



# NARMADA GELATINES LIMITED

**The Bombay Stock Exchange Ltd.**

September 24, 2024

Corporate Relationship Department  
1<sup>st</sup> Floor, New Trading Ring, Ratunda Bldg.,  
Phiroze Jeejeebhoy Towers  
Dalal Street, Mumbai - 400 001

**BSE Security Code: 526739**

**Sub: Outcome/Proceedings of  
the 63<sup>rd</sup> Annual General Meeting**

**Ref: Regulation 30 read with Schedule III of SEBI (LODR) Regulations, 2015.**

## **Date, time and venue of the meeting:**

The 63<sup>rd</sup> Annual General Meeting of Narmada Gelatines Ltd. was held on Tuesday, 24<sup>th</sup> September, 2024 at Hotel Narmada Jacksons, South civil lines, Jabalpur at 12:00 noon.

The Company Secretary welcomed the Members.

Mr. Ashok K Kapur, Managing Director introduced Mr. S. Annamalai, Chairman of the Board and requested him to take the Chair of the Meeting as per Article no. 76 of the Article of Association of the Company. Mr. S. Annamalai, Chairman took the chair. He introduced the shareholders to the members seated on the Dias.

Total number of Members present in the meeting in person were 32 holding 45,86,748 equity shares of the company.

The Chairman declared the requisite quorum was present at the meeting.

The requisite quorum being present Mr. S. Annamalai, Chairman of the Meeting called the meeting to order. He then welcomed the Members to the Annual General Meeting of the Company.

Statutory registers and other necessary documents were kept open for inspection by members at the meeting.

## **Chairman's Speech:**

Thereafter, Chairman requested Mr. Ashok K Kapur, Managing Director to address the shareholder. Mr. Kapur gave an overview of the financial performance of the Company for the year ended 31st March 2024. He also briefed the members about the working of the company and company's achievements during the year 2023-24.



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He also appraised the members on dividend history, the gelatines market, the future outlook, risk and concerns and emphasized on the fact that CSR activities are conducted by the company during the financial year ended 31st March 2024 as required by the law.

### **Notice:**

The Chairman, with the concurrence of the members present, marked the Notice of the Meeting together with the financial statements and Board report and annexure forming part thereto were taken as read.

### **Auditor's Report:**

The members were informed that the Auditor's report on Annual accounts of the Company for financial year ended March 31, 2024 did not contain any qualifications, observations or comments on the financial transactions or matters, which have any adverse effect on the functioning of the Company and consequently did not required Directors comments thereon. The Auditor's report was taken as read.

Thereafter, members were invited (other than proxies) to ask questions to the Board of Directors or to make their comments, give suggestions and seek clarifications, if any, on the Agenda Items set out in the Notice of 63<sup>rd</sup> Annual General Meeting. The directors replied all the queries and noted all the suggestions given by the members present.

### **E-voting & Polling:**

The Chairman informed the members that pursuant to provisions of section 108 of the Companies Act, 2013 and relevant rules framed thereunder, the Company had extended e-voting facility to the Members through Central Depository Services Limited (CDSL) in respect of Ordinary and Special business transacted at the AGM and that e-voting had commenced on 21<sup>st</sup> September, 2024 (at 9:00 am) and ended on 23<sup>rd</sup> September, 2024 (at 5:00 pm) and that Mr. Asim Kumar Chattopadhyay, Practicing Company Secretary had been appointed by the Board for scrutinizing the remote e-voting process.

The members were also informed that in line with the requirements under the Companies act, 2013, the voting at AGM would be conducted by poll through physical polling papers and members/proxies present in AGM could exercise their voting right on all the resolutions of Ordinary business set out in the item number.

### **Scrutinizer:**

It was informed that Mr. Tapan Badkul, Practicing Cost Accountant had been appointed as the scrutinizer to scrutinize the Poll process and report thereon in the prescribed manner. Further, the results of Poll voting were clubbed with the results of remote e-voting and combined votes for or against each resolution was determined and the consolidated results were declared at the Annual General Meeting.



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### **Conduct of Poll:**

Mr. Tapan Badkul, Scrutinizer appointed for the Poll, conducted the Poll. The Members and proxies present casted their votes and the Scrutinizer took custody of the Polling Boxes. The following items of Ordinary Business as set out in the Notice calling the meeting were put for shareholders' approval:

### **Ordinary Business:**

- (i) **Ordinary Resolution** for adoption of Audited Financial Statements of the Company for the year ended 31st March, 2024 and the Reports of the Board of Directors and Auditors thereon.
- (ii) **Ordinary Resolution** to declare dividend on equity shares for the financial year ended 31st March, 2024 as under:

**“RESOLVED THAT** in accordance with the recommendation of the Board of Directors, dividend @ 100% i.e. ₹10.00 per Equity Share of ₹ 10/- each fully paid-up, be and is hereby declared in respect of the financial year ended 31st March, 2024 and that the dividend be paid to those Equity Shareholders whose names.”

- (iii) **Special Resolution** to approve re-appointment of Shri S. Maheswaran (DIN: 00143046) as a Non-Executive & Non-Independent Director of the Company:

**“RESOLVED THAT** consent of the members be and is hereby accorded, pursuant to the provisions of Section 152(6) of the Companies Act, 2013, for re-appointment of Shri S. Maheswaran (DIN: 00143046), who retires by rotation and being eligible offers himself for re-appointment, as a Non- Executive, Non-Independent Director of the Company, subject to retirement by rotation.

**“RESOLVED FURTHER THAT** pursuant to the provisions of Regulation 17(1A) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and other applicable provisions, if any, consent of the members be and is hereby also accorded for reappointment and continuation of Shri S. Maheswaran, who has attained the age of 75 years, as a Non-Executive Director of the Company as long as he continues in the office of the Director of the Company.

**“RESOLVED FURTHER THAT** the Board be and is hereby authorized to delegate all or any of the powers to any committee of directors with power to further delegate to any other officer(s) / authorized representative(s) of the Company to do all acts, deeds and things



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and take all such steps as may be necessary, proper or expedient to give effect to this resolution.”

Members present who had not casted their votes through remote e-voting casted their votes. All the resolutions set out in the Notice of Annual General Meeting were passed unanimously as per the report of the scrutinizer submitted on 24th September, 2024.

On completion of the voting and scrutinizing process, Ms. Mahima Patkar declared the results of voting to the shareholders.

The Meeting was concluded by Mr. Ashok K Kapur, Managing Director by delivering vote of thanks at 1:00 p.m.

You are requested to take the same on your records.

Thanking You,

**For Narmada Gelatines Limited**

**Mahesh Verma**

**Chief Financial Officer**



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