

# NHC FOODS LTD

(Government Recognised Three Star Export House)

An ISO 22000:2005 Certified Company

CIN : L15122GJ1992PLC076277 • GSTIN :- 27AAACM3032B1Z6



**August 12, 2024**

To,  
The Listing/Compliance Department  
BSE Limited  
Phiroze Jeejeebhoy Towers,  
Dalal Street, Mumbai – 400001  
**SCRIP CODE: 517554**

Dear Sir(s),

**Sub: Outcome of the Board Meeting**

**Ref: Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) ("LODR") Regulations, 2015**

We hereby inform that Board of Directors in their meeting held today i.e. **Monday, August 12, 2024** has approved following:

1. Appointment of M/s Skyline Financial Services Private Limited ("Skyline") (SEBI Registration No: INR000003241) as Registrar and Share Transfer Agent ("RTA") of the Company in place of M/s Link Intime India Private Limited ("Link Intime") (SEBI Registration No: INR000004058), the existing RTA. The formalities for change of RTA including documentation, shifting of electronic connectivity and transition of data will be done by the Company in due course. Link Intime will continue to act as the RTA of the Company till such time the transition of data and shifting of electronic connectivity and other procedures in this regard are completed and requisite confirmations are received from CDSL and NSDL in this regard. The effective date of change of RTA will be intimated in due course. The details as required under Regulation 30 read with Schedule III of the SEBI (LODR) Regulations, 2015 is mentioned under **Annexure-I**.
2. Re-appointment of M/s JMMK & Co, Chartered Accountants, (Firm Registration no. 120459W) as the Statutory Auditors of the Company for a period of 5 (five) years from the conclusion of the Annual General Meeting (AGM) to be held in 2024 till the conclusion of the AGM to be held in 2029 on the basis of recommendation of the Audit Committee, and subject to the consent of the Members. The details as required under Regulation 30 read with Schedule III of the SEBI (LODR) Regulations, 2015 is mentioned under **Annexure-II**.
3. Re-appointment of Mr. Apoorva Shah (DIN: 00573184) as Managing Director of the Company for a term of Three (3) Years with effect from November 13, 2024 on the basis of the recommendation of the Nomination and Remuneration Committee, and subject to the consent of the Members. We hereby confirm that said director is not debarred from holding the office of Director pursuant to any order of SEBI or such other authority. The details as required under Regulation 30 read with Schedule III of the SEBI (LODR) Regulations, 2015 is mentioned under **Annexure-III**.
4. Appointment of Mr. Karan Nagdev (DIN: 10728141) as an Additional Director in the category of Non-Executive Independent Director of the Company for a Term of Five (5) Years with effect from August 12, 2024 on the basis of the recommendation of the Nomination and Remuneration Committee, and subject to the consent of the Members.

**Warehouse :** D-22/8, TTC Industrial Area,  
MIDC, Turbhe, Navi - Mumbai - 400705.

**Factory & Registered Office :** Suevey No.777,  
Umarsadi Desaiwad Road, Village Umarsadi,  
Taluka Pardi, Dist. Valsad, Gujarat - 396175.

**Corporate Office :** 419 & 420, 4th Floor, C - Wing,  
Atrium 215, Andheri - Kurla Road, Chakala, Andheri (E),  
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We hereby confirm that said director is not debarred from holding the office of Director pursuant to any order of SEBI or such other authority. Further, the said Director fulfil the criteria of Independence as required under the provisions of the Companies Act, 2013 and the Rules framed thereunder and the SEBI (LODR) Regulations, 2015. The details as required under Regulation 30 read with Schedule III of the SEBI (LODR) Regulations, 2015 is mentioned under **Annexure-III**.

5. Noting of Resignation of Ms. Monika Amit Singhania who tendered her Resignation as Non-Executive Independent Director vide Letter dated August 12, 2024 with effect from closure of business hours on August 12, 2024. She has confirmed that there are no other material reasons other than provided in the said Letter. The details as required under Regulation 30 read with Schedule III of the SEBI (LODR) Regulations, 2015 is mentioned under **Annexure-IV**.
6. In view of the above Appointment and Resignation of Directorship, the Board on the basis of recommendations of Nomination & Remuneration Committee approved the Reconstitution of the Committees with effect from August 13, 2024 which is mentioned under **Annexure-V**.

This is for your information and record.

Thanking you,

Yours faithfully,

**FOR NHC FOODS LIMITED**

**APOORVA SHAH**  
**MANAGING DIRECTOR**  
**DIN: 00573184**

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## Annexure – I

Brief details of RTA seeking Appointment as required under Regulation 30 read with Schedule III of the SEBI (LODR) Regulations, 2015

Sr. No.	Particulars	Details
1	Reason for appointment or discontinuation	Skyline is the most trusted and valued in the business of corporate registry services with a distinguished history of excellence, having experience of more than two decades. It has more than 2000+ clients which makes it one of the leading RTA. It has a team of professionals to serve the client's 24 x 7. Skyline caters the need of primary and secondary market related to processing & maintaining of Public Issues, Right Issues, Bonus Issues, Open Offers, Delisting Offers and Share Transfer database of exiting corporate players in the capital market as well as the new entrants.
2	Date on which above would become effective	On completion of regulatory process for change of RTA as stated in this intimation.

FOR NHC FOODS LIMITED

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MANAGING DIRECTOR  
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## Annexure-II



### Brief details of the Statutory Auditors seeking Re-appointment as required under Regulation 30 read with Schedule III of the SEBI (LODR) Regulations, 2015

Sr. No.	Particulars	Disclosures
1.	Reason for change	Re-appointment of M/s JMMK & Co, Chartered Accountants, (Firm Registration no. 120459W) as the Statutory Auditors of the Company
2.	Date and term of Appointment / Reappointment	M/s JMMK & Co, Chartered Accountants (Firm Registration No. 120459W) will hold office as Statutory Auditors from the conclusion of the AGM to be held in 2024 and shall hold the office till the conclusion of the AGM to be held in 2029 subject to the consent of the Members.
3.	Brief Profile	JMMK & Co, Chartered Accountants ("the firm") is a young dynamic multi-disciplinary Chartered Accountants firm founded in 2000, offering all services needed by an organisation such as Audit & Assurance, Direct and Indirect Taxation, Financial and Management Consultancy, Secretarial and Regulatory Compliance, Valuations among others. The firm is led by professionals possessing in-depth knowledge in most of the very important segments of modern practice. The firm is also empanelled with RBI and CAG. Besides the partners, the firm is backed by a strong team of Chartered Accountants, Management Graduates, Company Secretaries, Cost & Management Accountants and other Qualified Professionals having immense knowledge & experience in their respective fields.

FOR NHC FOODS LIMITED

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MANAGING DIRECTOR  
DIN: 00573184

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## Annexure-III

**Brief details of Directors seeking Appointment/Reappointment, as required under Regulation 30 read with Schedule III of the SEBI (LODR) Regulations, 2015**

Sr. No.	Particulars	Disclosures	
1.	Name	Mr. Apoorva Shah	Mr. Karan Nagdev
2.	Reason for change	Re-Appointment as Managing Director for term of Three years	Appointment as Non-Executive Independent Director for a term of Five years
3.	Date of Appointment/Re-appointment	November 13, 2024	August 12, 2024
4.	Term of Appointment/Re-appointment	For a term of 3 years subject to consent of Members, liable to retire by rotation.	For a term of 5 years subject to consent of Members
5.	Brief Profile	He is Graduate in Bachelor of Commerce from Mumbai University. He has more than 30 years of experience in the export industry. He is responsible for the overall growth and development of the Company and is also responsible for creating the brand images of the Company's product lines. He is involved in the day to day affairs of the Company and is responsible for the expansion of the Company into an 'End-to End' Food Processing Company.	He is a Fellow member of Institute of Company Secretaries of India (ICSI) with a Bachelor's degree in Commerce, LLB and having extensive experience of more than 7 (Seven) years in the area of Company Secretarial Compliances of various Category / Sector of Companies including listed companies and also has working experiences in Chartered Accountancy field like Accounting, Taxation & Audits of various Companies, Partnership Firms & Proprietary Concerns.
6.	Disclosure of relationship between Directors	Mr. Apoorva Shah is father of Mr. Apar Shah	None

**FOR NHC FOODS LIMITED**

**APOORVA SHAH  
MANAGING DIRECTOR  
DIN: 00573184**

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## Annexure-IV

**Brief details of Director Resigning, as required under Regulation 30 read with Schedule III of the SEBI (LODR) Regulations, 2015**

Sr. No.	Disclosure Requirement	Details
1.	Reason for change viz. appointment, resignation, removal, death or otherwise;	Resignation as Non-Executive Independent Director
2.	Date of appointment/cessation (as applicable) & term of appointment;	Closure of Business Hours of August 12, 2024
3.	Names of listed entities in which the resigning director holds directorships, indicating the category of directorship and membership of board committees, if any	<p><b>Directorship:</b></p> <ul style="list-style-type: none"><li>a) NHC Foods Limited - Non-Executive Independent Director</li><li>b) Dolat Algotech Limited - Non-Executive Independent Director</li><li>c) Sanjivani Paranteral Limited - Non-Executive Independent Director</li></ul> <p><b>Committee Membership:</b></p> <ul style="list-style-type: none"><li>a) NHC Foods Limited:<ul style="list-style-type: none"><li>(i) Audit Committee – Chairperson</li><li>(ii) Nomination &amp; Remuneration Committee – Chairperson</li><li>(iii) Stakeholders Relationship Committee – Chairperson</li></ul></li><li>b) Dolat Algotech Limited:<ul style="list-style-type: none"><li>(i) Audit Committee – Member</li><li>(ii) Nomination &amp; Remuneration Committee – Member</li><li>(iii) Stakeholders Relationship Committee – Member</li><li>(iv) Risk Management Committee – Chairperson</li><li>(v) Corporate Social Responsibility Committee – Member</li></ul></li><li>c) Sanjivani Paranteral Limited:<ul style="list-style-type: none"><li>(i) Audit Committee – Member</li><li>(ii) Nomination and remuneration committee – Member</li><li>(iii) Stakeholders Relationship Committee - Chairperson</li></ul></li></ul>

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The Resignation Letter is attached herewith.

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MANAGING DIRECTOR  
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## Annexure-V

### a) Audit Committee:

Ms. Neha Mahesh Dhanuka	Non-Executive Independent Director, Chairperson
Mr. Manish Vyas	Non-Executive Independent Director, Member
Mr. Karan Nagdev	Non-Executive Independent Director, Member
Mr. Apoorva Shah	Managing Director, Member

### b) Nomination and Remuneration Committee:

Ms. Neha Mahesh Dhanuka	Non-Executive Independent Director, Chairperson
Mr. Manish Vyas	Non-Executive Independent Director, Member
Mr. Karan Nagdev	Non-Executive Independent Director, Member

### c) Stakeholders Relationship Committee:

Ms. Neha Mahesh Dhanuka	Non-Executive Independent Director, Chairperson
Mr. Manish Vyas	Non-Executive Independent Director, Member
Mr. Karan Nagdev	Non-Executive Independent Director, Member
Mr. Apar Shah	Whole-Time Director, Member

FOR NHC FOODS LIMITED

**APOORVA SHAH**  
**MANAGING DIRECTOR**  
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**MONIKA AMIT SINGHANIA**  
**C-903, SHAH ARCADE 1, RANI SATI MARG, NEAR WESTERN EXPRESS HIGHWAY,**  
**MALAD EAST, MUMBAI-400097, MAHARASHTRA**

**August 12, 2024**

To  
**The Board of Directors ("Board")**  
NHC Foods Limited  
C-419, 420, Atrium 215, Andheri-Kurla Road,  
Chakala, Andheri (East), Mumbai-400059

**Subject: Resignation Letter**

Dear Sir,

This is to inform the Board that due to my pre-occupation and other professional commitments, I hereby tender my resignation as a Non-Executive Independent Director of the Company with effect from closure of business hours on **August 12, 2024**. Consequently, I will also cease to be Chairperson of the Audit Committee, Nomination & Remuneration Committee and Stakeholders Relationship Committee of the Company.

I hereby confirm that there are no other material reasons for my resignation other than those mentioned above.

I take this opportunity to thank members of the Board and Committee for their continuous support and guidance during my tenure as a Non-Executive Independent Director of the Company and wish the Company every success in future.

Kindly accept my resignation.

Thanking You.

Yours faithfully,

*Monika Singhania*

**MONIKA AMIT SINGHANIA**  
**NON-EXECUTIVE INDEPENDENT DIRECTOR**  
**DIN: 07950196**

