



Date: 19/07/2024

To, Head - Listing Operations, <b>BSE Limited,</b> P.J. Towers, Dalal Street, Fort, Mumbai – 400 001.	To, The Corporate Relations Department <b>National Stock Exchange of India Ltd.</b> Exchange Plaza, C-1, Block G, Bandrakurla Complex, Bandra (E), Mumbai – 400051.
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**SYMBOL: NARMADA**

**SCRIP: 543643**

Dear Sir/ Madam,

**Sub: Disclosure under Regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015- Details of Voting Results of the 12<sup>th</sup> Annual General Meeting of the Company held on 18.07.2024**

With reference to the above captioned subject, pursuant to Regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we hereby submit the details of voting results in the prescribed format for the 12<sup>th</sup> Annual General Meeting of the members of the Company held on Thursday, 18<sup>th</sup> July 2024 at 11.30 A.M (IST) through Video conferencing and other audio-visual means (“VC/OAVM”).

In this regard, please find enclosed following.

1. Voting Result in the prescribed format in terms of Regulation 44 (3) of SEBI (LODR) Regulations, 2015.
2. Scrutinizer's Report.

Kindly take the same on your record.

Thanking You,

**FOR NARMADA AGROBASE LIMITED**

**NEERAJKUMAR SURESHCHANDRA AGRAWAL**  
**CHAIRMAN AND MANAGING DIRECTOR**  
**(DIN: 06473290)**

## General information about company

Scrip code	543643
NSE Symbol	NARMADA
MSEI Symbol	NA
ISIN	INE117Z01011
Name of the company	Narmada Agrobases Limited
Type of meeting	AGM
Date of the meeting / last day of receipt of postal ballot forms (in case of Postal Ballot)	18-07-2024
Start time of the meeting	11:30 AM
End time of the meeting	11:40 AM

### Scrutinizer Details

Name of the Scrutinizer	Punit Santoshkumar Lath
Firms Name	Punit S. Lath
Qualification	CS
Membership Number	26238
Date of Board Meeting in which appointed	18-06-2024
Date of Issuance of Report to the company	18-07-2024

## Voting results

Record date	05-07-2024
Total number of shareholders on record date	7731
<b>No. of shareholders present in the meeting either in person or through proxy</b>	
a) Promoters and Promoter group	0
b) Public	0
<b>No. of shareholders attended the meeting through video conferencing</b>	
a) Promoters and Promoter group	8
b) Public	38
<b>No. of resolution passed in the meeting</b>	<b>4</b>
Disclosure of notes on voting results	<a href="#">Add Notes</a>

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Resolution (1)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				To receive, consider and adopt the audited Financial Statements comprising of Balance Sheet as at 31st March, 2024, Profit and Loss Account of the Company and Cash Flow Statement for the year ended on that date together with the Report of Board of Directors and Auditors				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting		7812514	100.0000	7812514	0	100.0000	0.0000
	Poll	7812514	0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	<b>Total</b>	7812514	7812514	100.0000	7812514	0	100.0000	0.0000
Public- Institutions	E-Voting		184	0.0032	174	10	94.5652	5.4348
	Poll	5736200	0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	<b>Total</b>	5736200	184	0.0032	174	10	94.5652	5.4348
Public- Non Institutions	E-Voting							
	Poll							
	Postal Ballot (if applicable)							
	<b>Total</b>							
<b>Total</b>		13548714	7812698	57.6638	7812688	10	99.9999	0.0001
<b>Whether resolution is Pass or Not.</b>							Yes	
Disclosure of notes on resolution							<a href="#">Add Notes</a>	

\* this fields are optional

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	0
Public Insitutions	0
Public - Non Insitutions	0

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Resolution (2)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				Yes				
Description of resolution considered				To appoint a Director in place of Mr. Suresh Chand Kalyanmal Gupta (DIN: 06473269) who retires by rotation and being eligible, offers himself for re-appointment				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	7812514	7812514	100.0000	7812514	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	<b>Total</b>		<b>7812514</b>	<b>7812514</b>	<b>100.0000</b>	<b>7812514</b>	<b>0</b>	<b>100.0000</b>
Public- Institutions	E-Voting	5736200	145	0.0025	135	10	93.1034	6.8966
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	<b>Total</b>		<b>5736200</b>	<b>145</b>	<b>0.0025</b>	<b>135</b>	<b>10</b>	<b>93.1034</b>
Public- Non Institutions	E-Voting							
	Poll							
	Postal Ballot (if applicable)							
	<b>Total</b>							
<b>Total</b>		<b>13548714</b>	<b>7812659</b>	<b>57.6635</b>	<b>7812649</b>	<b>10</b>	<b>99.9999</b>	<b>0.0001</b>
<b>Whether resolution is Pass or Not.</b>							Yes	
Disclosure of notes on resolution							<a href="#">Add Notes</a>	

\* this fields are optional

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	0
Public Insitutions	0
Public - Non Insitutions	0

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Resolution (3)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				To adopt new set of Memorandum of Association pursuant to the Companies Act, 2013				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	7812514	7812514	100.0000	7812514	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	<b>Total</b>		<b>7812514</b>	<b>7812514</b>	<b>100.0000</b>	<b>7812514</b>	<b>0</b>	<b>100.0000</b>
Public-Institutions	E-Voting	5736200	190	0.0033	180	10	94.7368	5.2632
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	<b>Total</b>		<b>5736200</b>	<b>190</b>	<b>0.0033</b>	<b>180</b>	<b>10</b>	<b>94.7368</b>
Public- Non Institutions	E-Voting							
	Poll							
	Postal Ballot (if applicable)							
	<b>Total</b>							
<b>Total</b>		<b>13548714</b>	<b>7812704</b>	<b>57.6638</b>	<b>7812694</b>	<b>10</b>	<b>99.9999</b>	<b>0.0001</b>
<b>Whether resolution is Pass or Not.</b>							Yes	
Disclosure of notes on resolution							<a href="#">Add Notes</a>	

\* this fields are optional

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	0
Public Insitutions	0
Public - Non Insitutions	0

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Resolution (4)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Increase in Authorised Share Capital of the Company and Alteration of Capital Clause of Memorandum of Association of the Company.				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	7812514	7812514	100.0000	7812514	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	<b>Total</b>		<b>7812514</b>	<b>7812514</b>	<b>100.0000</b>	<b>7812514</b>	<b>0</b>	<b>100.0000</b>
Public-Institutions	E-Voting	5736200	190	0.0033	180	10	94.7368	5.2632
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	<b>Total</b>		<b>5736200</b>	<b>190</b>	<b>0.0033</b>	<b>180</b>	<b>10</b>	<b>94.7368</b>
Public- Non Institutions	E-Voting							
	Poll							
	Postal Ballot (if applicable)							
	<b>Total</b>							
<b>Total</b>		<b>13548714</b>	<b>7812704</b>	<b>57.6638</b>	<b>7812694</b>	<b>10</b>	<b>99.9999</b>	<b>0.0001</b>
<b>Whether resolution is Pass or Not.</b>							Yes	
Disclosure of notes on resolution							<a href="#">Add Notes</a>	

\* this fields are optional

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	0
Public Insitutions	0
Public - Non Insitutions	0



**Punit S. Lath (B.Com., ACS)**  
**Practicing Company Secretary**

M.: 8000860208; E-mail Id: [punit.lath@yahoo.com](mailto:punit.lath@yahoo.com)



COMBINED REPORT OF SCRUTINIZER

(Pursuant to Section 108, 109 of the Companies Act, 2013 and rules 20 (4) (XII) (Management and Administration) Rules, 2014 read with Regulation 44 of the SEBI (LODR) Regulations, 2015)

Date: 18/07/2024

To,  
The Chairman  
Narmada Agrosbase Limited  
613/P-1 IJ Pura (Jethaji),  
Dhanpura Road, Tal. Jotana,  
Mahesana, Ahmedabad – 384421

Sub: Consolidated Scrutinizer Report on Electronic Voting carried out during Monday, July 15, 2024 (9.00 A.M. IST) and ends on Wednesday, July 17, 2024 (5.00 P.M. IST). and poll conducted on the 12<sup>nd</sup> Annual General Meeting of Narmada Agrosbase Limited on 18<sup>th</sup> July, 2024.

Respected Sir,

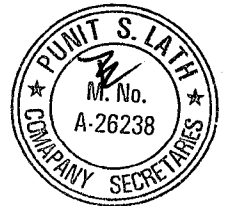
I Punit Santosh Kumar Lath, was appointed as Scrutinizer by the Board of Directors of M/s. Narmada Agrosbase Limited for the purpose of scrutinizing the remote e-voting & poll conducted in AGM on the below mentioned resolutions at the 12<sup>nd</sup> Annual General Meeting (AGM) of the company held on Thursday, 18<sup>th</sup> July, 2024 at 11.30 a.m., through video conferencing ("VC")/other Audio-Visual Means ("OAVM").

**ORDINARY BUSINESS:**

1. To consider and adopt the audited Financial Statements comprising of Balance Sheet as at 31st March, 2024, Profit and Loss Account of the Company and Cash Flow Statement for the year ended on that date together with the Report of Board of Directors and Auditors thereon (Ordinary Resolution).
2. To appoint a Director in place of Mr. Suresh Chand Kalyanmal Gupta (DIN: 06473269) who retires by rotation and being eligible, offers himself for re-appointment (Ordinary Resolution).

**SPECIAL BUSINESS:**

3. To adopt new set of Memorandum of Association pursuant to the Companies Act, 2013 (Special Resolution).
4. Increase in Authorised Share Capital of the Company and Alteration of Capital Clause of Memorandum of Association of the Company (Ordinary Resolution).



**Office Address: C/605, PNTC Building, B/h. Titanium City Centre, Radio Mirchi Tower Road, Ahmedabad, Gujarat – 380051, INDIA.**

# **Punit S. Lath (B.Com., ACS)**

## **Practicing Company Secretary**

**M.: 8000860208; E-mail Id: [punit.lath@yahoo.com](mailto:punit.lath@yahoo.com)**



**RESPONSIBILITY OF THE SCRUTINIZER** My responsibility as a Scrutinizer is limited to ensure that voting is conducted in fair and transparent manner at remote e-voting and at AGM and to provide the consolidated scrutinizer report scrutinizing the votes cast, "in favour" or "against" the resolution, based on the report generated from the e-voting system of National Securities Depository of India Limited (NSDL).

**RESPONSIBILITY OF THE MANAGEMENT OF THE COMPANY** The management of the Company is responsible to ensure compliance with the requirement of the Companies Act, 2013, Rules and circulars issued by MCA and SEBI relating to conducting of AGM.

1. The Company engaged the services of National Securities Depository Limited (NSDL) (hereinafter referred to as the "Service Provider") to offer the remote e-voting facility to its shareholders.
2. Ministry of Corporate Affairs (MCA), vide its General Circular No. 20/2020 dated May 5, 2020 and subsequent Circulars issued from time to time and General Circular No 10/2022 dated December 28, 2022 read with relevant circulars issued by the Securities and Exchange Board of India (SEBI), from time to time (hereinafter collectively referred to as "Circulars)", has allowed the Companies to conduct the AGM through Video Conferencing (VC) or Other Audio-Visual Means (OAVM) during the calendar year 2024. In Compliance with the provisions of the Companies Act, 2013 ("Act"), SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations") and MCA Circulars, the 12th AGM of the Company is being held through VC/ OAVM.
3. The e-voting facility was offered and kept open by the Company to its Shareholders for the period commencing on Monday, July 15, 2024 (9.00 A.M. IST) and ends on Wednesday, July 17, 2024 (5.00 P.M. IST). The E-voting
4. The shareholders whose names appeared in the Register of Members / List of Beneficial Owners as on 05/07/2024 (i.e. cut - off date) were allowed to participate and vote electronically during the aforesaid period of e-voting.
5. On 18<sup>th</sup> July, 2024 after completion of AGM at 11.40 A.M. the votes cast through e-voting facility were duly unblocked in the presence of Mr. Gaurav Jani and Miss. Aditi Modi who were present as witnesses.
6. Members who have voted through Remote e-Voting were eligible to attend the AGM. However, they were not eligible to vote at the AGM.
7. My consolidated results with respect to each item on the agenda as set out in the Notice of the 12<sup>nd</sup> AGM dated 18<sup>th</sup> June, 2024 is enclosed herewith this Report.
8. Based on the aforesaid results, I report that Three Ordinary Resolutions and One Special Resolution as contained in Item No. 1 (One) to Item No. 4 (Four) of the Notice dated 18<sup>th</sup> June, 2024 of the 12<sup>th</sup> Annual General Meeting were duly passed with requisite majority.



**Office Address: C/605, PNTC Building, B/h. Titanium City Centre, Radio Mirchi Tower Road, Ahmedabad, Gujarat – 380051, INDIA.**

**Punit S. Lath (B.Com., ACS)**  
**Practicing Company Secretary**

M.: 8000860208; E-mail Id: [punit.lath@yahoo.com](mailto:punit.lath@yahoo.com)



9. The combined result of the Remote E-voting and Poll is as under:

Ordinary Resolution No 1: To receive, consider and adopt the audited financial statements [including consolidated financial statements] of the Company for the year ended on March 31, 2024 and the Reports of the Board of Directors and Auditors thereon.

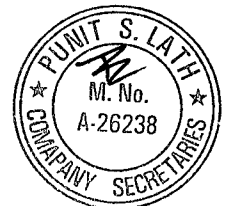
Particulars	Remote E Votes		Voting at the AGM		Total		Percentage of total number of valid votes cast
	Number of Folio voted	No of votes	Number of Folio voted	No of votes	Number of Folio voted	No of Votes	
Assent	12	7812688	0	0	12	7812688	100%
Dissent	1	10	0	0	1	10	0
Invalid	0	0	0	0	0	0	0
Received/Total	13	7812698	0	0	13	7812698	100%

Based on the aforesaid results, I report that Ordinary Resolution as contained in Item No. 1 of the Notice dated 18<sup>th</sup> June, 2024 passed with requisite majority.

Ordinary Resolution No 2 To appoint a Director in place of Mr. Suresh Chand Kalyanmal Gupta (DIN: 06473269) who retires by rotation and being eligible, offers himself for re-appointment. and if thought fit, to pass, with or without modification(s), the following resolution as Ordinary Resolution

Particulars	Remote E Votes		Voting at the AGM		Total		Percentage of total number of valid votes cast
	Number of Folio voted	No of votes	Number of Folio voted	No of votes	Number of Folio voted	No of Votes	
Assent	11	7812649	0	0	11	7812649	100%
Dissent	1	10	0	0	1	10	0.00%
Invalid	0	0	0	0	0	0	0
Received/Total	12	7812659	0	0	12	7812659	100%

Based on the aforesaid results, I report that Ordinary Resolution as contained in Item No. 2 of the Notice dated 18<sup>th</sup> June, 2024 passed with requisite majority.



**Punit S. Lath (B.Com., ACS)**  
**Practicing Company Secretary**

M.: 8000860208; E-mail Id: [punit.lath@yahoo.com](mailto:punit.lath@yahoo.com)



Special Resolution No 3 To adopt new set of Memorandum of Association pursuant to the Companies Act, 2013

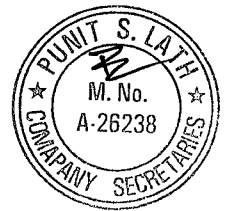
Particulars	Remote E Votes		Voting at the AGM		Total		Percentage of total number of valid votes cast
	Number of Folio voted	No of votes	Number of Folio voted	No of votes	Number of Folio voted	No of Votes	
Assent	12	7812694	0	0	12	7812694	100%
Dissent	1	10	0	0	1	10	0.00%
Invalid	0	0	0	0	0	0	0
Received/Total	13	7812704	0	0	13	7812704	100%

Based on the aforesaid results, I report that Special Resolution as contained in Item No. 3 of the Notice dated 18<sup>th</sup> June, 2024 passed with requisite majority.

Ordinary Resolution No 4 Increase in Authorised Share Capital of the Company and Alteration of Capital Clause of Memorandum of Association of the Company

Particulars	Remote E Votes		Voting at the AGM		Total		Percentage of total number of valid votes cast
	Number of Folio voted	No of votes	Number of Folio voted	No of votes	Number of Folio voted	No of Votes	
Assent	12	7812694	0	0	12	7812694	100%
Dissent	1	10	0	0	1	10	0.00%
Invalid	0	0	0	0	0	0	0
Received/Total	13	7812704	0	0	13	7812704	100%

Based on the aforesaid results, I report that Ordinary Resolution as contained in Item No. 4 of the Notice dated 18<sup>th</sup> June, 2024 passed with requisite majority.



**Punit S. Lath (B.Com., ACS)**  
**Practicing Company Secretary**

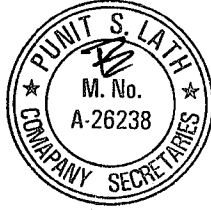
M.: 8000860208; E-mail Id: [punit.lath@yahoo.com](mailto:punit.lath@yahoo.com)



A list of Equity shareholders who voted "FOR", "AGAINST" the resolutions (Both through Remote Evoting and E-voting at the AGM) and all other relevant records relating to the voting is handed over to the Company Secretary Managing Director for preserving safely.

Thanking you,

Punit Santoshkumar Lath  
Practicing Company Secretary  
M. No. 26238, COP No. 11139  
UDIN: A026238F000767871



Date: 18/07/2024  
Place: Ahmedabad  
Peer review No: 809/2020

I acknowledge the receipt of Voting register and the other documents.

Sign \_\_\_\_\_  
Neerajkumar Agrawal  
Managing Director  
Narmada Agrobases Limited  
DIN: 06473290