors, We also have with us Mr. Chandrasekaran Rajagopalan, Chief Financial Officer of the company, who is joining us from Mumbai.

The Chairman of the Audit Committee, Nomination and Remuneration Committee and the Stakeholders' Relationship Committee are present at the AGM.

We also have with us Mr. P.K. Jain, Partner of M/s Jain Pramod Jain & Co., Statutory Auditor of the company, Mr. Manoj Maheswari Partner of M/s V.M. & Associates, Secretarial Auditor of the company for the financial year 2022-23, Mr. S.N. Bhandari and Ms. Manisha Maheshwari Partner of M/s Bhandari & Associates, Secretarial Auditor of the company for the financial year 2023-24 and Mr. Mohit Vanawat, Practicing Company Secretary, appointed as a Scrutinizer, attending this meeting through Video Conferencing.

I am satisfied that all the efforts feasible under the circumstances have been made by the Company to enable Members to participate and vote on the items being considered at this meeting.

Before we take up the items as per the Notice, Let me now try and place our performance for the financial year 23 in the larger context of the environment we are living through. As you are all aware, the macroeconomic environment last year was challenging and continues to remain so. Even as the pandemic receded, the Ukraine war entered its second year, and global interest rates continued to remain high. These factors have impacted client spending, especially towards the second half of financial year 23. The Indian economic and financial environment, however, remained resilient and GDP growth for FY23 is estimated at 7.2 percent. Growth was underpinned by strong investment activity, bolstered by the government's capex push, buoyant private consumption and the increased thrust on digitalisation. I would like to take this opportunity to

convey my optimism on the future of India. The country is now driven by aspirations to become a developed nation. This vision includes a technology-driven and knowledge-based economy, with strong public finances and a robust financial sector.

Despite the persistent challenges faced by the textile sector and industry at large, both on the global and the domestic front, your Company's performance for the year under review has been commendable.

Your Company has reported a turnover of Rs. 371.04 crores (Rs. 368.36 crores in FY22) and an EBITDA of Rs. 40.40 crores (Rs. 48.02 crores in FY22). Exports contributed 57.45 % of the Company's revenue and continue to be an important focus area for the Company. This has been possible due to our ability to quickly adapt to the changing business environment and due to our three-pronged strategy: a continued focus on technical textiles, on further improving our already versatile, value-added product mix and on strategic cost reduction.

We remain positive about the future and our ability to thrive in the challenging yet promising textile industry.

During the year under review, the Company embarked on an expansion project with a total project cost of approximately Rs. 100 crores. This expansion will expand our capacity by approximately 12,480 spindles, will focus on the modernization and expansion of our dyeing facilities and will also add machinery to help debottleneck certain production processes.

The implementation of the project is progressing well and we envisage that it will be completed during this financial year. This expansion will increase operational efficiencies, reduce operating costs by taking further advantage of economies of scale, improve profitability and expand our product offering.

Your Company remains committed to expanding its Solar Power Capacity. We have enhanced our Solar Power Capacity to 3.5 MW and will scale this

capacity up to 5 MW in this financial year. This will reduce the Company's carbon footprint, lead to significant cost savings and will, to a certain extent, insulate the Company from fluctuations in Industrial Power Tariff Rates.

As part of our CSR commitments, we have continued directing our support to education and healthcare. We continue to strengthen our efforts on sustainability through various means that will have a meaningful impact on our company, its employees, the environment and other stakeholders. This has been detailed in our Annual Report.

I would like to express my gratitude to all our shareholders for their continued faith in us.

I conclude my speech and we will now carry on with the business of the meeting. The notice convening the 45th AGM along with the Annual Report for the financial year ended 31st March 2023 consisting of financial statements including the Board's Report and Auditor's Report, has been sent only to members whose email IDs are registered with the Company or the Registrar and Share Transfer Agents or the Depository Participants through electronic means. The notice has also been hosted on the website of the company. With your permission, I shall take the notice of the AGM as read.

The Company has presented the financial statements of the company for the financial year 2022-23 as per the requirements under the Companies Act, 2013. The Auditor's Report on the financial statements does not have any qualifications, observations or comments on financial transactions or matters which have had any adverse effect on the functioning of the company and the Secretarial Audit Report for the financial year ended 31st March 2023 issued by M/s. V.M. & Associates also does not contain any qualifications, observations or adverse remarks, accordingly, the said reports are not required to be read at this meeting. With your permission, I will also take the Auditor's Report as read.

We now take up the resolutions as set forth in the notice.

ORDINARY BUSINESS:

Item No. 1 - Adoption of Audited Financial Statements

To adopt the Audited Financial Statements of the Company for the Financial Year ended on March 31, 2023, together with the Reports of the Board of Directors and the Auditors thereon.

Item No. 2 - Declaration of Dividend

To declare a Final Dividend of Rs. 2.5 /- per Equity Share of face value Rs. 10 each for the Financial Year 2022-23.

Item No. 3 - Appointment of a Director retiring by rotation

To appoint a Director in place of Mr. Nand Gopal Khaitan (DIN: 00020588), who retires by rotation and being eligible, offers himself for re-appointment.

Item No. 4 - Appointment of a Director retiring by rotation

To appoint a Director in place of Mr. Rahul Shroff (DIN: 02301693), who retires by rotation and being eligible, offers himself for re-appointment.

SPECIAL BUSINESS:

Item No. 5 - Ratification of Remuneration of Cost Auditors

To ratify the remuneration payable to M/s. N. N. & Associates, Cost Accountants (Firm Registration No.: 002322) Cost Auditors of the Company.

Item No. 6 - Re-appointment of Mr. Sanjiv Shroff (DIN: 00296008) as Managing Director of the company

To consider the re-appointment of Mr. Sanjiv Shroff (DIN: 00296008) as Managing Director of the company for a period of three years.

Item No. 7 - To alter Articles of Association of the Company

To consider the alteration of Articles of Association of the Company with respect to removal of Common Seal clause.

Further, I would like to inform you that in compliance with the Companies Act, 2013 and relevant Rules and SEBI Listing Regulations, the Company

	<p>had provided an opportunity to all its members to exercise their voting rights through electronic voting between Sunday, September 17, 2023 - 9 am and Wednesday, September 20, 2023 - 5 pm. Shareholders who have not cast their votes earlier and are participating in this meeting can cast their votes now through the e-voting module made available by NSDL.</p> <p>Now I wish to draw the attention of all members participating in the AGM to the E-voting platform provided by NSDL, which will remain open for 15 minutes after the conclusion of the AGM for voting on all the agenda items as set out in the notice of AGM.</p> <p>The Board has appointed Mr. Mohit Vanawat, Practicing Company Secretary as a Scrutinizer for conducting the e-voting process in a fair and transparent manner and to scrutinize the votes casted and to submit a consolidated report of voting in compliance with the provisions of the Companies Act, 2013, and the SEBI Listing Regulations, 2015.</p> <p>I now authorise Company Secretary to declare the results of the remote e-voting as well as the electronic voting done at the AGM today, along with the Scrutinizer's Report. The results will be announced within 2 working days from the conclusion of the meeting and shall be updated on the website of the company as well as the e-voting website of NSDL along with the Scrutinizer's Report. The same would also be recorded as part of the proceedings of the AGM.</p> <p>So, all the items of business as per the Notice of the 45th Annual General Meeting have been taken up. I now declare the proceedings of this annual general meeting of the Company as completed.</p> <p>Thank you.</p>
<p>Utkarsh Gaur, Company Secretary & Compliance Officer</p>	<p>Thank you, Sir,</p> <p>Now I request Mr. Nand Gopal Khaitan, Non-Executive Director of the Company to propose the vote of thanks.</p>

<p>Mr. Nand Gopal Khaitan, Non-Executive Director</p>	<p>Thank you, Utkarsh</p> <p>Good Morning everyone. It is my pleasure to virtually meet all of you today for the 45th Annual General Meeting of your Company.</p> <p>On behalf of the Board of Directors, I wish to thank every member of the Reliance family for their hard work, dedication and commitment, to whom the credit for the Company's achievements goes.</p> <p>Your Company looks upon its suppliers, distributors, business partners and others associated with it in its progress and the Board places on record its appreciation for the support and co-operation from all of them.</p> <p>On behalf of the Board, I also take this opportunity to express their deep sense of gratitude to the Banks, Government and Regulatory authorities, both at the Central and the State levels for their continued guidance and support.</p> <p>I also thank all the Directors for joining the meeting.</p> <p>And to you, our shareholders, we are deeply grateful for the confidence and faith that you have always reposed in us.</p> <p>The meeting is now concluded.</p> <p>Stay safe and healthy. We look forward to seeing you at the next Annual General Meeting. Thank you.</p>
--	--