

September 30<sup>th</sup>, 2024

The General Manager  
BSE Limited  
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Dalal Street, Mumbai - 400 001  
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**Scrip Code: 505840**

Dear Sir/Madam

**Sub. : Disclosure of Proceedings for the 58<sup>th</sup> Annual General Meeting of the Company held on Monday, September 30<sup>th</sup>, 2024 as under Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations.**

At the 58<sup>th</sup> Annual General Meeting ("AGM") of **JAIPAN INDUSTRIES LIMITED** (The Company) held on Monday, September 30<sup>th</sup>, 2024 at 17, JAI VILLA COMPOUND, CAMA INDUSTRIAL ESTATE, WALBHAT ROAD, GOREGAON (EAST) MUMBAI - 400063., all the items of business contained in the Notice of the AGM dated September 30<sup>th</sup>, 2024 were transacted and approved by the shareholders with requisite majority. We enclose herewith the copy of the proceedings of 58<sup>th</sup> Annual General Meeting of the Company.

Kindly acknowledge the receipt.

Yours faithfully.

**FOR AND ON BEHALF OF JAIPAN INDUSTRIES LIMITED**

**VEENA AGARWAL**  
**Director**  
**(DIN: 07104716)**

**PROCEEDINGS OF THE 58<sup>TH</sup> ANNUAL GENERAL MEETING OF JAIPAN INDUSTRIES LIMITED HELD ON MONDAY, SEPTEMBER 30<sup>TH</sup>, 2024 COMMENCED AT 09.30 A.M. AND CONCLUDED AT 10.38 A.M. AT 17, JAI VILLA COMPOUND, CAMA INDUSTRIAL ESTATE, WALBHAT ROAD, GOREGAON (EAST) MUMBAI - 400063.**

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**PRESENT:**

Ms. Veena Jainarian Agarwal  
Mr. Chadrakant Bhaskar Balde  
Mr. Sanjaykumar Gopilal Dave  
Mr. Rakesh Gautam jain  
Mr. Jainarain Agarwal  
Mr. Atin Agarwal

**DESIGNATION**

- Chairperson & Managing Director  
- Director  
- Director  
- Director  
- Director  
- Chief Financial Officer

**INVITEE:**

Mr. Dayaram Paliwal

- Statutory Auditor

**ATTENDANCE**

Mr. Munna Lal

- Company Secretary

**IN ATTENDANCE:**

66 Members were present in person.

**CHAIRPERSON OF THE MEETING:**

The Chairperson of the Company announced to the members that Ms. Veena J. Agarwal Managing Director of the Company chaired the Meeting of the Company. The Chairperson informed the members that as per the provisions of the Companies Act, 2013 Chairperson of the Board shall take the Chair and conduct the Meeting.

**QUORUM:**

Ms. Veena J. Agarwal, the Chairperson for the meeting, ascertained the sense of the quorum and declared that the quorum being present the meeting was called to order.

She then extended a warm welcome to all the members and delivered her speech. She then announced that the Register of Directors and Key Managerial Personnel and their shareholding under Section 170 and Register of Contract under Section 189 of the Companies Act, 2013 and other records and documents mentioned in the Notice of the 58<sup>th</sup> Annual General Meeting were available for inspection along with Register of Members and other requisite statutory books and records are placed on the table for their review.

With the consent of the members present, the notice convening the Meeting along with the Audited Account and the Directors' Report were taken as read. Thereafter the Chairperson read out the Auditor's Report and the Annexure to the Auditor's Report was taken as read with the permission of the members.

**Item No. 1**

The Chairperson then called one of the Members to propose the resolution stated in Item No. 1 of the Notice of the Annual General Meeting which pertained to adoption of Audited Financial Statements Standalone along with the Director's Report and Auditor's Report for the year ended 31.03.2024.

The first item was taken up to be passed by an Ordinary Resolution:

PROPOSED BY: Mr. Vinod Agarwal , Member

SECONDED BY: Ms. Bina Agarwal, Member

The Chairperson then called for queries on the accounts from the members and convincingly replied to the queries raised.

**"RESOLVED THAT** the Audited Standalone Balance Sheet as at March 31, 2024, Profit & Loss Account for the year ended on that date along with the Cash Flow Statement, the Directors' Report and the Auditor's Report thereon, be and are hereby approved and adopted."

The resolution was then put to vote by poll, the Chairperson announced that the resolution has been passed with the requisite majority.

**Item No. 2**

The Chairperson then called one of the Members to propose the resolution stated in Item No. 2 of the Notice of the Annual General Meeting which pertained to appointment of a director in place of Mr. Rakesh Jain (DIN: 08413105), who retires by rotation and being eligible, offers himself for re-appointment.

The second item was taken up to be passed by an Ordinary Resolution:

PROPOSED BY: Ms. Preti Bhagwat , Member

SECONDED BY: Mr. Vinod Agarwal, Member

The Chairperson then called for queries on the accounts from the members and convincingly replied to the queries raised.

“RESOLVED THAT as per Section 152(6) of the Companies Act,2013. Mr. Rakesh Jain is appointed as the Director who retired by rotation and being eligible offered himself for appointment.”

The resolution was then put to vote by poll, the Chairperson announced that the resolution has been passed with the requisite majority.

**Item No. 3**

The Chairperson then called one of the Members to propose the resolution stated in Item No. 3 of the Notice of the Annual General Meeting which pertained to approval of Related Party Transactions for the year 2024-2025.

The Third item was taken up to be passed by an Ordinary Resolution:

PROPOSED BY: Mr Vinod Agarwal, Member

SECONDED BY: Mr Bimal Panchal , Member

The Chairperson then called for queries on the accounts from the members and convincingly replied to the queries raised.

"RESOLVED THAT pursuant to the provisions of Regulation 23(4) of the SEBI (Listing Obligations and Disclosure Requirements), 2015 (Listing Regulations) and other applicable provisions, if any of the Listing Regulations, Companies Act,2013 and Rules made thereunder, including statutory modification(s) or re-enactment thereof for the time being in force and as may be notified from time to time, consent of the members of the company be and is hereby accorded to the Board of Directors of the company to enter into contract(s)/ arrangement(s)/ transaction(s) with related parties with respect to Sale, purchase or supply of goods or materials, leasing of property of any kind, availing or rendering of any services, appointment of agent for purchase or sale of goods, materials, services or property or appointment of such parties to any office or place of profit in the company or any other transactions of whatever nature, at arm's length basis and in the ordinary course of business, notwithstanding that such transactions may exceed 10% of the Consolidated Turnover of the Company in any financial year or such other threshold limits as may be specified by the Listing Regulations from time to time, up to such extent and on such terms and conditions as specified in the table forming part of the Explanatory Statement annexed to this notice.

The resolution was then put to vote by poll, the Chairperson announced that the resolution has been passed with requisite majority.

**Item No. 4**

The Chairperson then called one of the Members to propose the resolution stated in Item No. 4 of the Notice of the Annual General Meeting which pertained to Appointment of Vitthal Shankar Sontakke (DIN: 091000564) as a Non- Executive & Independent Director.

The fourth item was taken up to be passed by a Special Resolution:

PROPOSED BY: Mr. Pratik Waghmare , Member

SECONDED BY: Mr. Vinod Agarwal, Member

"RESOLVED THAT pursuant to the provision of Section 149, 150 and 152 read with Schedule IV and other applicable provisions of the Companies Act, 2013 ("the Act") and rules framed there under, Regulation 16(1)(2) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, (including any statutory amendment, modification(s) or reenactment thereof for the time being in force) and based on the recommendation of Nomination and Remuneration Committee, Vitthal Shankar Sontakke (09100564) who was appointed as an Additional Director by the Board of Directors of the Company with effect from 4th September and who holds office of Director up to the date of ensuing Annual General Meeting pursuant to Section 161 of the Companies Act, 2013 and Rules thereof including amendments thereunder read with Articles of Association of the Company and in respect of whom the Company has received a notice in writing from a member under Section 160 of the Companies Act, 2013 and Rules thereof including amendments thereunder, proposing his candidature for the office of Director, be and is hereby appointed as an Independent Director of the Company to hold office for a first term of five (5) consecutive years with effect from 4rd September, 2024.

The resolution was then put to vote by poll, the Chairperson announced that the resolution has been passed with the requisite majority.

**Item no. 5**

The Chairperson then called one of the Members to propose the resolution stated in Item No. 5 of the Notice of the Annual General Meeting which pertained to Appointment of Prima Denish Parmar (DIN: 10081050) as a Non- Executive & Independent Director.

The fifth item was taken up to be passed by a Special Resolution:

PROPOSED BY: Mr. Pratik Waghmare , Member

SECONDED BY: Mr. Yusuf Rangwala, Member

"RESOLVED THAT pursuant to the provision of Section 149, 150 and 152 read with Schedule IV and other applicable provisions of the Companies Act, 2013 ("the Act") and rules framed there under, Regulation 16(1)(2) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, (including any statutory amendment, modification(s) or reenactment thereof for the time being in force) and based on the recommendation of Nomination and Remuneration Committee, Ms. Prima Denish Parmar (10081050) who was appointed as an Additional Director by the Board of Directors of the Company with effect from 4th September,2024 and who holds office of Director up to the date of ensuing Annual General Meeting pursuant to Section 161 of the Companies Act, 2013 and Rules thereof including amendments thereunder read with Articles of Association of the Company and in respect of whom the Company has received a notice in writing from a member under Section 160 of the Companies Act, 2013 and Rules thereof including amendments thereunder, proposing his candidature for the office of Director, be and is hereby appointed as an Independent Director of the Company to hold office for a first term of five (5) consecutive years with effect from 4th September,2024."."

The resolution was then put to vote by poll, the Chairperson announced that the resolution has been passed with the requisite majority.

**VOTE OF THANKS:**

As there was no other business to be transacted the Chairperson declared the meeting concluded.

The meeting terminated with a vote of thanks to the Chair.

**(CHAIRPERSON)  
VEENA AGARWAL**

**DIN: 07104716**

**Date : 30/09/2024**  
**Place : Mumbai**