

September 15, 2023

To,
The Manager, Listing
BSE Limited
Phiroze Jeejeebhoy Towers,
Dalal Street,
Mumbai- 400 001

Dear Sir/Madam

Sub: Proceedings of 16th Annual General Meeting of the Company held on Friday, 15th September, 2023 at 2:30 PM through Video Conferencing (“VC”)/ Other Audio-Visual Means (“OAVM”)

Ref.: Company Code: BSE: 540404

With reference to the above mentioned subject, we are hereby submitting the proceedings of the 16th Annual General Meeting held on Friday, September 15, 2023, at 02.30 p.m. through Video Conferencing (VC/Other Audio Visual Means (OAVM) in compliance with the circular issued by the Ministry of Corporate Affairs and Securities and Exchange Board of India.

The Result of businesses transacted in the 16th Annual General Meeting as required under Regulation 44(3) of SEBI (LODR), 2015 will be disclosed to the Stock Exchange separately after receiving the Scrutinizer Report.

This is for your information and necessary records.

Yours faithfully,

FOR PRIME FRESH LIMITED

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Ghelani

Digitally signed by Jinen
Chandrakant Ghelani
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serialNumber=1, c=IN, o=Prime Fresh Limited, ou=Jinen
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**JINEN GHELANI
MANAGING DIRECTOR & CFO
DIN: 01872929**



Proceedings of 16th Annual General Meeting of the Company held on Friday, 15th September, 2023 at 2:30 PM at through Video Conferencing ("VC")/ Other Audio-Visual Means ("OAVM")

The Company Secretary of the Company welcomed all Members, Directors and Auditors to the 16th Annual General Meeting (AGM) of the members of Prime Fresh Limited held on Friday, the 15th day of September, 2023 at 2:30 pm through Video Conferencing ("VC") / Other Audio Visual Means ("OAVM").

It was informed that the meeting was held through VC / OAVM without the physical presence of the members at a common venue in accordance with the Circulars issued by Ministry of Corporate Affairs and Securities and Exchange Board of India. All the Directors, KMP and Auditors of the Company attended the meeting through Video Conferencing.

Mr. Jinen Ghelani, Chairman, Managing Director & CFO, confirmed that the quorum was present and declared the meeting in order and open for business. Then he introduced other Directors, Key Managerial Personnel and Auditors of the Company one by one.

Thereafter, The Company Secretary informed the Members about the relevant points for participation in the meeting and the manner of inspection of the statutory registers electronically as required under the Companies Act, 2013.

She further informed to the Members that the Company have provided to its Members the facility to cast their vote electronically on all the resolutions set forth in the Notice of AGM. Members who did not cast their vote through remote e-voting could cast their vote during the course of the meeting through the e voting facility provided on NSDL e-voting website, while at the same time watch the proceedings of the meeting.

She further informed that M/s. Umesh Ved & Associates, Practicing Company Secretaries, Ahmedabad were appointed as Scrutinizer to scrutinize the vote casted through remote e-voting and e-voting during the meeting.

With the permission of the Chairman and members, the Notice convening the Meeting, and Statutory Audit Report having been circulated to all the Members, was taken as read. It was further informed that Secretarial Audit Report contains Observations, explanation of which have been provided in the Directors Report at page No. 33 of the Annual Report which was circulated to the members.

The following resolutions are proposed to be passed at this meeting.

Ordinary Business

1. To receive, consider and adopt the audited financial statements of the Company for the financial year ended March 31, 2023 including the Statement of Profit and Loss and the Cash flow statement together with the Reports of the Board of Directors and Auditors thereon.
2. To receive, consider and adopt the audited consolidated financial statements of the Company for the financial year ended March 31, 2023 including the Statement of Profit and Loss and the Cash flow statement together with the Reports of the Board of Directors and Auditors thereon.
3. To appoint a Director in place of Mr. Mayur Nanalal Thakkar (DIN: 08423444) who retires by rotation and being eligible, offers himself for re-appointment.
4. To appoint a Director in place of Mr. Gurmeetsingh Bhamrah (DIN: 02527135) who retires by rotation and being eligible, offers himself for re-appointment.

Special Business

5. To Approve Related Party Transaction
6. To Issue, Offer And Allot Equity Shares On Preferential Basis

It was informed by the Company Secretary that one member out of the proposed 47 allottees has sold his holding during 90 trading days prior to the relevant date. Accordingly, he becomes ineligible to participate in the preferential allotment and to that extent the proposed allotment is reduced to the extent of 13,49,162 shares.

The resolution proposed to the members gets amended to the extent of removing his name from the proposed allottees and also reducing the no. of shares to the proposed allottees.

Thereafter, Mr. Jinen Ghelani, Chairman, Managing Director & CFO, delivered his statement on the affairs of the Company and then requested to Company Secretary to conclude the business since company has not received any question/queries from members.

CONCLUSION:

The Company Secretary thanked all the Shareholders, Chairman & Managing Director, Board members, President and CFO, Statutory Auditors, Secretarial Auditors, NSDL Team and Staff members of the Company.

The voting Results of the AGM will be declared within 48 hours from the conclusion of this AGM, along with the Scrutinizer's Report, which shall be placed on the Company's website at www.primefreshlimited.com and also available on BSE Ltd. website.

The company secretary concluded the meeting with vote of thanks to all the members for attending and participating in the meeting.

The AGM Commenced 02.30 PM and Concluded at 02.50 PM

Kindly take the above on record.

FOR, Prime Fresh Limited

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serialNumber=159318262637
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cn=Jinen Chandrakant Ghelani
Date: 2022.08.15 15:07:42
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JINEN GHELANI
MANAGING DIRECTOR & CFO
DIN: 01872929

Notes:

1. The Company will separately disclose voting results as required under regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.
2. This document does not constitute minutes of the Annual General Meeting of the Company.