



OMNIPOTENT INDUSTRIES LTD.

[Formerly Known as Omnipotent Industries Private Limited]

Importer & Supplier of Bitumen & Bituminous Product

- Mumbai • Ahmedabad • Indore • Delhi • Ernakulam
- Chennai • Bangalore • Hyderabad • Mangalore • Kolkata



Date: September 26, 2023

The Manager
The Department of Corporate Services
BSE Limited (SME Platform)
P. J. Towers, Dalal Street,
Mumbai - 400 001,
Maharashtra, India.

Sub: Proceedings of the 7th Annual General Meeting of the Members of the Company held on September 26, 2023 through Video Conference (VC) / Other Audio-Visual Means (OAVM).

Dear Sir/Madam,

Pursuant to Para A of Part A to Schedule III of Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulation, 2015, we submit herewith proceedings of the 7th Annual General Meeting of the Members of the Company held on Tuesday, September 26, 2023 at 11:00 a.m. through Video Conference (VC) / Other Audio-Visual Means (OAVM) and concluded at 11:30 a.m..

ATTENDANCE OF DIRECTORS:

1.	Shri Prince Pratap Shah	-Chairman of the Meeting and Managing Director
2.	Smt. Sampada Paras Shah	-Non-Executive & Non-Independent Director
3.	Shri Vikas Jain	-Independent Director
4.	Smt. R Suby	-Independent Director

IN ATTENDANCE:

Shri Prince Pratap Shah	-Chief Financial Officer
CS Neha Prajapati	-Company Secretary & Compliance Officer

OTHER REPRESENTATIVES:

A Yadav & Associates & LLP	-Statutory Auditors
M/s. Samdani Shah & Kabra	-Secretarial Auditors (For the F.Y. 2022-23)
CS Devesh R Desai, Practicing Company Secretary	-Independent Scrutinizer and Secretarial Auditors (For the F.Y. 2023-24)

MEMBERS PRESENT:

Members present through Video Conference: 05

Ms. Neha Prajapati, Company Secretary welcomed all Members, Directors, Auditors and other invitees to the 7th Annual General Meeting (AGM) of the members of Omnipotent Industries Limited ('the Company') held on Tuesday, September 26, 2023 at 11:00 A.M. IST.

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Reg.Office: 1/11, Damji Nenshi Estate, Station Road, Bhandup(W) Mumbai 400078 | GST NO.: 27AACCO3769R1ZL

Branch Office: A-1/13, 4th Floor, AKSHAR PAVILION, Dhandia Bazar Road, GOTRI, VADODARA 390021 | GST NO.: 24AACCO3769R2ZQ

Plant Address: Survey No. 253/2, Mithirohar, Gandhidham, Kachchh, 370240, Gujarat, | GST NO.: 24AACCO3769R2ZQ

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It was informed that, as permitted under the applicable provisions of the Companies Act, 2013 and various circulars issued by Ministry of Corporate Affairs (MCA) and the Securities and Exchange Board of India (SEBI) Regulations, the 7th Annual General Meeting of the Company was held through Video Conference mode ("VC") / Other Audio Visual Means ("OAVM") without the physical presence of the members at a common venue.

The Company Secretary informed that the participation of Members through Video Conference (VC) is being reckoned for the purpose of Quorum as per the Circulars issued by the Ministry of Corporate Affairs (MCA) and Section 103 of the Companies Act, 2013 (the Act) and Company Secretary confirmed that the quorum was present and declared the Meeting in order and open for conduct of businesses.

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.

The Company Secretary invited Mr. Prince P Shah, the Chairman of the Company, to provide his introductory remarks and deliver his chairman's address to the attending Members. Mr. Prince Shah, in his capacity as Chairman, extended a warm welcome to everyone attending the 7th Annual General Meeting of the Company and expressed gratitude for their active participation and unwavering support. He then kindly invited all Directors to introduce themselves.

Following this, Mrs. Sampada Shah, a Non-Executive and Non-Independent Director of the Company, Mr. Vikas Jain, an Independent Director of the Company and Mrs. R. Suby, an Independent Director of the Company, extended their introductions to the members.

Mr. Arvind K. Yadav, Partner at A Yadav & Associates LLP, serving as the Statutory Auditors, Mr. S. Samdani, Partner at M/s. Samdani Shah & Kabra, acting as the Secretarial Auditors for the Financial Year 2022-23, and Mr. Devesh R. Desai, appointed as the Scrutinizer and Secretarial Auditors for the Financial Year 2023-24, all actively participated in the meeting via video conferencing, connecting from their respective locations.

The Company Secretary further informed that the Statutory Auditor's Report on the Financial Statements for the Financial Year ended as on March 31, 2023 and the Secretarial Audit Report did not have any qualifications, observations, comments or adverse remarks, the same were taken as read as per the provisions of the Secretarial Standards and the provisions of the Companies Act, 2013.

Thereafter, the Notice of the Annual General Meeting (AGM) along with the Audited Standalone Financial Statements of the Company for the financial year ending on March 31, 2023, along with the Report of the Board of Directors, inclusive of annexures, Management Analysis & Discussion Report, had been duly circulated to the members, it was unanimously agreed to consider the Notice of AGM as read.

The Company Secretary informed the Members that pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration)

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Rules, 2014, and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations"), the Company had provided the remote e-voting facility to the Members in respect of businesses to be transacted at the AGM which commenced on Saturday, September 23, 2023 (09:00 a.m. IST) and ended on Monday, September 25, 2023 (05:00 p.m. IST).

It was also stated that the facility of e-voting during the AGM was also provided by the Company to the Members who have not casted their votes through remote e-voting. This facility of e-voting would continue till 15 minutes after the conclusion of the AGM. The Members were requested to cast their votes by e-voting on the resolutions contained in the AGM Notice.

The Company Secretary also informed that CS Devesh R Desai, Company Secretary in Practice from Vadodara, was appointed as Independent Scrutinizer for the purpose of scrutinizing the e-voting process for 7th Annual General Meeting.

The Company Secretary provided information, indicating that there were no registered speakers scheduled to address the meeting, and no inquiries or queries were received through e-mail by the Company.

The Company Secretary gave details of following resolutions, which were proposed for approval of the Members by remote e-voting and e-voting during the AGM:

Item No.	Resolutions
	Ordinary Business
1	To receive, consider and adopt the Audited Financial Statements including the Balance Sheet as at March 31, 2023, the Statement of Profit and Loss and Cash Flow Statement for the Financial Year ended on that date, along with reports of the Board of Directors and Auditors thereon - Ordinary Resolution.
2	To appoint a Director in place of Mr. Prince Shah (DIN: 06680837), who retires by rotation and being eligible, offers himself for re-appointment - Ordinary Resolution.
	Special Business
3	To appoint Mrs. Sampada Paras Shah as Non-Executive and Non-Independent Director of the Company - Ordinary Resolution.
4	Payment of remuneration to Mrs. Sampada Paras Shah as Non-Executive and Non Independent Director of the Company - Ordinary Resolution.
5	Payment of remuneration to Mr. Vikas Jain as Non-Executive and Independent Director of the Company - Ordinary Resolution.
6	Payment of remuneration to Mrs. R Suby as Non-Executive and Independent Director of the Company - Ordinary Resolution.
7	To Consider and approve Unsecured Fixed Deposit Accepted by the Company from Promoter/Shareholder - Special Resolution.
8	Acceptance of Unsecured Deposit from Shareholder/Director of the Company Mr. Prince P Shaworth Rs. 1 Cr. – Special Resolution.

Thereafter, The Chairman extended his heartfelt gratitude to all the Directors and esteemed Members for their participation in the meeting through video conferencing. He acknowledged their commitment and engagement, which contributed to the successful conduct of the meeting.

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After the Meeting officially concluded, it was decided to extend the e-voting period on the CDSL platform for an additional 15 minutes. This extension was intended to accommodate members who had not yet exercised their voting rights, providing them with an opportunity to cast their votes within this designated timeframe.

The Company Secretary announced that the results of remote e-voting and e-voting during the AGM would be declared on receipt of the Scrutinizer's Report and shall be placed on the website of the Company, the website of Central Depository Services (India) Limited and would also be filed with BSE Limited. These resolutions shall be deemed to have been passed at this Annual General Meeting upon declaration of results.

The Company Secretary then declared the 7th AGM as concluded and expressed vote of thanks to the Chairman, Directors and members of the Company.

Thanking you,

Yours faithfully,

For Omnipotent Industries Limited

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Prince Pratap Shah
Managing Director & CFO
DIN: 06680837

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