

# Natraj Proteins Limited

SOLVENT EXTRACTION PLANT & REFINERY  
Nagpur Kalan, Ordinance Factory Road, ITARSI

Mob. No. - 7974094919

Email : natrajproteinltd@rediffmail.com

CIN : L00153 MP 1990 PLC 006090



NPL/SE/2024

Date:21<sup>st</sup> October, 2024

Online filing at [www.listing.bseindia.com](http://www.listing.bseindia.com)

To,  
The General Manager  
DCS-CRD  
BSE Ltd.  
Phiroze Jeejeebhoy Towers  
Dalal Street, Fort MUMBAI - 400001

**BSE CODE: 530119**

**Subject: Submission of the Minutes of the 33<sup>rd</sup> Annual General Meeting of the Company held on 27<sup>th</sup> September, 2024.**

Dear Sir/Ma'am,

With reference to the Regulation 30 read with Schedule III of SEBI (LODR) Regulation, 2015, we hereby submit the detailed Minutes of the 33<sup>rd</sup> Annual General Meeting of company held on Friday, 27<sup>th</sup> September 2024 at 2:00 P.M. (IST) and concluded at 2:15 P.M. (IST) through Video Conferencing (VC)/Other Audio Visual Means (OAVM) for which purpose the Registered office situated at Nagpur, Kalan, Ordinance Factory Road, Itarsi (M.P.) 461111 shall be deemed as the Venue for the meeting.

You are requested to please take on record the above said document for your reference and further needful.

Thanking you,  
Yours faithfully,  
For, NATRAJ PROTEINS LIMITED



**Aditi Randhar**  
(Company Secretary cum Compliance Officer)  
Membership No.: A72025  
Enclosed: a/a

HELD AT ..... ON ..... TIME .....

**MINUTES OF THE 33<sup>RD</sup> ANNUAL GENERAL MEETING OF THE MEMBERS OF NATRAJ PROTEINS LIMITED HELD ON FRIDAY, 27<sup>TH</sup> DAY OF SEPTEMBER, 2024 AT 2:00 P.M. AND CONCLUDED AT 2:15 P.M. THROUGH VIDEO CONFERENCING/ OTHER AUDIO VISUAL MEANS (VC)/(OVAM) FOR WHICH PURPOSE THE REGISTERED OFFICE SITUATED AT NAGPUR-KALAN, ORDINANCE FACTORY ROAD, ITARSI (M.P.) 461111 SHALL BE DEEMED AS THE VENUE FOR THE MEETING.**

**PRESENCE IN THE MEETING THOROUGH VC/OVAM:**

- |                              |                        |
|------------------------------|------------------------|
| 1. Shri K.C. Sharma          | - Chairman & MD        |
| 2. Shri Sharad Kumar Jain    | - Whole-Time Director  |
| 3. Shri Praneet Mishra       | - Independent Director |
| 4. Shri Rajendra Singh Tomar | - Independent Director |
| 5. Smt. Namita Sharma        | - Women Director       |
| 6. Shri Amit Koserwal        | - Director             |

**OFFICERS FOR ASSISTANCE:**

- |                              |                           |
|------------------------------|---------------------------|
| 1. CS Aditi Randhar          | - CS & Compliance Officer |
| 2. Shri Abhinandan Prajapati | - Chief Financial Officer |

**SPECIAL INVITEE:**

- |  |  |
|--|--|
| 1. CS Ishan Jain   | - Scrutinizer For e-Voting & e-Voting at the AGM |
| 2. CS (Dr.) D.K. Jain  | - Secretarial Auditor                            |
| 3. CA R. Gokulakrishnan<br>(Partner of Bhutoria Ganesan & Co.) | - Statutory Auditor                              |

**LEAVE OF ABSENCE:**

Leave of absence was granted to Shri Vishal Kumar, Independent Director due to his personal reasons for attending the 33<sup>rd</sup> Annual General Meeting.

**CHAIRMAN:**

As per Article of the Article of Association of the Company, Shri K. C. Sharma, Chairman of the Company occupied the Chair for the Meeting and welcomed all the directors, members, Scrutinizer, and Special Invitees present at the 33<sup>rd</sup> AGM of the company through VC/OAVM.

**NUMBER OF MEMBERS AS ON THE CUT-OFF DATE AND REQUIREMENT OF QUORUM FOR THE AGM:**

As per records made available by Ankit Consultancy Pvt. Ltd., the Share Transfer Agent, the total No. of Members on the Cut-off date i.e. 20<sup>th</sup> September, 2024 there were 2,957 Members who were entitled to attend and vote at the 33<sup>rd</sup> Annual General Meeting of the Company and minimum 15 members were required to constitute the valid quorum for the 33<sup>rd</sup> Annual General Meeting.

**QUORUM FOR THE MEETING:**

At the 33<sup>rd</sup> AGM total 22 Members were present through Video Conferencing and participated at the AGM.

**BOOKS & STATUTORY REGISTER:**

The CS informed that the Register of Director and Key Managerial Personnel and their shareholding and Share Transfer Book and the Register of Members along with other statutory books, as required under provisions of the Companies Act, 2013 have been available online for inspection of the members.

CHAIRMAN'S  
INITIALS

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**PROCEEDINGS OF THE ANNUAL GENERAL MEETING:**

As per Article of the Article of Association of the Company, Shri K. C. Sharma, Chairman of the Company occupied the Chair for the Meeting. The requisite quorum being present, the Chairman called the meeting in order. CS Aditi Randhar informed the Members that the meeting is being held through video conferencing in accordance with the circulars and guidelines issued by MCA and SEBI. She introduced the members of the Board and other officials present at the meeting.

The Chairman of the Audit Committee Shri Praneet Mishra was available to respond to the Queries related to Books of Accounts and Directors Remuneration etc., and CS Aditi Randhar, PCS Ishan Jain, Scrutinizer for e-voting & e-voting at AGM and CS D. K. Jain, Secretarial Auditor were also present at the AGM.

The Company Secretary informed the members that this time only electronic copies of the Annual Report for the financial year 2023-24 have been sent to all those members whose Email Ids were registered with the Company or Depository Participant(s).

With the permission of the Members present at the Meeting the Chairman declared that the Notice of the 33<sup>rd</sup> Annual General Meeting, Independent Auditors Report on financial statements of the company and observation made by the Secretarial Auditor and management comments are taken as read.

Thereafter the Company Secretary requested the Members to consider and cast the e-votes on the ordinary businesses if not done so as mentioned in the Notice of AGM from Item No. 1 to 5 and on the instructions of the Chairman the Company Secretary read out the following Agenda Items one by one.

<i>S No.</i>	<i>Type of Resolution</i>	<i>Items</i>
1.	Ordinary.	Consideration, Approval and Adoption of the Audited Financial Statements which includes the Audited Balance Sheet as of 31 <sup>st</sup> March, 2024, Statement Profit & Loss, Cash Flow and Statement of Changes in Equity of the Company for the year ended 31 <sup>st</sup> March, 2024 and the Reports of the Board and Auditor's thereon as on that date.
2.	Ordinary	Re-appointment of Smt. Namita Sharma (DIN: 02486865) who retires by rotation and being eligible, offers herself for re-appointment.
3.	Special	Re-appointment of Shri Kailash Chand Sharma (DIN: 00012900) as the Chairman & Managing Director of the Company for a further period of 3 years w.e.f. 1 <sup>st</sup> August, 2025.
4.	Ordinary	Ratification in remuneration to be paid to M/s Yogesh Chourasia & Associates, Cost Accountants (FRN: 000271) for the year 2024-25.
5.	Special	Confirmation of Appointment of Shri Amit Koserwal (DIN: 06823437) as a director under the category of Non-Executive Independent Director of the Company.

The Company Secretary further informed that the Company has provided e-voting facility to its members whose names appeared in the Register of Members as on cut-off date i.e. 20<sup>th</sup> September, 2024 to cast their votes on the resolutions proposed to be passed at 33<sup>rd</sup> Annual General Meeting through remote e-voting. The e-voting commenced from Tuesday, 24<sup>th</sup> September, 2024 at 9.00 A.M. (I.S.T.) and ended on Thursday, 26<sup>th</sup> September, 2024 at 5.00

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HELD AT P.M. (I.S.T.) and voting at this Annual General Meeting shall be conducted by ON ..... TIME .....

way of E-Voting therefore the members present at the Meeting who have not casted their votes through remote e-voting were requested to cast their votes through E-Voting at the AGM, the Vote given by e-voting shall be considered as final.

The Company Secretary further informed that the Company has appointed CS Ishan Jain, Proprietor of M/s Ishan Jain & Co., Company Secretaries, Indore (M.P.) (F.R.No. S2021MP802300; Peer Review No. 842/ 2020 M. No. FCS 9978 & C.P.No.13032), as scrutinizer to scrutinize the remote e-voting as well as E-voting at the AGM in a fair and transparent manner.

The Company Secretary also informed that registrations were open for speakers who wished to share their views or ask questions during the AGM, ensuring sufficient time was given for registration. However, only 1 (One) shareholder has requested for being registered themselves as a speaker. The Company Secretary invited the speaker.

1. Mr. Reddeppa Gundluru was not available during the meeting. However, he has already sent his queries by mail, and we have answered his queries by mail before the AGM.

The Company Secretary offered an opportunity to the members of the Company to ask their queries if there were any on the agenda item of the notice, financial statements and the business activities. There were no queries from the members present at the meeting.

Further, the Company Secretary considered and informed to the members that the results of the Meeting would be announced within 2 working days from the conclusion of the Annual General Meeting upon receipt of report from Scrutinizer and the same shall be posted on the website of the Company, BSE and CDSL. The date of passing of resolutions would be the date of AGM i.e. 27<sup>th</sup> September, 2024.

#### **CONCLUSION OF THE MEETING:**

Thereafter being no other business, the Meeting was declared as concluded by the Chairman at 2:15 P.M. on 27<sup>th</sup> September, 2024, with a vote of thanks to the Chairman given by CS Aditi Randhar.

#### **SCRUTINIERS REPORT:**

After receiving the Consolidated Scrutinizers Report on Remote E-voting and E-voting at AGM for the 33<sup>rd</sup> Annual General Meeting dated 27<sup>th</sup> September, 2024, the Chairman declared the following results, on the basis of report submitted by the scrutinizer on 28<sup>th</sup> September, 2024 for the 33<sup>rd</sup> Annual General Meeting and also declared that the date of the passing of the resolutions shall be considered as the date of the Annual General Meeting, i.e. 27<sup>th</sup> September, 2024 under for all the purposes.

#### **DECLARATION OF RESULTS FOR THE BUSINESSES PROPOSED AT THE 33<sup>rd</sup> ANNUAL GENERAL MEETING**

With due consideration of the Scrutinizer's Report, the Chairman declared the following results for the 33<sup>rd</sup> Annual General Meeting held on Friday, 27<sup>th</sup> September, 2024 at 2:00 P.M.

#### **ORDINARY BUSINESSES BY ORDINARY RESOLUTION:**

**ITEM NO.1: ADOPTION OF AUDITED FINANCIAL STATEMENTS WHICH INCLUDES THE AUDITED BALANCE SHEET AS OF 31ST MARCH, 2024, STATEMENT PROFIT & LOSS, CASH FLOW AND STATEMENT OF CHANGES IN EQUITY OF THE COMPANY FOR**

CHAIRMAN'S INITIALS	
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 THE YEAR ENDED 31ST MARCH, 2024 AND THE REPORTS OF THE BOARD AND AUDITOR'S THEREON AS ON THAT DATE:

“RESOLVED THAT the Audited Financial Statements for the year financial year ended 31st March, 2024 and the Reports of the Directors' and Auditor's thereon laid before this meeting be and are hereby considered and adopted.”

The Results of the Voting are as under:

Resolution required: (Ordinary/ Special)			<b>Ordinary</b>					
Whether promoter/ promoter group are interested in the agenda/resolution?			<b>No</b>					
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares= [(2)/(1)]* 100	No. of Votes – in favour	No. of Votes – against	% of Votes in favour on votes polled [(4)/(2)]* 100	% of Votes against on votes polled [(5)/(2)] *100
		(1)	(2)	(3)	(4)	(5)	(6)	(7)
Promoter and Promoter Group	E-Voting	1597911	1081000	67.6508	1081000	0	100.0000	0.0000
	Poll		0	0	0	0	0	0
	Postal Ballot		0	0	0	0	0	0
	<b>Total</b>		<b>1597911</b>	<b>1081000</b>	<b>67.6508</b>	<b>1081000</b>	<b>0</b>	<b>100.0000</b>
Public Institutions	E-Voting	72300	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot		0	0	0	0	0	0
	<b>Total</b>		<b>72300</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>
Public Non Institutions	E-Voting	2076789	84006	4.0449	83989	17	99.9797	0.0203
	Poll		0	0	0	0	0	0
	Postal Ballot		0	0	0	0	0	0
	<b>Total</b>		<b>2076789</b>	<b>84006</b>	<b>4.0449</b>	<b>83989</b>	<b>17</b>	<b>99.9797</b>
<b>Total</b>		<b>3747000</b>	<b>1165006</b>	<b>31.0917</b>	<b>1164989</b>	<b>17</b>	<b>99.9985</b>	<b>0.0015</b>

Based on the aforesaid results, given by the Scrutinizer, Chairman declared that Resolution No. 1 was passed by Unanimous Consent as an Ordinary Resolution.

**ITEM NO.2: RE-APPOINTMENT OF SMT. NAMITA SHARMA (DIN: 02486865) WHO RETIRES BY ROTATION AND BEING ELIGIBLE, OFFERS HERSELF FOR RE-APPOINTMENT:**

“RESOLVED THAT pursuant to the provisions of Section 152 of the Companies Act, 2013, Smt. Namita Sharma (DIN: 02486865), Director of the Company who retires by rotation at this meeting, be and is hereby re-appointed as Director of the Company, liable to retire by rotation.”

The Results of the Voting are as under:

Resolution required: (Ordinary/ Special)			<b>Ordinary</b>					
Whether promoter/ promoter group are interested in the agenda/resolution?			<b>No</b>					
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares= [(2)/(1)]* 100	No. of Votes – in favour	No. of Votes – against	% of Votes in favour on votes polled [(4)/(2)]* 100	% of Votes against on votes polled [(5)/(2)] *100
		(1)	(2)	(3)	(4)	(5)	(6)	(7)
Promoter	E-Voting		1081000	67.6508	1081000	0	100.0000	0.0000

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and	Poll						
Promoter Group	Postal Ballot		0	0	0	0	0
	<b>Total</b>	<b>1597911</b>	<b>1081000</b>	<b>67.6508</b>	<b>1081000</b>	<b>0</b>	<b>100.0000</b>
Public Institutions	E-Voting		0	0	0	0	0
	Poll	72300	0	0	0	0	0
	Postal Ballot		0	0	0	0	0
	<b>Total</b>	<b>72300</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>
Public Non Institutions	E-Voting	2076789	84006	4.0449	83989	17	99.9797
	Poll		0	0	0	0	0
	Postal Ballot		0	0	0	0	0
	<b>Total</b>	<b>2076789</b>	<b>84006</b>	<b>4.0449</b>	<b>83989</b>	<b>17</b>	<b>99.9797</b>
<b>Total</b>		<b>3747000</b>	<b>1165006</b>	<b>31.0917</b>	<b>1164989</b>	<b>17</b>	<b>99.9985</b>

Based on the aforesaid results, given by the Scrutinizer, Chairman declared that Resolution No. 2 was passed by Requisite Majority as an Ordinary Resolution.

**ITEM NO 3: RE-APPOINTMENT OF SHRI KAILASH CHAND SHARMA (DIN: 00012900) AS THE CHAIRMAN AND MANAGING DIRECTOR OF THE COMPANY FOR A FURTHER PERIOD OF 3 YEARS W.E.F. 1<sup>st</sup> AUGUST, 2025:**

“RESOLVED THAT pursuant to the provisions of Section 190, 196, 197, 203 read with the provisions of Schedule V of the Companies Act, 2013 and the Companies (Appointment and Remuneration of the Managerial Personnel) Rules, 2014 and other applicable provisions if any, of the Companies Act, 2013 (including any statutory modifications or re-enactment thereof for the time being enforce) and applicable Regulations 17(6)(e) of the SEBI (Listing Obligations and Disclosure Requirement) Regulations, 2015, as amended from time to time and such other consents and permissions as may be necessary and, upon recommendation of the Nomination and Remuneration committee and the Board of directors of the Company, the approval of the members of the Company be and is hereby granted for re-appointment of Shri Kailash Chand Sharma (DIN: 00012900) as the Chairman and Managing Director of the Company for a further period of 3 (three) years w.e.f. 1st August, 2025 on the following terms and condition:-

- Salary upto Rs. 2,00,000/- per month and Annual Increment of Rs. 20,000 p.a. due on 1<sup>st</sup> August, every year.
- Allowances/perquisites: as per followings subject to the maximum of 15,00,000/- p.a.
  - Re-imbursment of medical expenses of the Chairman and Managing Director and his family, the total cost of which to the Company shall not exceed one month's salary in the year or three months' salary in a block of three years.
  - Leave travel assistance: Expenses incurred for self and family in accordance with the Rules of the Company.
  - Club Fees: subject to a maximum of two clubs, this will not include admission and life membership.
  - Personal accident insurance premium not exceeding Rs. 1,00,000/- p.a.

**NOTE:** For the purpose of perquisites stated above, "Family" means the spouse, the dependent children and dependent parents of the appointee.

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**Other Benefits:** (Not included in the aforesaid Remuneration)

1. Employers Contribution: to Provident Fund as per policy of the Company.
2. Gratuity: As per rules of the company, subject to a maximum ceiling as may be prescribed under the Payment of Gratuity Act from time to time.
3. Leave encashment: up to 15 days salary for every one year completed service as per the rules of the Company.
4. Directors Obligation Insurance Premium: Actual Premium as may be determined by the Insurance Company.

Provided that the above said perquisites shall not be counted for the purpose of calculation of the remuneration payable to the Chairman and Managing Director.

**Other Facilities:**

1. Car: The Company shall provide a car with driver for the Company's business and if no car is provided reimbursement of the conveyance shall be made as per actual on the basis of claims submitted by him.
2. Telephone, Cell and free internet use: at his residence, provided that the personal long distance calls on the telephone shall be billed by the Company to the Chairman and Managing Director.

**RESOLVED FURTHER THAT** pursuant to Regulation 17(6)(e) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with the applicable provisions of the Companies Act, 2013 and as per the recommendation of the Nomination & Remuneration Committee and the Board of directors of the company, the consent of the members be and is hereby accorded to the continuation of payment of remuneration, to Shri Kailash Chand Sharma, Chairman and Managing Director, who is the Promoter of the company, from 1<sup>st</sup> August, 2025 to 31<sup>st</sup> July, 2028, notwithstanding that the aggregate annual remuneration exceeds 5% (Five per cent) of the net profits of the company (taken together with all the Executive Promoter Directors) calculated as per the provisions of Section 198 of the Companies Act, 2013.

**RESOLVED FURTHER THAT** in the event of there being loss or inadequacy of profit for any financial year, the remuneration payable to Shri Kailash Chand Sharma shall not be in excess of the limit prescribed in the Schedule V of the Companies Act, 2013 as may be applicable from time to time during his tenure.

**RESOLVED FURTHER THAT** there shall be clear relation of the Company with Shri Kailash Chand Sharma as "the Employer-Employee" and each party may terminate the above said appointment with the six months' notice in writing or salary in lieu thereof.

**RESOLVED FURTHER THAT** Shri Kailash Chand Sharma, Chairman and Managing Director shall also be entitled for the reimbursement of actual entertainment, traveling, boarding and lodging expenses incurred by him in connection with the Company's business and such other benefits/ amenities and other privileges, as may be available to other Senior Executives of the Company.

**RESOLVED FURTHER THAT** the Board of directors be and is hereby authorized to do all such acts, deeds, matters and things as in its absolute discretion, may consider necessary, expedient or desirable and to vary, modify the terms and conditions and to settle any question, or

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doubt that may arise in relation thereto and the Board shall have absolute decided breakup of the remuneration within the above said maximum permissible limit, without seeking any approval of the members in order to give effect to the foregoing resolution, or as may be otherwise considered by it to be in the best interest of the Company.”

The Results of the Voting are as under:

Resolution required: (Ordinary/ Special)			<i>Special</i>					
Whether promoter/ promoter group are interested in the agenda/resolution?			<i>No</i>					
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares = [(2)/(1)]* 100	No. of Votes – in favour	No. of Votes – against	% of Votes in favour on votes polled [(4)/(2)]* 100	% of Votes against on votes polled [(5)/(2)] *100
		(1)	(2)	(3)	(4)	(5)	(6)	(7)
Promoter and Promoter Group	E-Voting	1597911	1081000	67.6508	1081000	0	100.0000	0.0000
	Poll		0	0	0	0	0	0
	Postal Ballot		0	0	0	0	0	0
	<b>Total</b>		<b>1597911</b>	<b>1081000</b>	<b>67.6508</b>	<b>1081000</b>	<b>0</b>	<b>100.0000</b>
Public Institutions	E-Voting	72300	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot		0	0	0	0	0	0
	<b>Total</b>		<b>72300</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>
Public Non Institutions	E-Voting	2076789	84006	4.0449	83989	17	99.9797	0.0203
	Poll		0	0	0	0	0	0
	Postal Ballot		0	0	0	0	0	0
	<b>Total</b>		<b>2076789</b>	<b>84006</b>	<b>4.0449</b>	<b>83989</b>	<b>17</b>	<b>99.9797</b>
<b>Total</b>		<b>3747000</b>	<b>1165006</b>	<b>31.0917</b>	<b>1164989</b>	<b>17</b>	<b>99.9985</b>	<b>0.0015</b>

Based on the aforesaid results, given by the Scrutinizer, Chairman declared that Resolution No. 3 was passed by Requisite Majority as a Special Resolution.

**ITEM NO 4: RATIFICATION IN REMUNERATION TO BE PAID TO M/S YOGESH CHOURASIA & ASSOCIATES, COST ACCOUNTANTS (FRN: 000271) FOR THE YEAR 2024-25:**

“RESOLVED THAT pursuant to the provisions of Section 148 and all other applicable provisions of the Companies Act, 2013 read with the Companies (Audit and Auditors) Rules, 2014 (including any statutory modification(s) or reenactment(s) thereof, for the time being in force), the members of the Company be and hereby ratify the payment of remuneration of Rs. 75,000/- (Rupees Seventy-Five Thousand Only), plus applicable taxes and reimbursement of out-of-pocket expenses at actual to M/s Yogesh Chourasia & Associates, Cost Accountants (Firm Registration No.: 000271) appointed by the Board on the recommendation of the Audit Committee, as the Cost Auditors to conduct the audit of the cost records of the Company for the Financial Year ending 31st March, 2025.

RESOLVED FURTHER THAT the Board of directors of the Company be and is hereby authorized to do all acts and take all such steps as may be necessary, proper or expedient to give effect to this resolution.”

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The Results of the Voting are as under:

Resolution required: (Ordinary/ Special)			<i>Ordinary</i>					
Whether promoter/ promoter group are interested in the agenda/resolution?			<i>No</i>					
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares = [(2)/(1)]* 100	No. of Votes – in favour	No. of Votes – against	% of Votes in favour on votes polled [(4)/(2)]* 100	% of Votes against on votes polled [(5)/(2)] *100
		(1)	(2)	(3)	(4)	(5)	(6)	(7)
Promoter and Promoter Group	E-Voting	1597911	1081000	67.6508	1081000	0	100.0000	0.0000
	Poll		0	0	0	0	0	0
	Postal Ballot		0	0	0	0	0	0
	<b>Total</b>		<b>1597911</b>	<b>1081000</b>	<b>67.6508</b>	<b>1081000</b>	<b>0</b>	<b>100.0000</b>
Public Institutions	E-Voting	72300	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot		0	0	0	0	0	0
	<b>Total</b>		<b>72300</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>
Public Non Institutions	E-Voting	2076789	84006	4.0449	83989	17	99.9797	0.0203
	Poll		0	0	0	0	0	0
	Postal Ballot		0	0	0	0	0	0
	<b>Total</b>		<b>2076789</b>	<b>84006</b>	<b>4.0449</b>	<b>83989</b>	<b>17</b>	<b>99.9797</b>
<b>Total</b>		<b>3747000</b>	<b>1165006</b>	<b>31.0917</b>	<b>1164989</b>	<b>17</b>	<b>99.9985</b>	<b>0.0015</b>

Based on the aforesaid results, given by the Scrutinizer, Chairman declared that Resolution No. 4 was passed by Unanimous Consent as an Ordinary Resolution.

**ITEM NO 5: CONFIRMATION OF APPOINTMENT OF SHRI AMIT KOSERWAL (DIN: 06823437) AS A DIRECTOR UNDER THE CATEGORY OF NON-EXECUTIVE INDEPENDENT DIRECTOR OF THE COMPANY:**

“RESOLVED THAT pursuant to the provisions of section 149, 152 read with the provisions of Schedule IV of the Companies Act, 2013 and the Companies (Appointment and Qualification of Directors) Rules, 2014 and other applicable provisions if any of the Companies Act, 2013 and the SEBI (LODR), Regulations, 2015 (including any statutory modifications or re-enactment thereof for the time being in force), and on the recommendation of Nomination and Remuneration Committee and approved by the Board of Directors, **Shri Amit Koserwal (DIN: 06823437)** who was appointed by the Board of Directors as an Additional Director w.e.f. 2<sup>nd</sup> September, 2024 under the category of Non-Executive Independent Director and to holds office until the date of this Annual General Meeting be and is hereby confirmed and appointed as a Director under the category of Non-Executive Independent Director, to hold office for a First term of 5 (Five) consecutive years w.e.f. 2<sup>nd</sup> September, 2024 pursuant to provisions of Section 161(1) of the Act and the Articles of Association of the Company and has submitted a declaration that he meets the criteria for independence as provided in the Act and Listing Regulations, be and is hereby confirmed and appointed as a Non-Executive Independent Director of the Company, not liable to retire by rotation, to hold office for a First term of 5 (five) consecutive years with effect from 2<sup>nd</sup> September, 2024 to 1<sup>st</sup> September, 2029.

CHAIRMAN'S  
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**RESOLVED FURTHER THAT** the Board of directors of the Company be and are hereby authorized to do all acts and take such steps as may be necessary, proper or expedient to give effect to this resolution."


The Results of the Voting are as under:

Resolution required: (Ordinary/ Special)			<i>Special</i>					
Whether promoter/ promoter group are interested in the agenda/resolution?			<i>No</i>					
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares = [(2)/(1)]* 100	No. of Votes – in favour	No. of Votes – against	% of Votes in favour on votes polled [(4)/(2)]* 100	% of Votes against on votes polled [(5)/(2)] *100
		(1)	(2)	(3)	(4)	(5)	(6)	(7)
Promoter and Promoter Group	E-Voting	1597911	1081000	67.6508	1081000	0	100.0000	0.0000
	Poll		0	0	0	0	0	0
	Postal Ballot		0	0	0	0	0	0
	<b>Total</b>		<b>1597911</b>	<b>1081000</b>	<b>67.6508</b>	<b>1081000</b>	<b>0</b>	<b>100.0000</b>
Public Institutions	E-Voting	72300	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot		0	0	0	0	0	0
	<b>Total</b>		<b>72300</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>
Public Non Institutions	E-Voting	2076789	84006	4.0449	83989	17	99.9797	0.0203
	Poll		0	0	0	0	0	0
	Postal Ballot		0	0	0	0	0	0
	<b>Total</b>		<b>2076789</b>	<b>84006</b>	<b>4.0449</b>	<b>83989</b>	<b>17</b>	<b>99.9797</b>
<b>Total</b>		<b>3747000</b>	<b>1165006</b>	<b>31.0917</b>	<b>1164989</b>	<b>17</b>	<b>99.9985</b>	<b>0.0015</b>

Based on the aforesaid results, given by the Scrutinizer, Chairman declared that Resolution No. 5 was passed by Unanimous Consent as an Ordinary Resolution.

The Chairman further authorized the Company Secretary and Compliance Officer to communicate the aforesaid results of the 33<sup>rd</sup> Annual General Meeting to the BSE and to submit to the CDSL and website of the Company

PLACE: ITARSI  
DATE: 30<sup>TH</sup> SEPT., 2024

  
KAILASH CHAND SHARMA  
CHAIRMAN & MANAGING  
DIRECTOR  
DIN: 00012900

The aforesaid Minutes were recorded in the Minute Book of the Members General Meeting with the Authority of the Chairman on 30<sup>th</sup> September, 2024.

PLACE: ITARSI  
DATE: 30<sup>TH</sup> SEPT., 2024

  
KAILASH CHAND SHARMA  
CHAIRMAN & MANAGING  
DIRECTOR  
DIN: 00012900

CHAIRMAN'S  
INITIALS

