



Ref No.: PSL/2021-22/CS/SE/39

Date: 5<sup>th</sup> August, 2021

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,

**Sub: Proceedings of the 12<sup>th</sup> Annual General Meeting of the Company**

We would like to inform you that the 12<sup>th</sup> Annual General Meeting (AGM) of Members of Prataap Snacks Limited was held on Thursday, 5<sup>th</sup> August, 2021 at 03:30 P.M. IST through Video Conferencing (VC)/ Other Audio Visual Means (OAVM).

In accordance with the Regulation 30(6) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the proceedings of the AGM is enclosed herewith.

The voting results of the resolutions as required under Regulation 44(3) of 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 12<sup>TH</sup> ANNUAL GENERAL MEETING OF PRATAAP SNACKS LIMITED**

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The 12<sup>th</sup> Annual General Meeting (Meeting) of the Members of the Prataap Snacks Limited (the Company) was held on Thursday, 5<sup>th</sup> August, 2021 at 03:30 P.M. IST through Video Conferencing (VC)/Other Audio Visual Means (OAVM).

Mr. Arvind Mehta, Chairman and Executive Director of the Company presided over the Meeting as the Chairman as per Article 16(c) of the Articles of Association of the Company. 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. V.T. Bharadwaj, Independent Director and Chairman of Stakeholders Relationship Committee and Nomination and Remuneration Committee, Mr. Subhashis Basu, Chief Operating Officer, 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 from their respective office / residence.

Mr. Abhishek Agarwal and Mr. Manish Jain, Chartered Accountants, representing S R B C & CO., LLP, Statutory Auditor and Mr. Ritesh Gupta, Company Secretary, representing Ritesh Gupta & Co., Secretarial Auditor and Scrutinizer were also present in the Meeting through VC/OAVM from their respective office/residence.

Forty five (45) members were present in the Meeting through VC/OAVM.

Since the quorum was present, the Chairman called the Meeting to order and briefed the members about the business and operations of the Company, its performance and milestone achieved by the Company during the financial year ended 31<sup>st</sup> March, 2021, prevailing business condition of packaged food industry and future way forward of the Company.

The Register of Directors and Key Managerial Personnel and their shareholding; Register of Contracts or Agreements in which Directors are interested; Audited standalone and consolidated financial statements for the financial year ended 31<sup>st</sup> March, 2021; Independent Auditor Reports on the audited standalone and consolidated financial statements of the Company; Secretarial Audit Report; Independent Auditor Report on the Prataap Employees Stock Appreciation Rights Plan 2018, as required by SEBI (Share Based Employee Benefits) Regulations, 2014; Eligibility letter of BSR & Co., LLP, Chartered Accountants for proposed appointment as Auditor of the Company; Draft re-appointment letter of Mr. Chetan Kumar Mathur, Independent Director; Draft written memorandum setting out the terms and conditions of employment of Mr. Arvind Mehta as Executive Director, Mr. Amit Kumat as Managing Director and Chief Executive Officer and Mr. Apoorva Kumat as Executive Director (Operations) and Memorandum and Articles of Association of the Company were open for inspection in electronic mode during the Meeting.

The compliance with the applicable provisions of the Companies Act, 2013 and rules made thereunder, applicable provisions of the Secretarial Standard on General Meeting (SS-2) issued under Section 118 (10) of the Companies Act, 2013, Ministry of Corporate Affairs (MCA) Circulars dated 13<sup>th</sup> January, 2021, 5<sup>th</sup> May, 2020, 8<sup>th</sup> April, 2020 and 13<sup>th</sup> April, 2020, SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and SEBI Circular dated 15<sup>th</sup> January, 2021 and 12<sup>th</sup> May, 2020, with respect to calling, convening and conducting this Annual General Meeting was confirmed. Further, it was also confirmed 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.





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 1<sup>st</sup> August, 2021 at 9:00 a.m. and ended on 4<sup>th</sup> August, 2021 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 this 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 at the Meeting shall be treated as invalid. Mr. Ritesh Gupta, Company Secretary, Proprietor of M/s. Ritesh Gupta & Co., Company Secretaries, has been appointed by the Board of Directors as Scrutinizer to scrutinize the remote e-voting and e-voting at the Meeting.

Thereafter, the members were explained in detail the provisions of the applicable law, rationale, objective and implication of each items of business and the underlying resolutions to be moved. The members who have registered themselves as speakers upon having sent their request as such in advance as per the procedure prescribed in the Notice of the Meeting were invited to ask questions, seek clarification and/or otherwise offer their view/comments related to any item of business of the Meeting. The queries raised by the members were replied.

After that, the business of the Meeting as per Notice of the Meeting were taken up. All the eight (8) resolutions were moved for consideration and approval of the Members. The resolutions, briefly, related to:

**Ordinary Business:**

**1. Resolution No. 1: As Ordinary Resolution**

Adoption of:

- the audited Financial Statements of the Company for the financial year ended 31<sup>st</sup> March, 2021 and the Reports of the Board of Directors and Auditor thereon; and
- the audited consolidated Financial Statements of the Company for the financial year ended 31<sup>st</sup> March, 2021 and the Report of Auditor thereon.

**2. Resolution No. 2: As Ordinary Resolution**

Declaration of dividend of INR 0.50 per equity share (i.e. 10%) of face value of Rs. 5.00 each fully paid-up for the financial year ended 31<sup>st</sup> March, 2021.

**3. Resolution No. 3: As Ordinary Resolution**

Re-appointment of Mr. Apoorva Kumat (DIN: 02630764) as Director, who retires by rotation at the Annual General Meeting and being eligible, offers himself for re-appointment.

**4. Resolution No. 4: As Ordinary Resolution**

Appointment of B S R & Co. LLP, Chartered Accountants (Registration No. 101248W/W-100022) as Auditor of the Company for a period of five (5) consecutive years.



**Special Business:**

**5. Resolution No. 5: As Special Resolution**

Re-appointment of Mr. Chetan Kumar Mathur (DIN: 00437558) as an Independent Director of the Company for a period of five (5) consecutive years.

**6. Resolution No. 6: As Special Resolution**

Re-appointment of Mr. Arvind Mehta (DIN: 00215183) as Executive Director of the Company for a period of five (5) years.

**7. Resolution No. 7: As Special Resolution**

Re-appointment of Mr. Amit Kumat (DIN: 02663687) as Managing Director and Chief Executive Officer of the Company for a period of five (5) years.

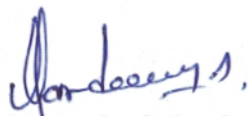
**8. Resolution No. 8: As Special Resolution**

Re-appointment of Mr. Apoorva Kumat (DIN: 02630764) as Executive Director (Operations) of the Company for a period of five (5) years.

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 combine result of remote e-voting and e-voting at the Meeting will be declared on 6<sup>th</sup> August, 2021 at the Registered Office of the Company at Khasra No. 378/2, Nemawar Road, Near Makrand House, Palda, Indore – 452 020, Madhya Pradesh. The Meeting concluded at 04:15 P.M. with a vote of thanks by Mr. Amit Kumat, Managing Director and Chief Executive Officer of the Company.

**For Prataap Snacks Limited**



**Om Prakash Pandey**

Company Secretary and Compliance Officer

