



HMA AGRO INDUSTRIES LTD.

(STAR EXPORT HOUSE RECOGNISED BY GOVERNMENT OF INDIA)

CIN No. : U74110UP2008PLC034977

Date: September 22, 2023

To, Dept. of Corporate Services-Listing Department Bombay Stock Exchange Limited Phiroze Jeejeebhoy Tower, Dalal Street, Mumbai – 400 001 Scrip Code: 543929	To, Listing Department The National Stock Exchange of India Limited Exchange Plaza, Bandra Kurla Complex, Bandra, Mumbai – 400 051 Scrip Code: HMAAGRO
---	---

SUBJECT:- PROCEEDINGS OF 15TH ANNUAL GENERAL MEETING HELD ON 22ND SEPTEMBER, 2023.

Dear Sir / Madam,

We hereby inform that the 15th (Fifteenth) Annual General Meeting (AGM) of the Company duly convened and held on Friday, September 22, 2023 at 05:00 P.M. at “**Jaypee Palace & Convention Centre**”, Fatehabad Road Agra, Uttar Pradesh-282001.

In this regard, please find enclosed the summary of proceedings of the 15th (Fifteenth) Annual General Meeting (AGM) of the Company held on Friday, September 22, 2023, pursuant to Regulation 30 read with Part A of Schedule III of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

You are requested to take the above information on your records

We request you to kindly take the same on record.

Thanking you,

Yours faithfully,

For: HMA Agro Industries Limited

**Nikhil Sundrani
Company Secretary and Compliance Officer**

Enclosed: As Above

SUMMARY OF THE PROCEEDINGS OF 15th (FIFTEENTH) ANNUAL GENERAL MEETING (“AGM”) OF ‘HMA AGRO INDUSTRIES LIMITED’ HELD ON SEPTEMBER 22, 2023

Pursuant to Part A of Schedule III of Regulation 30 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, we are submitting herewith the proceedings of the 15th Annual General Meeting (AGM) of the company.

In accordance with the Notice dated 29th August, 2023, the 15th Annual General Meeting of the company HMA Agro Industries Limited was held on Friday, September 22nd, 2023 at 05.00 P.M. at “**Jaypee Palace Hotel & Convention Centre**” Fatehabad Road Agra Uttar Pradesh-282001. **(Meeting Commenced at 05:00 P.M. and concluded at 06:26 P.M.)** in compliance with applicable provisions of the Companies Act, 2013 and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“SEBI Listing Regulations”).

Mr. Nikhil Sundrani, Company Secretary and Compliance Officer, welcomed the Members at the 15th AGM of the Company. The Company Secretary further introduced the panel members i.e. the Board of Directors, Chief Financial Officer, Key Managerial Personnel, Statutory Auditor, Secretarial Auditor and the Scrutinizer, and Chairman of the mandatory Committees of the Company and welcomed them to the meeting. He had informed that this 15th Annual General Meeting of the Company is being held through physical mode at this beautiful Venue “**Jaypee Palace Hotel & Convention Centre**”.

The meeting was attended by 43 Members.

Present:

The following Directors were present at the 15th Annual General Meeting through physical mode:

Name of Director	Category/Designation
Mr. Gulzar Ahmad	Chairman and Whole-Time Director
Mr. Wajid Ahmed	Managing Director
Mr. Gulzeb Ahmed	Chief Financial Officer and Whole Time Director
Mr. Gaurav Luthra	Independent Director & Chairperson of Audit Committee
Ms. Bhumika Parwani	Independent Director & Chairperson of Stakeholders Relationship Committee

The details of number of shareholders present in the meeting were as follows:

Category	Promoter and Promoter Group	Public	Total
In Person	7	33	40
Through Proxy/ Authorised Representative	-	3	3
Total	7	36	43

In attendance

Mr. Gulzeb Ahmed, Chief Financial Officer (CFO)

Mr. Nikhil Sundrani, Company Secretary

Mr. Gyan Chandra Misra, Partner of M/s. MAPSS & Company, Statutory Auditors and Mr. R.C Sharma, Proprietor, R.C Sharma & Associates, Secretarial Auditor and Scrutinizer for the meeting were also present at the 15th Annual General Meeting.

Thereafter, the Company Secretary thereafter requested to Mr. Gulzar Ahmad, Chairman and Whole Time Director of the Company for addressing shareholders of the meeting.

The Chairman then delivered his speech and gave an overview of business performance; for the year ended 2023 and expressed his outlook about business. He ended up his speech by expressing his gratitude to our stakeholders, Board members, our human capital, and our bankers, suppliers, vendors, sub-contractors.

Upon confirmation that the necessary quorum is present, the Chairman called the meeting to order. He then requested the Company Secretary to commence the formal proceedings of the meeting.

Further, the Company Secretary requested the Managing Director to present his speech and brief synopsis on the company growth since incorporation till the continuous success over past years and for future growth in upcoming years in its industry.

Furthermore, the Company Secretary requested **Mr. Gulzeb Ahmed, Chief Financial Officer & Whole Time Director** of the company to apprise the shareholders during the Financial Year 2022-23 along with short slide presentation about the business performance of the Company.

Thereafter, the Company Secretary informed that the documents which are statutorily required to be kept open were available for inspection by the members during the AGM. Further, the Annual Report along with all required attachments, the notice of the AGM, the Audited Financial Statements for the year ended March 31, 2023 and Board's and Auditor's Reports were taken as read as the same were already circulated to the members. He further informed that there were no qualifications, reservation or adverse remark in the Auditors' Report on the Financial Statements and the report of Secretarial Auditor of the Company.

The Company Secretary informed the Members as under:

- a. The meeting was held through physical mode in compliance with the provisions of Companies Act, 2013, Listing Regulations and various circulars issued by the Ministry of Corporate Affairs and the SEBI at at this beautiful Venue **“Jaypee Palace Hotel & Convention Centre.**
- b. The Annual Report including AGM Notice was e-mailed to the Members whose email ids were registered with the Company/ Depositories and the same was uploaded on the website of the Company, National Stock Exchange Limited, BSE Limited and NSDL.
- c. The Register of Directors and Key Managerial Personnel and their shareholding maintained under Section 170 of the Companies Act, 2013, the Register of Contracts or Arrangements in which the directors are interested, maintained under Section 189 of the Companies Act, 2013, and the relevant documents referred to in the AGM Notice were open for inspection during the AGM at the Company's website.
- d. The Company had availed the services of National Securities Depository Limited ('NSDL') to provide the facility of remote e-voting, and for enabling participation of the Members at the AGM through physical mode.
- e. In compliance with the provisions of Section 108 of the Companies Act, 2013 read with the rules made thereunder and Regulation 44 of the Listing Regulations, the Company provided the facility of voting by electronic means to its Members through remote e-voting platform of NSDL to exercise votes on the resolutions set out in the AGM Notice. The remote e-voting commenced at 09.00 a.m. (IST) on September 19, 2023 and concluded at 5.00 p.m. (IST) on September 21, 2023.
- f. Mr. Ramesh Chandra Sharma, Practicing Company Secretary and Proprietor of M/s R.C Sharma & Associates., Company Secretaries was appointed as the Scrutinizer to scrutinize the process of remote e-voting and ballot voting at the AGM in a fair and transparent manner.
- g. Members who had not exercised their vote earlier through remote e-voting, could vote on commencement of ballot voting facility during the AGM. This Ballot voting facility remained open until 15 minutes after closure of the meeting. The members who have cast their vote by remote e-voting prior to the meeting shall **NOT** vote once again. Members who have not casted their vote during remote e-voting have option to cast their vote during the 15th AGM through ballot voting and Attendees can ask their queries, if any; during the Annual General Meeting.

The Chairman then requested Company Secretary to initiate the transactions as per the Notice of AGM of the Company.

The Members were informed that as the following resolutions set out in AGM Notice were put to vote through remote e-voting, the requirement to propose and second the resolutions were not required in view of standard 7.1 of the Secretarial Standard on General Meetings:

The following items of business, as per the Notice of AGM dated 29th August, 2023 were transacted at the meeting by the Company Secretary of the Company:

SL. NO.	RESOLUTIONS	TYPE OF RESOLUTION
ORDINARY BUSINESS		
1.	To receive, consider and adopt the audited financial statements (including the consolidated financial statements) of the Company for the financial year ended 31st March, 2023, together with the Reports of the Board of Directors and Auditors thereon.	Approved as an Ordinary Resolution.
2.	To declare dividend of ₹3/- per Equity share for the financial year 2022-23.	Approved as an Ordinary Resolution.
3	To appoint a director in place of Gulzeb Ahmed (DIN: 06546660), who retires by rotation and being eligible, offers himself for reappointment.	Approved as an Ordinary Resolution.

Thereafter, the company secretary requested the registered speakers to express their views and queries. Necessary clarifications were provided to the Members by the members of the board. The Chairman then thanked all the Members and Directors for the participation and support and authorized the Company Secretary to conduct the e-voting procedure and conclude the meeting.

The Company Secretary requested the Members who had not cast their votes through remote e-voting, to cast their votes through ballot voting at the AGM.

The Company Secretary further informed that Mr. Ramesh Chandra Sharma, R. C. Sharma and Associates, Practicing Company Secretary, (FCS No. 5524, CP No. 7957) appointed as Scrutinizer for the meeting.

The Members were informed that the Scrutinizer shall immediately after the conclusion of e-voting at the AGM, unblock the votes cast through remote e-voting and ballot voting at the AGM, and make not later than 2 (two) working days of the conclusion of the AGM, a consolidated Scrutinizer's Report of the total votes cast in favour or against, if any. The results declared along with the Scrutiniser's Report shall be placed on the Company's website, NSDL's website and shall also be forwarded to the Stock Exchanges (National Stock Exchange Limited and BSE Limited).

The company Secretary also stated the Statutory Auditors, M/s MAPSS & Co and the Secretarial Auditor, Mr. R.C Sharma, have expressed unqualified opinion in their respective audit reports for the financial year 2022-2023. There were no qualifications, observations or adverse comments on financial statements and matters. Therefore, in view of the Secretarial Standard on General Meetings, the Members were requested to consider the audit report as read.

The Company Secretary then thanked the entire team of HMA Group, our employees our suppliers, banks, financial institutions, stakeholders, business associates and the State and Central Governments and also thanked members for their continued support and for attending and participating in the meeting and sparing their valuable time for attending the AGM.

Thereafter Company secretary concluded and declared the proceedings as closed and wished everyone the best of health and safety in the year ahead.

Thanking You,

Yours faithfully,

For HMA Agro Industries Limited

Nikhil Sundrani
Company Secretary and Compliance Officer