

Date: 13th September, 2022

To, Dept. of Corporate Services, BSE Limited, Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai – 400 001 Company Code: 533161	To, The Listing Department, National Stock Exchange of India Limited, Exchange Plaza, Bandra Kurla Complex, Bandra (East), Mumbai 400051 Company Code: EMMBI
--	--

Dear Sirs,

Sub: Proceedings of the 28th Annual General Meeting of the Company held on Tuesday, 13th September, 2022

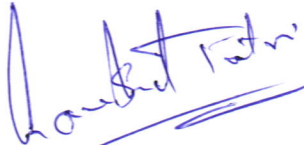
Pursuant to Regulation 30 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, please find enclosed the copy of the proceedings of the 28th Annual General Meeting held on Tuesday, 13th September, 2022 at 11.30 a.m. IST through Video Conferencing (VC)/Other Audio Visual Means (OAVM).

We request you to take the same on your records.

Thanking you,

Yours faithfully,

For Emmbi Industries Limited



Kaushal Patvi
Company Secretary & Compliance Officer



Encl: As stated above

Gist of Proceedings of the 28th Annual General Meeting of Emmbi Industries Limited

1. Date, Time and Venue of the Meeting:

The 28th Annual General Meeting of the Company was held on Tuesday, 13th September, 2022 and the meeting commenced at 11.30 a.m. IST through Video Conferencing (VC) / Other Audio-Visual Means (OAVM).

2. Advisory given to Shareholders:

- Mr. Kaushal Patvi, Company Secretary and Compliance Officer of the Company, informed the Shareholders that the AGM was held through video conferencing facility provided by National Securities Depository Limited (NSDL) and The proceedings of Annual General Meeting were being webcasted live for all the Members as per details provided in the Notice. The proceedings of the meeting were being recorded for compliance purposes.
- He further informed that the meeting was being held through video conference facility in accordance with the relevant circulars issued by the Ministry of Corporate Affairs, applicable provisions of Companies Act, 2013 and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.
- The Notice of the 28th AGM along with Company's Audited Financial Statements for the financial year ended 31st March, 2022 along with the Board's and Auditor's Report, had been emailed within the statutory time limit to all the shareholders, whose email address were registered either with the Company or Company's Registrar & Share Transfer Agent i.e., Datamatics Business Solutions Ltd. or with the Depository Participants.
- He further informed that the Statutory Registers of the Company were open for electronic inspection.
- As per the Companies Act, 2013 and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company had provided facility of Remote E-voting to the shareholders to enable them to cast their vote electronically. As per the timeline mentioned in the Notice, the Remote e-Voting Facility was provided for 3 days which had commenced from Saturday, 10th September, 2022 at 9.00 a.m, IST and concluded on Monday, 12th September, 2022 at 05:00 p.m. IST. Further, the Voting facility at the Annual General Meeting was conducted through same procedure of NSDL, which was used for Remote E-voting.
- The shareholders who had not casted their votes through Remote E-voting were eligible to vote, during the AGM, on the resolutions put forth in the Notice convening the 28th AGM.
- The Results of the E-voting of this AGM, along with the Scrutinizers' Report would be available on the Company website within two working days of the conclusion of



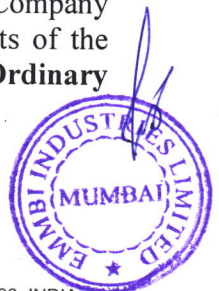
the Annual General Meeting and shall also be submitted to BSE and NSE simultaneously. Mr. Sanjay Dholakia, Practicing Company Secretary was appointed as the Scrutinizer to scrutinize the E-voting process in a fair and transparent manner.

3. Brief details of items deliberated at the Meeting and result thereof:

- Mr. Makrand M. Appalwar, Chairman & Managing Director, chaired the proceedings of the Meeting.
- Post confirmation, as the requisite quorum was present, the Chairman called the Meeting to order.
- After welcoming all the members present, the Chairman introduced the other Board Members and Company Secretary and Compliance Officer, participating through the VC, to the members of the Company. The Statutory Auditor and the Secretarial Auditor were also present at the AGM.
- The Chairman informed the members that the Company had also provided live webcast of the proceedings of Meeting on the website of NSDL, in compliance with the circulars issued by the Ministry of Corporate Affairs, applicable provisions of Companies Act, 2013 and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.
- The Chairman then delivered his speech and briefed about the Company's Operations.
- With the permission of the members present, the Chairman took the Notice of the meeting along with the Audited Financial Statements of the Company for the financial year ended 31st March, 2022, Board's Report and Management's Discussion and Analysis thereon, being already circulated, as read.
- The Chairman further informed that the Auditor's Report on the Audited Financial Statement for the financial year ended 31st March, 2022, did not have any qualifications, observations, comments or adverse remarks and with the permission of members, the same was taken as read.
- The following items of business as set out in the Notice convening the 28th Annual General Meeting were commended for members consideration:

ORDINARY BUSINESS

1. To receive, consider and adopt the Audited Financial Statements of the Company for the financial year ended 31st March, 2022, together with the Reports of the Board of Directors and the Auditors thereon and in this regard pass an **Ordinary Resolution**.



2. To declare payment of Dividend of Re. 0.60 per Equity Share for the financial year ended 31st March, 2022 and in this regard pass **an Ordinary Resolution**.
3. To appoint a Director in place of Mr. Krishnan Subramanian (DIN-06614842) who retires by rotation and, being eligible, offers himself for re-appointment and in this regard pass **an Ordinary Resolution**.
4. To appoint M/s. R. Daliya & Associates, Chartered Accountants as the Statutory Auditors of the Company and to fix their remuneration for a second consecutive term of five years and in this regard pass **an Ordinary Resolution**.

SPECIAL BUSINESS

5. To re-appoint Mr. Rama A. Krishnan (DIN-00546256) as an Independent Director of the Company for a second consecutive term and in this regard **pass a Special Resolution**.
 6. To approve increase in remuneration of Mr. Makrand M. Appalwar (DIN-00171950), Chairman and Managing Director of the Company and in this regard **pass a Special Resolution**.
 7. To approve increase in remuneration of Mrs. Rinku M. Appalwar (DIN-00171976), CFO & Executive Director of the Company and in this regard **pass a Special Resolution**.
- The Chairman informed that since the AGM was held through Video Conferencing and other Audio-Visual means, the resolutions mentioned in the Notice convening the 28th AGM, had been already put to vote through remote e-voting and there was no proposing and seconding of the said resolutions.
 - The Chairman then requested the speaker shareholders, who had registered to come forward, to communicate their concern/queries regarding the Company's Operations. Accordingly, Speaker Shareholders asked their respective queries and all their queries were satisfactorily answered by the Chairman.

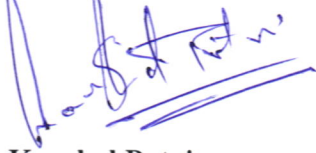
4. Manner of approval:

- The Company had provided remote e-voting facility to its members to cast votes electronically on all 7 items of business set out in the Notice.
- Further, the facility to vote on resolutions through electronic voting system at the meeting was made available to the members, who participated in the meeting and had not cast their votes through remote e-voting.
- All the resolutions set out in the Notice convening the 28th Annual General Meeting of the Company were passed with requisite majority and are deemed to be passed on the date of the Annual General Meeting i.e., 13th September, 2022.



- The Chairman thanked the Directors and the Auditors for attending the meeting and also thanked various stakeholders associated with the Company.
- The Chairman then thanked members attending the meeting and for their co-operation and concluded the meeting at 12.16 p.m.

For Emmbi Industries Limited



Kaushal Patvi
Company Secretary & Compliance Officer

