

TRANSCRIPT OF THE 65TH ANNUAL GENERAL MEETING OF THE MEMBERS OF GODAVARI BIOREFINERIES LIMITED, HELD ON HELD ON FRIDAY, 30TH OCTOBER, 2020 AT 11.30 A.M. THROUGH VIDEO CONFERENCE (“VC”) OTHER AUDIO VISUAL MEANS (“OAVM”)

Chairman	<p>Good Morning everyone, I have been informed that the requisite quorum is present and call the meeting to order. On behalf of the Board of Directors of Godavari Biorefineries Limited, I welcome the Shareholders to our 65th Annual General Meeting of the Company.</p> <p>This meeting is as per the framework issued by the Ministry of Corporate Affairs vide General Circular No. 14/ 2020 dated 8th April 2020, General Circular No. 17/2020 dated 13th April 2020 and General Circular 20/2020 dated 5th May 2020.</p> <p>Now I formally introduce the Directors, Key Managerial Persons and Auditors present in the meeting. I, Myself, Samir Somaiya, Chairman and Managing Director, Dr. Sangeeta Srivastava, Executive Director, Shri Bhalachandra Bakshi, Executive Director, Shri Mohan Somanathan, Director Works – Sakarwadi, Prof. Lakshmi Kantam, Independent Director), Shri Kailash Pershad, (Independent Director and Chairman of Audit and Nomination and Remuneration Committee) I don’t think he is there, Shri Hemant Luthra (Independent Director), Preeti Singh Rawat (Non – Executive Director) Mr. Sanjay Puri, Director is not participating due to prior commitment. We have also amongst us Mr. V.V. Joshi, our former Executive Director. I think I have said Kailash Pershad, but he is also not present today. I have also Key managerial personnel, Shri Naresh Khetan, Chief Financial Officer, Ms. Swarna Gunware, Company Secretary, Shri Vimlesh Mehta, Partner, Verma and Mehta Associates (Statutory Auditors), Mr. Tushar Shridharani, Secretarial Auditor and Scrutinizer for this Meeting, Two other directors Jayendra Shah and Uday Garg are also not present today for other commitments. Now, Swarna will brief regarding Evoting. You have to unmute</p>
Company Secretary	<p>Sorry. Regarding E Voting, Pursuant to Section 108 of the Companies Act, 2013, read with Rule 20 of the Companies (Management and Administration) Rules, 2014 and Secretarial Standards on General Meeting (SS-2) issued by the ICSI, the Company provided e-voting facility to all its shareholders. Remote E-voting was open since 9.00 am on 27th October, 2020 up to 5.00 pm of 29th October, 2020. The E-voting facility to the members encourages all the members to vote even those who are not located in Mumbai. Further to enable shareholders who are present at the meeting and who have not e-voted can cast their vote by use of “Venue voting”, as provided by NSDL, in accordance to framework issued by the Ministry of Corporate Affairs vide General Circular No. 14/ 2020 dated 8th April 2020, General Circular No. 17/2020 dated 13th April 2020 and General Circular 20/2020 dated 5th May 2020. All the statutory registers as per Companies Act, 2013 required to be kept open for inspection at the annual general meeting for the shareholders are available for inspection. The Notice of the meeting has already been circulated to the shareholders and with concurrence of members; I shall take the same as read. There are no qualifications, observations or comments on financial transactions or matters in the Auditors’ Report which will have any adverse effect on the functioning of the company, therefore in accordance with Section 145 of Companies Act, 2013 the Auditor’s Report is not required to be read. Further, there are no qualifications, reservations or adverse remarks in the Secretarial Auditor’s Report. Now, I request Shri Samir Somaiya, Our Chairman and Managing Director to address the shareholders.</p>
Chairman	<p>Thank you, Thank you Swarna</p> <p>Dear Shareholders The Coronavirus has dramatically affected lives and livelihoods. It would not be wrong to say that the world has changed around us, and there is great degree of uncertainty in what confronts us. The coronavirus has brought the world economy to its</p>

knees, and there is a fall in demand. Some of our customers have signalled that their indications of purchase will not be met, and that the current uncertainty does not allow them to clearly know what the effect of this virus will be.

We have started making hand sanitizers at both of our locations. In Karnataka, we were the first distillery to get the permission to make the sanitizer. Similarly, in Maharashtra, we requested that we be allowed to use our imported ethanol for the purpose. We have started selling these under the name 'Paavan'. We have also started selling our ethanol to producers of sanitizers.

There are many global efforts underway to combat the pandemic. We do hope that this is soon behind us and life returns to some normality.

We are continuing on our journey of creating a world class cascading biorefinery. Our strategy is to add value to our feedstock, and its related biomass. To convert biomass into value added products, chemically, physically or biologically.

The Indian economy continues to produce more sugarcane and consequently, more sugar than it can consume. This past year, the Government further changed the policy to include the making of ethanol from sugarcane juice/syrup. Sugarcane as a feedstock and its conversion to ethanol as a biofuel mitigates climate change and helps India meet its climate security needs. To incentivize this, the Government announced a better price of about Rs. 59 per liter for ethanol made via this route. In fact yesterday, the Government of India has further increased price to 62+ for ethanol made via this route. The Government continues to push for a larger ethanol blending programme. They had also earlier announced that ethanol prices will be linked to the FRP.

Your company was one of the first companies in India to start the manufacture of sugarcane juice/syrup to make ethanol. The Government has also made it easier to get regulatory approval for expansion of ethanol capacity. Last year, we had increased our capacity of ethanol from 200,000 lpd to 320,000 lpd in the last season. In light of the new policy, we have got approvals and will be further expanding our ethanol capacity to 400,000 lpd in the coming season beginning November in a few weeks from now this expansion. This will be the largest ethanol capacity at one location in India at this time. We expect to divert over 40% of our sugar to make ethanol (up from 26% in the last season). This degree of optionality is only seen in mills in Brazilian.

This has benefited your company by reducing the stock inventory. Your company has also brought in equity capital via a rights issue. The reduction in inventory and the capital raise have reduced the debt in the company.

As a result of our efforts, sugar as a percentage of our business has reduced. Sugar used to be 50% of our business in 2015 and now it is less than 40%. We are expected to be around 30% in the coming season.

We are further exploring ways to further expand our production of ethanol. I think last season sugar was 40%

Also we are producing ethanol and last year we produce 56 million ltr. 5.6 crores of ethanol and we are expecting that in this coming year. Coming season not financial year. coming season we expect 7.56 crores of alcohol to be produced. Last season, we delivered 37.8 million litres of ethanol to the blending programme. In the coming season, we expect to deliver more than 70 million litres to the Oil marketing companies (OMC's). We hope that in the coming few years, we will cross 100 million litres of ethanol production.

The floods of the last monsoons have had a great impact on the cane availability of

Maharashtra and Karnataka last year. Maharashtra lost over 40 % of the Sugar production compared to Season 2018-19, whereas Karnataka lost about 25 % . This adversely affected the sugarcane cane yield by 13% and lowered recovery for your Factory too. Farmers continued to support your company with cane as reflected in the degree of reduction of cane crushed when compared with the average of Karnataka and Maharashtra. Rains in the current monsoons have been good, and we are hoping for a much season this year.

The COVID has impacted the chemical division in different ways. Some chemicals have faced reduced demand and a fall in prices. Other chemicals are performing well and are backed by strong demand from customers.

Godavari Biorefineries has been a pioneer in the use of Sustainable and Renewable Resources to produce chemicals. Our close cooperation with many of the large companies to develop and produce products for them is helping us sustain and grow our pipeline for new products. Customers have expressed renewed and strong interest in sourcing products that are renewable, sustainable, and adhering to the 'green chemistry' principles. We are continuing our dialogue with them.

Your company has also received the prestigious Bonsucro certification. The Bonsucro certification is for good sustainability practices around sugarcane. We are one of only seven Indian sugar companies that have been certified in this manner. Many of our global customers prefer that we have such a certification. We have also received the Responsible Care re-accreditation for our company from the Indian Chemical Council for a period of 3 years. We are one of only about a hundred chemical companies in India (out of more than a few thousand) who have this certification.

Your Company plans to implement the production of SOP (Sulphate of Potash) which is a valuable fertilizer to the farmer as it improves the quality and the yield of crop. SOP is considered a premium-quality potash makes plants more resilient to drought, frost, insects and even disease. It contains two key nutrients for growing crops: potassium and sulfur. Most often SOP is used on high-value crops like fruits, vegetables, nuts, tea, coffee and tobacco. The fertilizer works better on crops that are sensitive to chloride, which can be toxic to some fruit and vegetable plants. Our researchers working with a technology provider have been able to extract potash from the waste of the incinerator boiler. A successful commissioning of the same will result in a circular economy in Potash. Farm, process, extract, recycle and again.

The making of SOP will add to the range of products that your company currently manufactures from sugarcane, and there are many more products in the pipeline.

We continue to work closely with the farmer. We are inextricably linked together. Our aim is to see that the farmer and the farm are healthy. To do this, we continue to work on introducing drip irrigation, intercropping, soil testing, subsequent supply of quality inputs, supply of tissue culture plantlets, and agronomic practices for achieving high yield. We collaborate with KIAAR, K J Somaiya Institute of Applied Agriculture Research, to demonstrate new techniques that would improve productivity, optimize resource use, and maintain soil fertility. Our experiments on using older and traditional techniques and modern science with KIAAR have shown good results.

I am delighted to say that your company won the FKCCI Award for Best Exporter for Bagalkot District' for the year 2019, competing against all industries in the Bagalkot district.

We have also received "India Green Energy Award - 2019" in the category of Outstanding Renewable Energy Generation - Biofuel by Indian Federation of Green Energy New Delhi. Godavari Biorefineries Ltd at Sakarwadi was awarded "The First Prize (PLATINUM AWARD) in ENVOSAFE EHS Excellence award" conducted by Dy. Director of Industrial Safety and Health, Ahmednagar, Maharashtra.

In closing, these are difficult times. We have created optionality by participating in the ethanol blending programme announced by the Government of India. This optionality allows us to better manage risk. We are also trying to add value by working on value added chemistry. Finally, we continue to be working on creating a circular and cascading biorefinery. Our proposed SOP project is a step in that direction. We hope that we set an example of creating a sustainable and innovative enterprise that adds value to all stakeholders.

Further, after many year we have started crushing for the sugar season, in October itself. Compliments to our team and best wishes to our farmers. We started on the 26th October, 2020.

I wish you a very happy Diwali celebrations looking forward and a prosperous New Year!! Thank you very much. If I may I can go ahead and discussing the Evoting process of AGM The shareholders who are present at the Meeting however, not voted through remote E-Voting can cast their vote thorough the Venue Voting facility provided by the NSDL during the Meeting, on all the resolutions of ordinary and special businesses as set out in items 1 to 10 of the Notice of the 65th Annual General Meeting.

The results of voting on each resolution shall be determined by adding the votes of the venue voting and Remote e voting in favor or against the same resolution.

Mr. Tushar Shridharani of Tushar Shri & Associates, Practicing Company Secretary is appointed as Scrutinizer to scrutinize the venue voting and Remote evoting process and report thereon in the prescribed manner.

After receipt of Consolidated Scrutinizer's report on the Remote e voting and venue voting, the results of voting shall be declared and will be uploaded on the website of the Company.

The resolutions to be passed at the annual general meeting. i now take up the resolution

Item No.1 of the Notice: To receive, consider and adopt the Standalone and Consolidated Audited Financial Statements of the Company for the financial year ended 31st March, 2020 including the Balance Sheet as at 31st March, 2020 and the Reports of the Auditors' and Directors' thereon to be passed as an Ordinary Resolution

Item No.2 of the Notice: To appoint a Director in place of Mr. Bhalachandra R. Bakshi (DIN: 03538688), who retires by rotation, and being eligible, offers himself for reappointment to be passed as an Ordinary Resolution

Item No.3 of the Notice: To appoint Mr. Hemant Luthra as an Independent Non-Executive Director to be passed as an Ordinary Resolution

Item No.4 of the Notice: To appoint Mr. Sanjay Puri as an Independent Non-Executive Director to be passed as an Ordinary Resolution

	<p>Item No.5 of the Notice: To appoint Dr. Sangeeta Srivastava (DIN-00480462) as a Director of the Company to be passed as an Ordinary Resolution</p> <p>Item No.6 of the Notice: Appointment of Dr. Sangeeta Srivastava as a Whole-Time Director Designated as Executive Director and approval of remuneration payable to her to be passed as a Special Resolution</p> <p>Item No.7 of the Notice: To ratify remuneration payable to the Cost Auditor of the Company to be passed as a Ordinary Resolution</p> <p>Item No.8 of the Notice: To contribute to Charitable and other funds to be passed as an Ordinary Resolution</p> <p>Item No.9 of the Notice: To approve Acceptance of Deposits to be passed as a Special Resolution</p> <p>Item No.10 of the Notice: To alter the Authorised Share Capital of the Company to be passed as a Special Resolution</p> <p>I Now request the Members present to provide their comments or ask their queries , if any.</p>
Swarna	There are no speakers to the meeting sir
Chairman	<p>Ok..then I proceed with the vote of thanks</p> <p style="text-align: center;">a</p> <p>I thank you for your participation and hereby announce the closure of 65th Annual General Meeting of Godavari Biorefineries Limited.</p> <p>I request the Members to cast their vote in next 15 minutes through Venue Voting facility provided by the NSDL. Link for Venue -Voting is available in your NSDL Log in. Thank you very much and looking forward for a good year and a safer year to all of you. Happy Diwali and stay safe..Namskar to my farmers shareholders who has also joined.</p>