

IGC INDUSTRIES LIMITED

(Formerly known as IGC Foils Limited)

CIN: L51909WB1980PLC032950

Regd. Office: 12 Government Place (East), 1st Floor Formerly Hemanta Basu Sarani, Kolkata-400069

Corporate Office: 22-A, Floor-2, 30f, Vasudev Mansion, Cawasji Patel Road, Horniman Circle,

Fort, Mumbai-400001

Telephone No: 88828 64121, Email ID: igcfoils@gmail.com

Date: September 30, 2024

To,
Corporate Relationship Department
BSE Limited,
Phiroze Jeejeebhoy Towers,
Dalal Street, Fort,
Mumbai - 400001.

Scrip Code: 539449

Sub: Proceedings of the 43rd Annual General Meeting (AGM) of the Company held on September 30, 2024.

Dear Sir(s),

In terms of Regulation 30 and Part - A of Schedule III of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, we are enclosing herewith the summary of proceedings of the 43rd Annual General Meeting of the Company held on Monday, September 30, 2024 at 3.00 p.m. (IST) through two-way Video Conferencing ("VC")/ Other Audio-Visual Means ("OAVM").

Kindly take the above intimation on your record.

**For and on behalf of the Board
IGC INDUSTRIES LIMITED**

**MR. SALMAN MAHIBUB SAYYAD
(DIN: 09837263)
DIRECTOR**

Encl: as above.

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SUMMARY OF PROCEEDINGS OF 43RD ANNUAL GENERAL MEETING OF IGC INDUSTRIES LIMITED HELD ON MONDAY, SEPTEMBER 30, 2024 AT 3.00 P.M. IST THROUGH TWO-WAY VIDEO CONFERENCING (“VC”) / OTHER AUDIO-VISUAL MEANS (“OAVM”)

A. DATE, TIME AND VENUE OF THE MEETING:

In terms of the General Circular No. 14/2020 dated April 8, 2020, General Circular No. 17/2020 dated April 13, 2020, General Circular No. 20/2020 dated May 5, 2020, General Circular No. 22/2020 dated June 15, 2020, General Circular No. 33/2020 dated September 28, 2020, General Circular No. 39/2020 dated December 31, 2020, Circular No. 02/2021 dated January 13, 2021 and General Circular No. 02/2022 dated May 5, 2022 (collectively “MCA Circulars”) and Securities and Exchange Board of India (“SEBI”) vide its Circular No. SEBI/HO/CFD/CMD1/ CIR/P/2020/79 dated May 12, 2020, Circular No. SEBI/ HO/CFD/CMD2/CIR/P/2021/11 dated January 15, 2021 and Circular No. SEBI/HO/CFD/CMD2/CIR/P/2022/62 on May 13, 2022 (collectively “SEBI Circulars”), have permitted companies to conduct Annual General Meeting through VC or other audio visual means, subject to compliance of various conditions mentioned therein. In compliance with the aforesaid MCA and SEBI Circulars, applicable provisions of the Companies Act, 2013 and rules made thereunder, and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, (“Listing Regulations”), the 43RD Annual General Meeting (AGM) of the Members of **IGC Industries Limited** was held on Monday, September 30, 2024 at 3.00 p.m (IST) through two- way Video Conferencing (“VC”) / Other Audio-Visual Means (“OAVM”). Total 23 members attended the meeting as per the records of attendance.

B. PROCEEDINGS IN BRIEF:

After ascertaining that the requisite number of members were present through two-way VC/OAVM, Mr. Salman Mahibub Sayyad, Director of the Company presided over the Meeting and welcomed all the members.

The Meeting was held through VC/ OAVM in compliance with the circulars issued by the Ministry of Corporate Affairs, Government of India and Securities and Exchange Board of India. He further informed that the Company had tied up with NSDL to provide facility for voting through remote e-voting and National Securities Depository Limited (NSDL) have been appointed for providing facilities of e-voting during the AGM and conducting the AGM through VC/ OAVM facility.

The Chairman introduced all the Directors present, Chief Financial Officer, Company Secretary and the Statutory Auditor of the Company.

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The Chairman informed to the members that:

In accordance with the provisions of the Companies Act, 2013 and SEBI Listing Regulations, the Members have been provided the facility to exercise their right to vote by electronic means, either through remote e-voting or by e-voting at the AGM.

Members joining the meeting through video conferencing, who have not cast their vote by remote e-voting, may vote through e-voting facility provided by National Securities Depository Limited (NSDL) at the AGM. The Members who have cast their vote by remote e-voting prior to the AGM shall not be entitled to cast their vote again.

Thereafter, Mr. Salman Mahibub Sayyad, delivered the Chairman's speech at the Annual General Meeting.

Further, with the permission of the members, the Chairman declared that the Notice convening the AGM and the Directors' Report, were taken as read.

The Chairman informed that none of the Member had registered himself/herself as speaker for the meeting through VC/ OAVM.

Thereafter the Chairman read out the following items of business as per the Notice of 43RD Annual General Meeting dated September 30, 2024 which were to be carried by the members at the meeting:

Sl. No.	Particulars	Type of Resolution
ORDINARY BUSINESS		
1.	To receive, consider and adopt the Audited Financial Statements of the Company for the Financial Year ended March 31, 2024, including the Audited Balance Sheet as at March 31, 2024, the Statement of Profit and Loss & Cash Flow Statement for the Year ended on that date together with the Reports of the Board of Directors and Auditors there on.	Ordinary Resolution
2.	To appoint a Director in place of Mr. Salman Mahibub Sayyad (DIN: 09837263), who retires by rotation and being eligible, offers himself for re-appointment.	Ordinary Resolution
SPECIAL BUSINESS		
3.	Regularization of Ms. Avani Savjibhai Godhaniya (DIN: 10387729), as an Independent Director of the Company.	Special Resolution
4.	Regularization of Ms. Hemlata (DIN: 10417881) as an Independent Director of the Company.	Special Resolution

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5.	Regularization of, Ms. Supriya Dilip Gaikwad (DIN: 10387729) as a Director of the Company.	Ordinary Resolution
6.	Regularization/Appointment of Mr. Ramesh Kumar (DIN: 10279428) as a Director of the Company.	Ordinary Resolution
7.	Regularization/Appointment of Mr. Ramesh Kumar Nayanmal Saraswat (DIN: 08155408) as a Director of the Company.	Ordinary Resolution
8.	Appointment of Mr. Salman Mahibub Sayyad (DIN: 09837263) as a Managing Director of the Company.	Special Resolution
9.	Increase in Authorised Share Capital of the Company and alteration of Capital clause of Memorandum of Association of the Company.	Ordinary Resolution
10.	To Change Object Clause of the Memorandum of Association of the Company.	Special Resolution
11.	Shifting of Registered Office Within The Same City.	Special Resolution
12.	Adoption or/and alteration in new set of Memorandum of Association of the company subject to approval of shareholders	Special Resolution
13.	Reclassification of Promoters and Promoter Group into Public Category of Shareholders.	Ordinary Resolution
14.	To consider and approve for giving authorization to Board of Directors under Section 180(1)(c) of the Companies Act, 2013 upto an aggregate revised limit of 100 Crores.	Special Resolution
15.	To consider and approve for giving authorization to Board of Directors under Section 180(1)(a) of the Companies Act, 2013 upto an aggregate revised limit of 100 Crores.	Special Resolution
16.	To consider and approve for giving authorization to Board of Directors to advance any loan, give any guarantee or to provide any security to all such person specified under Section 185 of the Companies Act, 2013 upto an aggregate revised limit of 100 Crores.	Special Resolution
17.	To make investments, give loans, guarantees and security in excess of limits specified under section 186 of the Companies Act, 2013.	Special Resolution

The Chairman also informed the members about the following:

- i. The remote e-voting period had commenced on Friday, September 27, 2024 (9:00 am) (IST) and ends on Sunday, September 29, 2024 (5:00 pm) (IST).

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- ii. The Company had provided a facility to the members to cast their votes electronically. Members who had not cast their votes through remote e-voting platform were provided with an opportunity to cast their votes, electronically during the AGM and a time period of 15 minutes would be available for voting at the meeting after which the meeting will stand closed.
- iii. The Company has appointed Ramesh Chandra Bagdi, Practicing Company Secretaries, as Scrutinizer to conduct the process in a fair and transparent manner.

Thereafter, the Chairman announced that all the business set out in the Notice of the meeting had been concluded. The voting results along with the Scrutinizer's Report will be made available on the Company's website at www.igcindustriesltd.com and will be simultaneously be communicated to the Stock Exchange within 48 hours from the conclusion of the AGM.

The Chairman on behalf of the Board thanked the Shareholders for attending and participating at the AGM.

The 43RD Annual General Meeting of the Company concluded at 3.20 p.m. (IST).

Yours faithfully,

For and on behalf of the Board
IGC INDUSTRIES LIMITED

MR. SALMAN MAHIBUB SAYYAD
(DIN: 09837263)
DIRECTOR