



Date- 25th July, 2024

To,
Corporate Relation Department
BSE Limited
P. J. Towers, Dalal Street,
Fort, Mumbai- 400001

Company Name- Sumeru Industries Limited
Scrip Code- 530445, ISIN- INE764B01029

Subject- Submission of Proceedings of 31st AGM

Dear Sir/Madam,

Please note that 31st AGM of the Company was held on Thursday, 25th July, 2024 and the business mentioned in the Notice of the said AGM were transacted.

pursuant to Regulation 30 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, we enclose herewith a summary of proceedings of 31st Annual General Meeting of the Company held on 25th July, 2024 through Audio Video Means.

You are requested to kindly take above information on your records.

Thanking You.

Yours faithfully,

Nidhi Kartik Shah
Company Secretary
Membership No- A33325

Date- 25/07/2024
Place- Ahmedabad

SUMERU INDUSTRIES LIMITED

CIN-L65923GJ1994PLC021479

Regd. Office: F.P. No-123, Behind Andaz Party Plot, Makarba Cross Road,
S. G.Highway, Makarba, Ahmedabad, Gujarat, 380058

Phone: +91 79 29708184 / 29704161 • Email: investors.sumeru@gmail.com • website: sumerugroup.in



Summary of proceedings of 31st Annual General Meeting

Pursuant to Regulation 30 read with para A of Part A of Schedule III to the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, it is hereby informed that the 31st Annual General Meeting of the Company was duly held on Thursday, 25th July, 2024 at 9:30 AM (IST) through Video Conferencing (VC) / Other Audio Visual Means (OAVM) in accordance with the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended), Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and the relevant circulars issued by the Ministry of Corporate Affairs (“MCA Circulars”) and Securities and Exchange Board of India (“SEBI Circulars”) and the proceedings of the meeting is given hereunder:

Present:

The following Directors were present at the 31st Annual General Meeting through Video Conferencing (VC) / Other Audio-Visual Means (OAVM):

Name of the Director	Designation
Mr. Vipul H. Raja	Chairman and Managing Director
Mr. Ansh Mashruwala	Additional (Non-executive Independent) Director and Chairman of the Audit Committee, Stakeholder Relationship Committee and Nomination and Remuneration Committee
Mrs. Dipali Patel	Additional (Non-Executive Independent) Director
Mrs. Sonal V. Raja	Non-Executive Woman Director

In Attendance:

Ms. Nidhi Shah, Company Secretary and

Mr. Manish Mishra, Chief Financial Officer

Mr. Vaibhav Shah from M/S Nitin. K. Shah & Co., Statutory Auditors and Secretarial Auditor, Mr. Kamlesh M. Shah from M/s Kamlesh M. Shah & Co., Scrutinizer of this AGM were also present at the 31st Annual General Meeting through VC/OAVM.

A total of 43 shareholders have attended the meeting through the video conferencing / other audio-visual means.

The Company Secretary welcomed all the members and gave introduction of the Board members alongwith newly appointed Directors, Statutory Auditor, Secretarial Auditors and the Key Executives present in the meeting through VC/OAVM facility.

Mr. Vipul H. Raja, Chairman & Managing Director informed that the requisite quorum is present and he called the meeting to order.

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The Chairman then requested the Company Secretary to take over the proceedings of the meeting.

The Company Secretary informed the members that this Annual General Meeting of the Company is being held through Video Conferencing / Other Audio Visual Means ("VC/OAVM"). Thereafter, the Company Secretary briefed certain procedural and technical information regarding the participation by the members through video conferencing / other audio-visual means. She informed further that the Company had provided to the Shareholders, the facility to cast their vote electronically on all resolutions set forth in the Notice of the AGM through remote e-voting facility provided by National Securities Depository Limited (NSDL) which had commenced on Monday, 22nd July, 2024 at 9:00 AM and ended on Wednesday, 24th July, 2024 at 5:00 PM (IST). She informed that the shareholders, who are present at the AGM and had not cast their vote through remote e-voting, has been provided an opportunity to cast their votes through e-voting at the meeting. In this regard, the Board of Directors have appointed Mr. Kamlesh M. Shah of M/s. Kamlesh M. Shah & Co., Practicing Company Secretary as a scrutinizer to conduct the remote e voting and e-voting process at the 31st AGM in a fair and transparent manner and to ascertain the requisite majority. She also informed that the Company has received request from a shareholder to register himself as speaker during the meeting and accordingly, the floor would be open to such registered speaker shareholders to raise his questions or express his views once session for Q&A will be opened.

The Company Secretary further informed that the Notice is already circulated to the members whose mail-Ids are registered with R&T agent and is also uploaded on the website of the Company and stock Exchange. The notice of this meeting was then taken as read.

She further informed that there were no qualifications, observations or adverse comments on financial statements and matters, which may have any material bearing on the functioning of the Company. The auditor's report for the financial year 31st March, 2024 is being taken as read.

Then, Mr. Vipul H. Raja, Chairman and Managing Director read the summary of the resolution set out in the agenda Item No.1 and 2 and for the agenda items No- 3,4 and 5, he being interested, requested Mrs. Dipali Patel, Independent Director, to chair the meeting. Thenafter for the Agenda No- 6 and 7, Mr. Vipul Raja chair the meeting again. The summary of the resolutions are as follows:

Ordinary Business:

1. Ordinary Resolution for adoption of Annual Audited Balance sheet of the Company as on 31st March, 2024, the statement of profit & loss Account, Cash flow statement for the year ended on that date and the Reports of Directors' and Auditors' thereon.
2. Ordinary Resolution for appointment of Mrs. Sonal Raja (DIN- 07122685), who retires by rotation and being eligible offered herself for re-appointment.

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Special Business

3. Ordinary Resolution to enter into Related Party Transactions with Mr. Nandit V. Raja, Promoter and relative of director;
4. Ordinary Resolution to enter into Related Party Transactions with Mrs. Sonal V. Raja, Promoter and Director.
5. Special Resolution for re-appointment of Mr. Vipul H. Raja (DIN-00055770) as Chairman and Managing Director for the term of five years w.e.f. 25th July, 2024
6. Special Resolution for Appointment of Mrs. Dipali Patel (DIN- 08987939) as an Independent Director for the term of five years w.e.f. 20th June, 2024;
7. Special Resolution for Appointment of Mr. Ansh Mashruwala (DIN-10335948) as an Independent Director for the term of 5 years w.e.f. 26th June, 2024;

With the permission of the Chairman of the meeting, the Company Secretary then opened the floor for the registered speaker shareholders to raise their queries. The Company Secretary briefed the procedural and technical information regarding the raising of queries by the registered speaker shareholders. The Company Secretary further informed that there is only one shareholder registered as speaker for the 31st Annual General Meeting and accordingly, she asked the moderator to invite the registered speaker shareholders to express their views and raise their queries. Then, the speaker shareholder joined the meeting and raised questions. Company Secretary has satisfactorily answered both the questions.

Then, being no agenda left for the meeting, Company Secretary requested Chairman to conclude the meeting.

Mr. Vipul H. Raja, Chairman then thanked all the shareholders / Directors / Auditors / Scrutinizer, who have joined the 31st Annual General Meeting through video conferencing facility/other audio-visual means. He further informed that the e-voting facility provided by NSDL would remain open for the next 15 minutes to enable the shareholders, who are present at the meeting and had not cast their votes through remote e-voting, to cast their votes electronically. He informed further that the results of the voting shall be declared within the prescribed time and the consolidated scrutinizer's report along with the voting results would be submitted to the stock exchange and would also be placed on the Company's website.

The 31st AGM was concluded at 9:50 AM.

Kindly take the above on your record.

Thanking you.

Yours Faithfully,

FOR SUMERU INDUSTRIES LIMITED

Nidhi Shah

Company Secretary and Compliance Officer

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