



**SKMEGG/SEC/BSE/NSE/AGMM/2021**

Oct 18, 2021

Bombay Stock Exchange Limited  
Phiroze Jeejeebhoy Towers  
Dalal Street  
Mumbai-400 001

National Stock Exchange of India Limited  
Exchange Plaza,  
Plot No:C/G Block  
Bandra Kurla Complex  
Mumbai-400 051

Dear Sirs,

**Sub:** Minutes of 26<sup>th</sup> AGM of M/s, SKM Egg Products Export (India) Limited

**Ref:** Scrip Code: 532143(BSE)/SKMEGGPROD (NSE)

We would like to submit the copy of the Minutes of 26th Annual General Meeting of **M/s, SKM Egg Products Export (India) Limited** held on 29th September, 2021.

This is for your kind information and record.

Thanking you,

For SKM Egg Products Export (India) Limited

P.Sekar  
Company Secretary  
(ICSI Membership No.F10744)

Encl: as stated above



**SKM EGG PRODUCTS**

THINKING OUT OF THE SHELL

SKM EGG PRODUCTS EXPORT (INDIA) LIMITED

CIN:L01222TZ1995PLC006025 GSTIN: 33AACC87106G1ZO PAN: AACGS7106G

Registered Office: 133, 133/1, Gandhiji Road, Erode - 638 001. Tamil Nadu India. Tel: +91 424 2262963

Factory : Erode - Karur Main Road, Cholangapalayam, Erode - 638 154. Tamil Nadu, India. Tel: +91 424 2351532 - 33, Web: www.skmeegg.com

MINUTES OF THE 26<sup>th</sup> ANNUAL GENERAL MEETING OF MEMBERS OF M/S, SKM EGG PRODUCTS EXPORT (INDIA) LIMITED HELD ON WEDNESDAY THE 29<sup>th</sup> SEPTEMBER, 2021 AT 4.00 P.M. THROUGH VIDEO CONFERENCING (VC)/OTHER AUDIO VISUAL MEANS (OAVM).

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DIRECTORS PRESENT THROUGH VC/OAVMs:

Name of the Director Present	Designation
1.Shri.SKM Maeilanandhan	Executive Chairman
2.Shri SKM Shree Shivkumar	Managing Director
3.Smt.S.Kumutaavalli	Director
4.Dr.L.M.Ramakrishnan	Independent Director
5.Smt AR Rajalakshmi	Nominee Director- TIDCO
6.Shri.G.N.Jayaram	Independent Director

**Also Present**

Shri.K.S.Venkatachalapathy	Chief Financial Officer
Shri.N.C.Vijaykumar	Tax Auditor
Shri.N.Prasanna Venkatesan	Statutory Auditor
Shri.R.Muralidharan	Internal Auditor
Shri.V.Ramkumar	Secretarial Auditor and Scrutinizer
Shri.V.Anandatheerthan	Deputy General Manager - Finance
Shri.D.Dhanasekar	AGM- Accounts
Shri.P.Sekar	Company Secretary

Members Present through VC/OAVMS

Promoters/Promoters Group : 4  
Shareholders : 55

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Shri.SKM Maeilanandhan, Executive Chairman took the chair and conducted the meeting.

The Quorum being ascertained, the meeting commenced at the time as specified in the notice. Shri SKM.Maeilanandhan, Executive Chairman welcomed the members present through VC/OAVMS.

The Chairman further informed that Directors Mr.C.Devarajan, Mr TN Thirukumar and Mr D Venkateswaran were unable to attend the meeting due to inexplicable personal reasons with the permission of the Chairman.

Shri SKM Maeilanandhan, Executive Chairman also informed that the Notice convening the 26<sup>th</sup> Annual General Meeting of the Company and the Annual Report for the year ended 31<sup>st</sup> March 2021 were sent through Registered E-Mail to the Members within the statutory limit and were also placed on the websites of the Company and Stock Exchanges.

Hence with the permission of the members present through VC/OAVMS the notice was taken as read.

The Chairman informed that Pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 of Companies (Management and Administration) Rules, 2014 and Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015, the Company had provided Remote E-Voting/and Electronic voting during AGM facility to all the members holding shares of the Company as detailed below to enable them to cast their vote in respect of the resolutions contained in Notice of the Meeting.

The Company had made E-voting arrangements with M/s, National Securities Depository Limited (NSDL), who provided the portal for e-voting. The remote E-Voting was kept open for 3 (three) days i.e from 9.00 A.M on 26<sup>th</sup> September, 2021 to 5.00 P.M on 28<sup>th</sup> September, 2021.

The Company had appointed Mr.V.Ramkumar, Practicing Company Secretary, Coimbatore as scrutinizer for carrying out E-voting and Electronic voting during AGM in a fair and transparent manner.

Accordingly the Scrutinizer had conducted the E-voting process before the AGM and would conduct Electronic voting during AGM Voting Process after AGM. Based on them, he would submit his report on the votes polled to the Chairman of the Company within 48 hours of conclusion of the meeting.



As per the said report, the results of the voting on the Resolutions, proposed in the Agenda of the meeting will be announced through the web-sites of the Company, Stock Exchanges and the Registrar.

Then the subjects contained in the Agenda were taken up one by one.

**ORDINARY BUSINESS:**

**Consideration of Statement of Profit and Loss, Balance Sheet, Directors' Report and Auditors' Report**

The Chairman hoped that the Annual Report containing the Financial Reports that has already been circulated through E-Mail to the entire Shareholders would have been perused by the Members and as such the same was taken as read with the permission of the Members present at the Meeting.

**The Chairman announced as follows:**

A) Now the Company Secretary will read out the Resolutions in respect of the subjects contained in the Notice of AGM, one by one.

B) The Members who have not voted through remote E-voting process earlier may cast their vote on those resolutions in the Electronic voting during AGM

As advised by the Chairman the Company Secretary read out the resolutions one by one as follows:

**1. Adoption of Financial Statements and Reports of the Directors and Auditors:**

The following resolution was read

**"RESOLVED THAT** the Financial Statements of the Company for the year ended 31<sup>st</sup> March, 2021 including Audited Balance Sheet as at 31<sup>st</sup> March, 2021, Statement of Profit and Loss, Cash Flow Statement and Consolidated Financial Statements for the year ended on that date, together with the Directors' Report and the Auditors' Report thereon as presented to the meeting, be and are hereby, approved and adopted."



## **2. Declaration of Dividend**

The following resolution was read

**"RESOLVED THAT** Dividend for the year 2020-21 at the rate of 1.00/- per share of 10/- each fully paid up (10%), be declared and paid for the financial year ended 31<sup>st</sup> March, 2021 on the equity shares of Rs 10/- each to the shareholders whose name appear on the Register of Members of the Company as on 22<sup>nd</sup> September, 2021 for those holding shares in physical form and as per the details furnished by the Depositories for this purpose as at the end of business hours on 22<sup>nd</sup> September, 2021 in respect of the shares held in demat form.

## **3. Re-appointment of Mrs S Kumutaavalli, as Non- Executive Director:**

The Company Secretary took up the item of reappointment of Smt. Shivkumar Kumutaavalli, as Non executive Director who retires by rotation and placed the same before the meeting.

"Resolved that Smt. Shivkumar Kumutaavalli, as Non executive Director of the company who retires by rotation and being eligible, offer herself for re-appointment be and is hereby reappointed as a director of the company."

## **SPECIAL BUSINESS:**

## **4. Re-appointment of Shri SKM Maeilanandhan (DIN 00002380), as Executive Chairman of the Company**

The following Special Resolution was read

**"RESOLVED THAT** pursuant to the provisions of Sections 196, 197, 203 read with Schedule V and other applicable provisions, if any, of the Companies Act, 2013 ('the Act'), and the rules made thereunder (including any statutory modification(s) or re-enactment(s) thereof for the time being in force) and Articles of Association of the Company and based on the recommendation of Nomination and Remuneration Committee and approval of Board of Directors, consent and approval of the Members, be and is hereby accorded for re-appointment of Shri SKM Maeilanandhan, as Executive Chairman (designated as "Executive Chairman") of the Company with effect from 25th June 2021 to 24th June 2026, on the terms and conditions including the payment of remuneration as set out in the Explanatory Statement forming part of the Notice convening this AGM"



**"RESOLVED FURTHER THAT** subject to the recommendation of the Nomination and Remuneration Committee, the Board of Directors of the Company be and are hereby authorised to alter and vary the terms and conditions of re-appointment including revision in the remuneration of Shri SKM Maeilanandhan, from time to time, to the extent the Board of Directors may deem appropriate, during his tenure as Whole-time Director of the Company, provided that such revision in remuneration does not exceed the limits approved by the Members and as prescribed under Section 197 read with Schedule V of the Act or any other statutory modification(s) or re-enactment(s) thereof."

**"RESOLVED FURTHER THAT** in the event of loss or inadequacy of profits in any financial year during the tenure of Shri SKM Maeilanandhan as Whole-time Director, the remuneration as provided in the Explanatory Statement forming part of this Notice or the revised remuneration as approved by the Board of Directors, from time to time, to be paid to Shri SKM Maeilanandhan be considered as minimum remuneration, subject to such approvals as may be necessary and the limits prescribed under Section 197 read with Schedule V of the Act"

**"RESOLVED FURTHER THAT** the Board of Directors and/or Company Secretary of the Company be and are hereby authorised to take all such steps as may be necessary, proper and expedient to give effect to this resolution."

#### **5. Approval of Material Related Party Transactions**

The following Ordinary Resolution was read

**"RESOLVED THAT** pursuant to the provisions of section 188 of the Companies Act, 2013, and pursuant to Regulation 23 of SEBI (Listing Obligations and disclosures requirements) Regulations 2015 (including any amendments, modifications, or re-enactments thereof), and on the recommendation by the Audit Committee, consent of the members of the Company be and is hereby accorded to the Board of Directors of the Company for transfer or receipt of products, goods, materials, services or other resources and obligations for the Financial Year 2020-2021 and subsequent Financial Years exceeding ten percent of the annual consolidated turnover of the Company, as per the last audited financial statements of the Company relevant for the respective Financial Years on such terms and conditions as may be mutually agreed between the Company and Related Parties in the ordinary course of business other than transaction which are not on arm's length basis or otherwise."



**"RESOLVED FURTHER THAT** the Board of Directors be and are hereby authorised to decide upon the nature and value of the products, goods, materials, services or other resources and obligations to be transacted with Related Party and to do and perform all such acts, deeds, matters and things as may be considered necessary, desirable or expedient for giving effect to this Resolution."

The Chairman thanked the Members for attending the AGM and for their active deliberation at the Meeting which was followed by a brief address of the Managing Director about the present financials of the company. He also invited the participants to seek any clarifications on the financials etc., and since there was no queries that was raised, MD solicited any questions by e-mail, if any, which he would be pleased to reply.

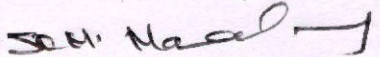
#### **VOTE OF THANKS**

The Company Secretary delivered Vote of thanks.

The AGM finally concluded with the singing of National Anthem and the announcement by the Chairman that the meeting stands adjourned sine die.

Place: Erode

Date:15.10.2021

(X) 

**CHAIRMAN**

**Note: It may be noted that, as per the report of the scrutinizer dated 30.09.2021 the entire resolutions contained in the notice of the 26<sup>th</sup> Annual General Meeting were passed with requisite majority.**

