



Ref. No.: PSL/2022-23/CS/SE/38  
Date: 12<sup>th</sup> August, 2022

To, Listing Department <b>National Stock Exchange of India Limited</b> Exchange Plaza, 5 <sup>th</sup> Floor, Plot No. C/1, G Block, Bandra Kurla Complex, Bandra (E), Mumbai - 400 051  Symbol: DIAMONDYD	To, Corporate Relationship Department <b>BSE Limited</b> P.J. Towers, Dalal Street, Mumbai - 400 001  Security Code: 540724 Security ID: DIAMONDYD
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Dear Sir/Madam,

**Subject: Proceedings of the National Company Law Tribunal, Indore Bench ('NCLT') convened Equity Shareholders and Unsecured Creditors Meetings of the Company**

Pursuant to the order dated 1<sup>st</sup> July, 2022, issued by National Company Law Tribunal, Indore Bench ('NCLT'), the meetings of the Equity Shareholders and Unsecured Creditors of the Company were held today i.e. Friday, 12<sup>th</sup> August, 2022 at 11:30 a.m. IST and 4:30 p.m. IST respectively through Video Conferencing ('VC')/Other Audio-Visual Means ('OAVM') in accordance with the relevant circulars issued by the Ministry of Corporate Affairs and the Securities and Exchange Board of India.

In accordance with the Regulation 30(6) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the proceedings of the meetings of the Equity Shareholders and Unsecured Creditors are enclosed herewith.

The voting results of the resolution as required under Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, will be disclosed to the stock exchanges separately.

This is for your information and records.

Thanking you,

Yours faithfully,

For Prataap Snacks Limited

**Om Prakash Pandey**  
Company Secretary and Compliance Officer



Encl.: As above

**Prataap Snacks Limited**

CIN : L15311MP2009PLC021746

## **PROCEEDINGS OF NCLT CONVENED EQUITY SHAREHOLDERS MEETING OF PRATAAP SNACKS LIMITED**

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The National Company Law Tribunal, Indore Bench (NCLT) convened Meeting of the Equity Shareholders of the Company for the matter of approval of Scheme of Amalgamation of Avadh Snacks Private Limited ("Transferor Company 1") and Red Rotopack Private Limited ("Transferor Company 2") with Prataap Snacks Limited ("Transferee Company") and their respective shareholders and creditors was held on Friday, 12<sup>th</sup> August, 2022 at 11:30 A.M. IST through Video Conferencing (VC)/Other Audio Visual Means (OAVM).

By order dated 1<sup>st</sup> July 2022 passed by the Hon'ble National Company Law Tribunal, Indore Bench ("NCLT") it is directed to hold a meeting of the Equity Shareholders of Prataap Snacks Limited on Friday, 12<sup>th</sup> August 2022 at 11.30 A.M. through Video Conferencing (VC) or Other Audio Visual Means (OAVM) for considering and if thought fit, approving the Scheme of Amalgamation of Avadh Snacks Private Limited ("Transferor Company 1") and Red Rotopack Private Limited ("Transferor Company 2") with Prataap Snacks Limited ("Transferee Company") and their respective shareholders and creditors ("Scheme") under Sections 230-232 of the Companies Act, 2013 and the other applicable provisions thereof.

Mr. Rajesh Chordia, Senior Chartered Accountant, Membership No. 074804, NCLT appointed Chairman of the Meeting was present and chaired the Meeting.

Mr. Arvind Mehta, Chairman and Executive Director, Mr. Amit Kumat, Managing Director and Chief Executive Officer, Mr. Apoorva Kumat, Executive Director (Operations), Mr. Chetan Kumar Mathur, Independent Director and Chairman of Audit Committee and Risk Management Committee, Mr. Sumit Sharma, Chief Financial Officer and Mr. Om Prakash Pandey, Company Secretary and Compliance Officer were also present in the Meeting through VC/OAVM.

Mr. Abhishek Baid, Chartered Accountant, representing B S R & Co., LLP, Chartered Accountants, Statutory Auditor, Mrs. Manju Mundra, Counsel for the Amalgamation matter before NCLT and Mr. Palash Jain (Membership No. A50724 C.P. No. 18542), Practicing Company Secretary, NCLT appointed Scrutinizer were also present in the Meeting through VC/OAVM.

Forty four (44) members were present in the Meeting through VC/OAVM.

Since the quorum was present, the Chairman called the Meeting to order and confirmed the compliance with the applicable provisions of the Companies Act, 2013 and rules made thereunder, Secretarial Standard on General Meetings issued under Section 118 (10) of the Companies Act, 2013, MCA Circulars dated 5<sup>th</sup> May, 2022, 14<sup>th</sup> December, 2021, 13<sup>th</sup> January, 2021, 8<sup>th</sup> April, 2020, 13<sup>th</sup> April, 2020 and 5<sup>th</sup> May, 2020, SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and SEBI Circular dated 13<sup>th</sup> May, 2022 with respect to calling, convening and conducting the Meeting. He further confirm that all efforts feasible under the circumstances have indeed been made by the Company to enable members to participate and vote on the items being considered in the Meeting.

Thereafter, he briefed to the members the detail provisions of the applicable law, rationale, objective and implication of business item and the underlying resolution to be moved.

The various documents/registers required in terms of the provisions of the Companies Act, 2013 and rules made thereunder, as specified in point No. 42 of the Explanatory Statement to the Notice were open for inspection in electronic mode during the Meeting.

The members were informed that the Company has extended the facility to exercise their right to vote by electronic means through remote e-voting. The remote e-voting period began on 9<sup>th</sup> August, 2022 at 9:00 a.m. and ended on 11<sup>th</sup> August, 2022 at 5:00 p.m. Further, the facility for voting through e-



voting system is also available for all those members, who are present in the Meeting and did not cast their votes by remote e-voting and otherwise not barred from doing so. Members, who have already cast their votes through remote e-voting are not entitled to vote again and vote, if any, cast in the Meeting shall be treated as invalid.

No request has been received from any shareholder for registering as speaker shareholder for the Meeting.

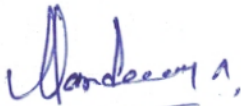
The business of the Meeting as per Notice of the Meeting was taken up and the resolution was read out for the Members. The resolution, briefly, related to:

Approval of Scheme of Amalgamation of Avadh Snacks Private Limited ("Transferor Company 1") and Red Rotopack Private Limited ("Transferor Company 2") with Prataap Snacks Limited ("Transferee Company") and their respective shareholders and creditors ("Scheme") under Sections 230 to 232 of the Companies Act, 2013 and other applicable provisions thereof.

Thereafter, members, who were present in the Meeting and did not cast their votes by remote e-voting and otherwise not barred from doing so were informed to cast their votes through e-voting system. The members were also informed that the voting will be allowed till 15 minutes after the conclusion of the Meeting.

The members were informed that based on consolidated Scrutinizer's Report the combined result of remote e-voting and e-voting in the Meeting will be declared on 12<sup>th</sup> August, 2022 at the Registered Office of the Company at Khasra No. 378/2, Nemawar Road, Near Makrand House, Palda, Indore - 452020, Madhya Pradesh, India. The same will be informed to the Stock Exchanges and displayed on the website of the Company and also on the website of CDSL within the prescribed time period. The Meeting concluded at 11:55 A.M. with a vote of thanks by Mr. Om Prakash Pandey, Company Secretary and Compliance Officer of the Company.

For Prataap Snacks Limited



**Om Prakash Pandey**

Company Secretary and Compliance Officer



## **PROCEEDINGS OF NCLT CONVENED UNSECURED CREDITORS MEETING OF PRATAAP SNACKS LIMITED**

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The National Company Law Tribunal, Indore Bench (NCLT) convened Meeting of the Unsecured Creditors of the Company for the matter of approval of Scheme of Amalgamation of Avadh Snacks Private Limited ("Transferor Company 1") and Red Rotopack Private Limited ("Transferor Company 2") with Prataap Snacks Limited ("Transferee Company") and their respective shareholders and creditors was held on Friday, 12<sup>th</sup> August, 2022 at 4:30 P.M. IST through Video Conferencing (VC)/Other Audio Visual Means (OAVM).

By order dated 1<sup>st</sup> July 2022 passed by the Hon'ble National Company Law Tribunal, Indore Bench ("NCLT") it is directed to hold a meeting of the Unsecured Creditors of Prataap Snacks Limited on Friday, 12<sup>th</sup> August 2022 at 4:30 P.M. through Video Conferencing (VC) or Other Audio Visual Means (OAVM) for considering and if thought fit, approving the Scheme of Amalgamation of Avadh Snacks Private Limited ("Transferor Company 1") and Red Rotopack Private Limited ("Transferor Company 2") with Prataap Snacks Limited ("Transferee Company") and their respective shareholders and creditors ("Scheme") under Sections 230-232 of the Companies Act, 2013 and the other applicable provisions thereof.

Mr. Rajesh Chordia, Senior Chartered Accountant, Membership No. 074804, NCLT appointed Chairman of the Meeting was present and chaired the Meeting.

Mr. Arvind Mehta, Chairman and Executive Director, Mr. Amit Kumat, Managing Director and Chief Executive Officer, Mr. Apoorva Kumat, Executive Director (Operations), Mr. Chetan Kumar Mathur, Independent Director and Chairman of Audit Committee and Risk Management Committee, Mr. Sumit Sharma, Chief Financial Officer and Mr. Om Prakash Pandey, Company Secretary and Compliance Officer were also present in the Meeting through VC/OAVM.

Mr. Abhishek Baid, Chartered Accountant, representing B S R & Co., LLP, Chartered Accountants, Statutory Auditor, Mrs. Manju Mundra, Counsel for the Amalgamation matter before NCLT and Mr. Palash Jain (Membership No. A50724 C.P. No. 18542), Practicing Company Secretary, NCLT appointed Scrutinizer were also present in the Meeting through VC/OAVM.

Thirty eight (38) Unsecured Creditors were present in the Meeting through VC/OAVM.

Since the quorum was present, the Chairman called the Meeting to order and confirmed the compliance with the applicable provisions of the Companies Act, 2013 and rules made thereunder, Secretarial Standard on General Meetings issued under Section 118 (10) of the Companies Act, 2013, MCA Circulars dated 5<sup>th</sup> May, 2022, 14<sup>th</sup> December, 2021, 13<sup>th</sup> January, 2021, 8<sup>th</sup> April, 2020, 13<sup>th</sup> April, 2020 and 5<sup>th</sup> May, 2020, SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and SEBI Circular dated 13<sup>th</sup> May, 2022 with respect to calling, convening and conducting the Meeting. He further confirm that all efforts feasible under the circumstances have indeed been made by the Company to enable Unsecured Creditors to participate and vote on the items being considered in the Meeting.

Thereafter, he briefed to the Unsecured Creditors the detail provisions of the applicable law, rationale, objective and implication of business item and the underlying resolution to be moved.

The various documents/registers required in terms of the provisions of the Companies Act, 2013 and rules made thereunder, as specified in point No. 42 of the Explanatory Statement to the Notice were open for inspection in electronic mode during the Meeting.

The Unsecured Creditors were informed that the Company has extended the facility to exercise their right to vote by electronic means through remote e-voting. The remote e-voting period began on 9<sup>th</sup> August, 2022 at 9:00 a.m. and ended on 11<sup>th</sup> August, 2022 at 5:00 p.m. Further, the facility for voting



through e-voting system is also available for all those Unsecured Creditors, who are present in the Meeting and did not cast their votes by remote e-voting and otherwise not barred from doing so. Unsecured Creditors, who have already cast their votes through remote e-voting are not entitled to vote again and vote, if any, cast in the Meeting shall be treated as invalid.

No request has been received from any Unsecured Creditor for registering as speaker Unsecured Creditor for the Meeting.

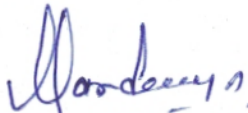
The business of the Meeting as per Notice of the Meeting was taken up and the resolution was read out for the Unsecured Creditors. The resolution, briefly, related to:

Approval of Scheme of Amalgamation of Avadh Snacks Private Limited (“Transferor Company 1”) and Red Rotopack Private Limited (“Transferor Company 2”) with Prataap Snacks Limited (“Transferee Company”) and their respective shareholders and creditors (“Scheme”) under Sections 230 to 232 of the Companies Act, 2013 and other applicable provisions thereof.

Thereafter, Unsecured Creditors, who were present in the Meeting and did not cast their votes by remote e-voting and otherwise not barred from doing so were informed to cast their votes through e-voting system. The Unsecured Creditors were also informed that the voting will be allowed till 15 minutes after the conclusion of the Meeting.

The Unsecured Creditors were informed that based on consolidated Scrutinizer’s Report the combined result of remote e-voting and e-voting in the Meeting will be declared on 12<sup>th</sup> August, 2022 at the Registered Office of the Company at Khasra No. 378/2, Nemawar Road, Near Makrand House, Palda, Indore – 452020, Madhya Pradesh, India. The same will be informed to the Stock Exchanges and displayed on the website of the Company and also on the website of CDSL within the prescribed time period. The Meeting concluded at 4:50 P.M. with a vote of thanks by Mr. Om Prakash Pandey, Company Secretary and Compliance Officer of the Company.

For Prataap Snacks Limited



**Om Prakash Pandey**

Company Secretary and Compliance Officer

