



**SKMEGG/SEC/BSE/ NSE/AGMM/2024**

**Oct 19, 2024**

Bombay Stock Exchange Limited  
Phiroze Jeejeebhoy Towers  
Dalal Street  
Mumbai-400 001

National Stock Exchange of India Limited  
Exchange Plaza,  
Plot No:C/G Block  
Bandra Kurla Complex  
Mumbai-400 051

Dear Sirs,

**Sub:** Minutes of the 29<sup>th</sup> AGM

**Ref:** Scrip Code: 532143(BSE)/SKMEGGPROD (NSE)

\*\*\*\*\*

We would like to submit the copy of the Minutes of the 29<sup>th</sup> Annual General Meeting of M/s, SKM Egg Products Export (India) Limited held on 25<sup>th</sup> September 2024.

This is for your kind information and record.

Thanking you,

For SKM Egg Products Export (India) Limited

P.Sekar  
Company Secretary  
(ICSI MNo.F10744)

Enclosure: As above

**SKM EGG PRODUCTS**

THINKING OUT OF THE SHELL

SKM EGG PRODUCTS EXPORT (INDIA) LIMITED

CIN:L01222TZ1995PLC006025 GSTIN : 33AACCS7106G1ZO PAN : AACCS7106G

Registered Office: 133, 133/1, Gandhiji Road, Erode - 638 001, Tamil Nadu India.Tel: +91 424 2262963

Factory : Erode - Karur Main Road, Cholangapalayam, Erode - 638 154, Tamil Nadu, India. Tel: +91 424 2351532 - 33, Web: www.skmeegg.com

MINUTES OF THE 29<sup>th</sup> ANNUAL GENERAL MEETING OF MEMBERS OF M/S, SKM EGG PRODUCTS EXPORT (INDIA) LIMITED HELD ON WEDNESDAY THE 25<sup>th</sup> SEPTEMBER 2024 AT 4.00 P.M. THROUGH VIDEO CONFERENCING (VC)/OTHER AUDIO VISUAL MEANS (OAVM).

DIRECTORS PRESENT THROUGH VC/OAVMs:

Name of the Director Present	Designation
1.Shri.SKM Maeilanandhan	Executive Chairman
2.Shri SKM Shree Shivkumar	Managing Director
3.Shri SK Sharath Ram	Executive Director
4.Smt.S.Kumutaavalli	Director
5.Shri D Venkateswaran	Independent Director
6.Shri TN Thirukumar	Independent Director
7.Shri GN Jayaram	Independent Director
8.Shri RR Sathiyamurthi	Additional Director
9.Shri K Ahamed Sheik Mohideen	Additional Director
10.Dr Vikram Ramakrishnan	Additional Director
11.Shri K Vivekanandhan (TIDCO)	Additional Director

Also Present

Dr LM Ramakrishnan	Special Invitee
Shri.K.S.Venkatachalapathy	Chief Financial Officer
Shri.N.C.Vijaykumar	Statutory Auditor
Shri.N.Prasanna Venkatesan	Tax Auditor
Shri.R. SaiPrasath	Secretarial Auditor
Shri.V.Anandatheerthan	General Manager - Finance
Shri.D.Dhanasekar	DGM- Accounts
Shri.P.Sekar	Company Secretary

Members Present through VC/OAVMS

Promoters/Promoters Group : 5  
Shareholders : 64



Shri.SKM Maeilanandhan, Executive Chairman took the chair and conducted the meeting.

The Quorum being ascertained, the meeting commenced at the time as specified in the notice. Shri SKM.Maeilanandhan, Executive Chairman welcomed the members present through VC/OAVMS.

The Chairman further informed that there was no leave of absence.

Shri SKM Maeilanandhan, Executive Chairman also informed that the Notice convening the 29<sup>th</sup> Annual General Meeting of the Company and the Annual Report for the year ended 31<sup>st</sup> March 2024 were sent through Registered E-Mail to the Members within the statutory limit and were also placed on the websites of the Company and Stock Exchanges.

Hence with the permission of the members present through VC/OAVMS the notice was taken as read.

The Chairman informed that Pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 of Companies (Management and Administration) Rules, 2014 and Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015, the Company had provided Remote E-Voting/and Electronic voting during AGM facility to all the members holding shares of the Company as detailed below to enable them to cast their vote in respect of the resolutions contained in Notice of the Meeting.

The Company had made E-voting arrangements with M/s, National Securities Depository Limited (NSDL), who provided the portal for e-voting. The remote E-Voting was kept open for 3 (three) days i.e from 9.00 A.M on 22<sup>nd</sup> September 2024 to 5.00 P.M on 24<sup>th</sup> September, 2024.

The Company had appointed Mr.V.Ramkumar, Practicing Company Secretary, Coimbatore as scrutinizer for carrying out E-voting and Electronic voting during AGM in a fair and transparent manner.



Accordingly, the Scrutinizer had conducted the E-voting process before the AGM and would conduct Electronic voting during AGM Voting Process after AGM. Based on them, he would submit his report on the votes polled to the Chairman of the Company within 48 hours of conclusion of the meeting.

As per the said report, the results of the voting on the Resolutions, proposed in the Agenda of the meeting will be announced through the web-sites of the Company, Stock Exchanges and the Registrar.

Then the subjects contained in the Agenda were taken up one by one.

**ORDINARY BUSINESS:**

**Consideration of Statement of Profit and Loss, Balance Sheet, Directors' Report and Auditors' Report**

The Chairman hoped that the Annual Report containing the Financial Reports that has already been circulated through E-Mail to the entire Shareholders would have been perused by the Members and as such the same was taken as read with the permission of the Members present at the Meeting.

**The Chairman announced as follows:**

A) Now the Company Secretary will read out the Resolutions in respect of the subjects contained in the Notice of AGM, one by one.

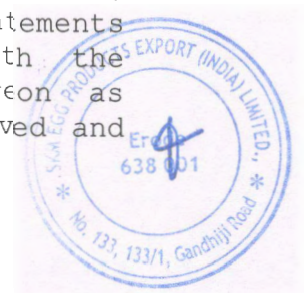
B) The Members who have not voted through remote E-voting process earlier may cast their vote on those resolutions in the Electronic voting during AGM

As advised by the Chairman the Company Secretary read out the resolutions one by one as follows:

**1. Adoption of Financial Statements and Reports of the Directors and Auditors:**

The following resolution was read

**"RESOLVED THAT** the Financial Statements of the Company for the year ended 31<sup>st</sup> March 2024 including Audited Balance Sheet as at 31<sup>st</sup> March, 2024, Statement of Profit and Loss, Cash Flow Statement and Consolidated Financial Statements for the year ended on that date, together with the Directors' Report and the Auditors' Report thereon as presented to the meeting, be and are hereby, approved and adopted."



## **2. Declaration of Dividend**

The following resolution was read

**"RESOLVED THAT** Dividend for the year 2023-24 at the rate of Rs 2.50/- per share of Rs 10/- each fully paid up (25%), be declared and paid for the financial year ended 31<sup>st</sup> March, 2024 on the equity shares of Rs 10/- each to the shareholders whose name appear on the Register of Members of the Company as on 18<sup>th</sup> September, 2024 for those holding shares in physical form and as per the details furnished by the Depositories for this purpose as at the end of business hours on 25<sup>th</sup> September, 2024 in respect of the shares held in demat form.

## **3. Re-appointment of Mrs S Kumutaavalli, as Non- Executive Director:**

The Company Secretary took up the item of reappointment of Smt.S Kumutaavalli, as Non-executive Director who retires by rotation and placed the same before the meeting.

"Resolved that Smt.S Kumutaavalli, as Non-executive Director of the company who retires by rotation and being eligible, offer herself for re-appointment be and is hereby reappointed as a director of the company."

## **SPECIAL BUSINESS:**

### **4.Re-Appointment of Shri. TN Thirukumar as an Independent Director for a second term of 5 years.**

To consider and, if thought fit, to pass with or without modifications, the following as a **SPECIAL RESOLUTION:**

**"RESOLVED THAT** pursuant to the provisions of Sections 149 and 152 read with Schedule IV and other applicable provisions, if any, of the Companies Act, 2013 and the Rules made thereunder and applicable provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (including any statutory modification(s) or re-enactment(s) thereof for the time being in force), the Articles of Association of the Company and pursuant to recommendation of the Nomination and Remuneration Committee and approval of the Board of Directors, Shri TN Thirukumar (DIN: 00124793), who was previously appointed as an



Independent Director of the Company to hold office till 30th July, 2024 and being eligible for one more term and has submitted a declaration that he meets the criteria of independence under Section 149(6) of the Act and Regulation 16(1)(b) of SEBI Listing Regulations, and in respect of whom the Company has received a notice in writing from a Member under Section 160 of the Act signifying the Member's intention to propose Shri.TN Thirukumar for re-appointment as an Independent Director of the Company, be and is hereby re-appointed as an Independent Director of the Company, not liable to retire by rotation, to hold office for a second term of five years from 31st July 2024 to 30th July, 2029.

**"RESOLVED FURTHER THAT** the Board of Directors and the Company Secretary be and are hereby severally authorized to do and perform all such acts, deeds, matters or things as may be considered necessary to give effect to the above resolution".

**5.Re-Appointment of Shri. GN Jayaram as an Independent Director for a Second Term of 5 years.**

**To consider and, if thought fit, to pass with or without modifications, the following as a SPECIAL RESOLUTION:**

**"RESOLVED THAT** pursuant to the provisions of Sections 149 and 152 read with Schedule IV and other applicable provisions, if any, of the Companies Act, 2013 and the Rules made thereunder and applicable provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (including any statutory modification(s) or re-enactment(s) thereof for the time being in force), the Articles of Association of the Company and pursuant to recommendation of the Nomination and Remuneration Committee and approval of the Board of Directors, Shri. GN JAYARAM (DIN: 08521023), who was previously appointed as an Independent Director of the Company to hold office till 30th July, 2024 and being eligible for one more term and has submitted a declaration that he meets the criteria of independence under Section 149(6) of the Act and Regulation 16(1)(b) of SEBI Listing Regulations, and in respect of whom the Company has received a notice in writing from a Member under Section 160 of the Act signifying the Member's intention to propose Shri GN Jayaram for re-appointment as an Independent Director of the Company, be and is hereby re-appointed as an Independent Director of the Company, not liable to retire by rotation, to hold office for a second term of five years from 31st July 2024 to 30th July, 2029.



**RESOLVED FURTHER THAT** the Board of Directors and the Company Secretary be and are hereby severally authorized to do and perform all such acts, deeds, matters or things as may be considered necessary to give effect to the above resolution".

**6.Appointment of Shri RR Sathiyamurthi as an Independent Director of The Company**

**To consider and, if thought fit, to pass with or without modifications, the following as a SPECIAL RESOLUTION:**

**"RESOLVED THAT** pursuant to the provisions of Sections 149, 150, 152, 160, Schedule IV and other applicable provisions, if any, of the Companies Act, 2013 ("the Act") read with the Companies (Appointment and Qualification of Directors) Rules, 2014 (including any statutory modifications or re-enactment thereof for the time being in force) and the applicable provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations") (as amended) and the Articles of Association of the Company and upon recommendation of the Nomination and Remuneration Committee and approval of the Board of Directors, Shri RR Sathiyamurthi, (DIN : 00505804), who was appointed as an Additional Director (categorized as Independent Director) with effect from 07th August, 2024 and who had submitted a declaration that he meets the criteria of independence under Section 149(6) of the Act and Regulation 16(1)(b) of SEBI Listing Regulations, and whose name is included in the databank as required under Rule 6 of the Companies (Appointment and Qualification of Directors) Rules, 2014, and in respect of whom the Company has received a notice in writing from a Member under Section 160 from a member proposing his candidature for the office of Director, be and is hereby appointed as an Independent Director of the Company, not liable to retire by rotation, to hold office for a term of five years, from 07th August 2024 to 06th August, 2029.

**RESOLVED FURTHER THAT** the Board of Directors and the Company Secretary be and are hereby severally authorized to do and perform all such acts, deeds, matters or things as may be considered necessary to give effect to the above resolution"



**7.Appointment of Shri K Ahamed Sheik Mohideen as an Independent Director of The Company**

To consider and, if thought fit, to pass with or without modifications, the following as a SPECIAL RESOLUTION:

"RESOLVED THAT pursuant to the provisions of Sections 149, 150, 152, 160, Schedule IV and other applicable provisions, if any, of the Companies Act, 2013 ("the Act") read with the Companies (Appointment and Qualification of Directors) Rules, 2014 (including any statutory modifications or re-enactment thereof for the time being in force) and the applicable provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations") (as amended) and the Articles of Association of the Company and upon recommendation of the Nomination and Remuneration Committee and approval of the Board of Directors, Shri K Ahamed Sheik Mohideen (DIN:00077439), who was appointed as an Additional Director (categorized as Independent Director) with effect from 07th August, 2024 and has submitted a declaration that he meets the criteria of independence under Section 149(6) of the Act and Regulation 16(1)(b) of SEBI Listing Regulations, and whose name is included in the databank as required under Rule 6 of the Companies (Appointment and Qualification of Directors) Rules, 2014, and in respect of whom the Company has received a notice in writing from a Member under Section 160 from a member proposing his candidature for the office of Director, be and is hereby appointed as an Independent Director of the Company, not liable to retire by rotation, to hold office for a term of five years, from 07th August 2024 to 06th August, 2029.

RESOLVED FURTHER THAT the Board of Directors and the Company Secretary be and are hereby severally authorized to do and perform all such acts, deeds, matters or things as may be considered necessary to give effect to the above resolution"

**8.Appointment of Dr Vikram Ramakrishnan as an Independent Director of the Company**

To consider and, if thought fit, to pass with or without modifications, the following as a SPECIAL RESOLUTION:

"RESOLVED THAT pursuant to the provisions of Sections 149, 150, 152, 160, Schedule IV and other applicable provisions, if any, of the Companies Act, 2013 ("the Act") read with the Companies (Appointment and Qualification of Directors) Rules, 2014 (including any statutory modifications or re





enactment thereof for the time being in force) and the applicable provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations") (as amended) and the Articles of Association of the Company and upon recommendation of the Nomination and Remuneration Committee and approval of the Board of Directors, Dr Vikram Ramakrishnan (DIN:00150883), who was appointed as an Additional Director (categorized as Independent Director) with effect from 07th August, 2024 and who had submitted a declaration that he meets the criteria of independence under Section 149(6) of the Act and Regulation 16(1)(b) of SEBI Listing Regulations and whose name is included in the databank as required under Rule 6 of the Companies (Appointment and Qualification of Directors) Rules, 2014, and in respect of whom the Company has received a notice in writing from a Member under Section 160 from a member proposing his candidature for the office of Director, be and is hereby appointed as an Independent Director of the Company, not liable to retire by rotation, to hold office for a term of five years, from 07th August 2024 to 06th August, 2029.

**RESOLVED FURTHER THAT** the Board of Directors and the Company Secretary be and are hereby severally authorized to do and perform all such acts, deeds, matters or things as may be considered necessary to give effect to the above resolution"

**9.To appoint Shri K Vivekanandan (DIN:05354239) as a Nominee Director of The Company**

**To consider and, if thought fit, to pass the following resolution as an Ordinary Resolution:**

**"RESOLVED THAT** pursuant to the provisions of Section 149, 152, 160, 161 and all other applicable provisions of the Companies Act, 2013 and the Companies (Appointment and Qualification of Directors) Rules, 2014, including any statutory modification(s) or re-enactment thereof from time to time, read with Clause 90 of Articles of Association of the Company and Regulation 19(4) read with Part D of Schedule II of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations 2015, and any regulations, notifications Mr K Vivekanandan (DIN:05354239) who was appointed as an additional director (categorized as Nominee Director), be and is hereby appointed as a nominee director of the Company (representing TIDCO) with effect from 07TH August, 2024 and whose office will not be liable to retire by rotation.



**RESOLVED FURTHER THAT** the Board of Directors and the Company Secretary be and are hereby severally authorized to do and perform all such acts, deeds, matters or things as may be considered necessary to give effect to the above resolution”

**CLARIFICATION AND SUGGESTIONS:**

Clarifications and Suggestions raised by the Members of the Company and the same were duly clarified by the Managing Director to the satisfaction of the members.

**VOTE OF THANKS**

The Company Secretary delivered Vote of thanks.

The AGM finally concluded with National Anthem.

Place: Erode

Date :15.10.2024

*S. H. Manoj*

**CHAIRMAN**

