



HMA AGRO INDUSTRIES LTD.

(STAR EXPORT HOUSE RECOGNISED BY GOVERNMENT OF INDIA)

CIN No. : L74110UP2008PLC034977

Date: April 02, 2024

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
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Sub: Outcome of the Board Meeting-Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

Dear Sir/Madam,

Pursuant to Regulation 30 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and any other relevant provision, if applicable we wish to inform you that the Board of Directors of the Company in their meeting held today i.e., on Tuesday, April 02nd, 2024, interalia, approved the following businesses:

1. Approved the Regularization of Mohammad Mehmood Qureshi (DIN:02839611), Additional director to Director, subject to the approval of shareholders by way of e-voting through postal ballot.
2. Based on the recommendation of the Nomination & Remuneration Committee, the Board of Directors of the Company, have approved the appointment of Mohammad Mehmood Qureshi (DIN:02839611) as Managing Director, for a period of five years with effect from with effect from **03rd May, 2024 to 02nd May, 2029**. The Company shall seek Member's approval for the aforesaid appointment by way of Postal Ballot in due course.

Disclosure required pursuant to Regulation 30 of Listing Regulations read with Para A of Part A of Schedule III to the Listing Regulations and SEBI Circular No. SEBI/HO/CFD/CFD-PoD-1/P/CIR/2023/123 dated July 13, 2023 is enclosed as "Annexure-A".

3. Considered and approved the material Related party transaction(s) under Section 188 of The Companies Act, 2013 and Regulation 23 of The SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and IND AS 24 to be executed during the financial year 2024-2025, subject to the approval of shareholders by way of postal ballot.

Details of material related party transactions entered / to be entered among the holding, subsidiaries or any other related party of HMA Agro Industries Limited in terms of the SEBI circular dated November 22, 2021.

4. Approved to increase the overall borrowing limit of the Board of Directors of the Company under section 180(1)(c) of the Companies Act, 2013 subject to approval of members of the company.
5. Approved to increase the overall limit of the Board of Directors under section 180(1)(a) of the Companies Act, 2013 subject to approval of members of the company.
6. Approved the authorization to make loan(s) and give guarantee(s), provide security(ies) or make investments under Section 186 of The Companies Act, 2013.

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7. Approved the authorization to advance any loan or give any guarantee or provide any security under Section 185 of The Companies Act, 2013.
8. **Approval of Draft Postal Ballot Notice for obtaining Members approval through Postal Ballot Procedure and Calendar of events.**

Board of Directors has approved Postal Ballot Notice to sought approval of Members for above mentioned matters of the Company along with approval of Calander of Events.
9. Approved the appointment of National Securities Depository Limited (NSDL) as an agency provide remote e-Voting Facility in upcoming Postal Ballot.
10. Appointment of **M/s. R.C Sharma & Associates.**, Company Secretaries (COP: 7957) as the Scrutinizer for the proposed Postal Ballot process.
11. The Board determined Friday, i.e 29th March, 2024 as cut-off date for the purpose of eligibility for notice of postal ballot and e-voting.

The Board Meeting commenced at 04:00 P.M. and was concluded at 04: 41 P.M

You are requested to take the above intimation on record and acknowledge the receipt.

For **HMA Agro Industries Limited**

Nikhil Sundrani
Company Secretary and Compliance Officer

Information as required under Regulation 30 - Para A of Part A of Schedule III of SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015 and SEBI Circular No. SEBI/HO/CFD/CFDPoD-1/P/CIR/2023/123 dated July 13

Sr. No.	Particulars	
1	Name	Mohammad Mehmood Qureshi
2	Reason for change viz. appointment, resignation, removal, death or otherwise	Appointment of Mohammad Mehmood Qureshi (DIN: 02839611) as a Managing Director of the Company subject to the approval of Members through Postal Ballot.
3	Effective Date of Appointment	May 03, 2024.
4	Qualification	Under-Graduate
5	Brief profile (in case of appointment)	<p>Mohammad Mehmood Qureshi, is an undergraduate. He is presently Additional Executive Director on the board of the company and in his present role with the Company, he is responsible for raw material procurement, particularly in the livestock category and devising the financial and operational strategy, assisting with a commercial roadmap to realize the long-term vision of the organization and driving overall governance. Mohammad Mehmood Qureshi, a valued member of our team, who serves as the Raw Material Purchase Head of our esteemed company. Mohammad Mehmood Qureshi, aged 43, has been an integral part of our organization since its inception. Mohammad Mehmood Qureshi brings with him a wealth of experience and expertise in the field of raw material procurement, particularly in the livestock category. His extensive knowledge and proficiency in this domain have been instrumental in shaping our company's procurement strategies and ensuring the availability of quality raw materials for our operations. Despite being an undergraduate, Mohammad Mehmood Qureshi's practical experience and hands-on approach have proven invaluable in efficiently managing our raw material procurement processes. His dedication and commitment to excellence have earned him respect and admiration among his peers and colleagues. Beyond his role in raw material procurement, Mohammad Mehmood Qureshi also oversees the operations of certain subsidiary companies within our corporate structure. His keen insight and strategic vision have contributed significantly to the growth and success of these entities.</p>

6	Term of appointment	<ul style="list-style-type: none"> • Managing Director (Executive) • He will be appointed for a period of five years with effect from 03rd May, 2024 till 02nd May, 2029, subject to approval of the Members through postal ballot. • He will be liable to retire by rotation. • Remuneration is as may be prescribe by Board of Directors
7	Disclosure of Relationships between directors (in case of appointment of a director)	Forming part of Promoter Group Mohammad Mehmood Qureshi is the brother of Existing Director Mr. Gulzar Ahmad (DIN: 01312305) and he is also uncle of another Director Gulzeb Ahmed (DIN: 06546660).
8	Shareholding (if any)	67644530
9	Information as required under BSE circular Number LIST/COM/14/2018- 19 and NSE circular no. NSE/CML/2018/24 dated June 20, 2018.	Mohammad Mehmood Qureshi is not debarred from holding the office of Director by virtue of any SEBI Order or any other such authority.

ANNEXURE B

DETAILS OF MATERIAL RELATED PARTY TRANSACTIONS ENTERED / TO BE ENTERED AMONGS THE HOLDING, SUBSIDIARIES OR ANY OTHER RELATED PARTY OF HMA AGRO INDUSTRIES LIMITED LIMITED IN TERMS OF THE SEBI CIRCULAR DATED NOVEMBER 22, 2021.

Sl.	Particulars	RELATED PARTY NO. 1	RELATED PARTY NO. 2	RELATED PARTY NO. 3	RELATED PARTY NO. 4	RELATED PARTY NO. 5
A.	Name of the related party and its relationship with the listed entity or its subsidiary, including nature of its concern or interest (financial or otherwise)	HMA Food Export Private Limited (CIN U01403UP2009PTC038747) is wholly owned subsidiary of the Company where in Company holds 100% of the paid-up equity share capital.	United Farm Product Private Limited (CIN: U01100UP2018PTC104444) a wholly owned subsidiary of HMA Agro Industries Limited.	Federal Agro Industries Private Limited (CIN: U15400DL2013PTC253044) is a unlisted material subsidiary of HMA Agro Industries Limited.	Reliable Agro Foods a Partnership Firm, Majority Contribution of HMA Agro Industries Limited.	Gausia Cold Storage Private Limited (CINU74210MH1989PTC052847) is a Group/Associate Company of HMA Group and One of the promoters of HMA Agro Industries Limited is Directors in the Company.
B.	Name of Director(s) or Key Managerial Personnel who is related, if any	Mr. Parvez Alam (DIN: 01312276) is a KMP.	Mr. Gulzar Ahmad (DIN: 01312305) Common Director Mr. Viswambharan Parameswaran (DIN: 09822921) KMP in Holding Company.	Mr. Gulzeb Ahmed (DIN: 06546660) Common Director Ms. Bhumika Parwani (DIN: 09732792) Common Independent Director	Mr. Wajid Ahmed is also a Partner.	Mr. Mehmood Qureshi (DIN: 02839611) is a director in the company and promoter in HMA Agro Industries Limited.

Sl.	Particulars	RELATED PARTY NO. 1	RELATED PARTY NO. 2	RELATED PARTY NO. 3	RELATED PARTY NO. 4	RELATED PARTY NO. 5
C.	Type, material terms and particulars of transaction	The transactions involves: <ul style="list-style-type: none"> • Sale, Purchase, Supply of goods /materials • Availing / rendering of services. • Corporate Guarantee provided, if any. • Any other transactions/arrangements to be entered in the course of business of the Company. 	The transactions involves: <ul style="list-style-type: none"> • Sale, Purchase, Supply of goods /materials • Availing / rendering of services. • Any other transactions/arrangements to be entered in the course of business of the Company. 	The transactions involves: <ul style="list-style-type: none"> • Sale, Purchase, Supply of goods /materials • Availing/rendering • Corporate Guarantee provided, if any. • Any other transactions/arrangements to be entered in the course of business of the Company. 	The transactions involves: <ul style="list-style-type: none"> • Sale, Purchase, Supply of goods /materials • Availing / rendering of services • Corporate Guarantee provided, if any. • Any other transactions/arrangements to be entered in the course of business of the Company. 	The transactions involves: <ul style="list-style-type: none"> • Sale, Purchase, Supply of goods/materials • Availing / rendering of services • Corporate Guarantee provided, if any. • Any other transactions/arrangements to be entered in the course of business of the Company.
	Tenure	1 year (FY 2024-25)				
	Material Terms	Material terms and conditions are based on the contracts and commercial terms as on the date of entering into the contract(s).				
	Value of the transaction	Not exceeding Rs. 1,500/- crores (whether by way of an individual transaction or transactions taken together or series of transactions or otherwise)	Not exceeding Rs. 1,500/- crores (whether by way of an individual transaction or transactions taken together or series of transactions or otherwise)	Not exceeding Rs. 1,500/- crores (whether by way of an individual transaction or transactions taken together or series of transactions or otherwise)	Not exceeding Rs. 1,500/- crores (whether by way of an individual transaction or transactions taken together or series of transactions or otherwise)	Not exceeding Rs. 1,500/- crores (whether by way of an individual transaction or transactions taken together or series of transactions or otherwise)
D.	The percentage of the listed entity's annual consolidated turnover, for the immediately preceding financial year, that is represented by the value of the proposed transaction (and for a RPT involving a subsidiary, such	The value of the proposed transaction represents: 46.74% of the annual consolidated turnover of the Company for the FY ended March 31, 2023.	The value of the proposed transaction represents: 46.74% of the annual consolidated turnover of the Company for the FY ended March 31, 2023.	The value of the proposed transaction represents: 46.74% of the annual consolidated turnover of the Company for the FY ended March 31, 2023.	The value of the proposed transaction represents: 46.74% of the annual consolidated turnover of the Company for the FY ended March 31, 2023.	The value of the proposed transaction represents: 46.74% of the annual consolidated turnover of the Company for the FY ended March 31, 2023.

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	percentage calculated on the basis of the subsidiary's annual turnover on a standalone basis shall be additionally provided)					
E.	Details of the transaction relating to any loans, inter-corporate deposits, advances or investments made or given by the listed entity or its subsidiary	Not Applicable				
i.	Details of the source of funds in connection with the proposed transaction	Not Applicable				
ii.	Where any financial indebtedness is incurred to make or give loans, inter-corporate deposits, advances or investments: - Nature of indebtedness, - Cost of funds and - Tenure	Not Applicable				

Sl.	Particulars	RELATED PARTY NO. 1	RELATED PARTY NO. 2	RELATED PARTY NO. 3	RELATED PARTY NO. 4	RELATED PARTY NO. 5
iii.	Applicable terms, including covenants, tenure, interest rate and repayment schedule, whether secured or unsecured; if secured, the nature of security.			-		
iv.	The purpose for which the funds will be utilized by the ultimate beneficiary of such funds pursuant to the RPT.			-		
F.	Justification as to why the RPT is in the interest of the listed entity	For the purpose of achieving the business objectives and continuity in operations and to smoothen business operations for both the companies. Purchase or sale of goods and rendering and / or availing of the Services for business for both the companies in ordinary course of business.				
G.	Any valuation or other external report relied upon by the listed entity in relation to the transactions	All contracts with related party defined as per Section 2(76) of the Act are reviewed for arm's length testing internally and by Statutory Auditors.				
H.	Percentage of the counter-party's annual consolidated turnover that is represented by the value of the			-		

Sl.	Particulars	RELATED PARTY NO. 1	RELATED PARTY NO. 2	RELATED PARTY NO. 3	RELATED PARTY NO. 4	RELATED PARTY NO. 5
	proposed RPT, on a voluntary basis					
I.	Any other information that may be relevant	All relevant / important information forms part of the Explanatory Statement setting out material facts pursuant to Section 102(1) of the Companies Act, 2013.				

Sl.	Particulars	RELATED PARTY NO. 6	RELATED PARTY NO. 7	RELATED PARTY NO. 8	RELATED PARTY NO. 9	RELATED PARTY NO. 10
A.	Name of the related party and its relationship with the listed entity or its subsidiary, including nature of its concern or interest (financial or otherwise)	HMA Hygienic Foods Industries Private Limited (CIN: U15201UP2007PTC033389) It is a Group/Associate Company of HMA GROUP	HMA Leather Export Private Limited (CIN: U19129UP2014PTC062087) It is a Group/Associate Company of HMA GROUP	A O V Exports Private Limited (CIN: U74999DL2002PTC114617) is other Related Party (Long Business Relation)	Maharashtra Food Processing a Partnership Firm, other Related Party (Business Relation).	ALM Food Products Limited (CIN: U01111DL1996PLC258158) is other Related Party and having business relation
B.	Name of Director(s) or Key Managerial Personnel who is related, if any	Mr. Zulfiqar Ahmad Qurashi (DIN: 01312224) is a Director in Gausia Cold Storage Private Limited Promoter in HMA Agro Ind. Ltd.	Mr. Wajid Ahmed (DIN: 01312261) is a common Director in both Companies	NA	NA	NA

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	percentage calculated on the basis of the subsidiary's annual turnover on a standalone basis shall be additionally provided)					
E.	Details of the transaction relating to any loans, inter-corporate deposits, advances or investments made or given by the listed entity or its subsidiary	Not Applicable				
i.	Details of the source of funds in connection with the proposed transaction	Not Applicable				
ii.	Where any financial indebtedness is incurred to make or give loans, inter-corporate deposits, advances or investments: - Nature of indebtedness, - Cost of funds and - Tenure	Not Applicable				

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iii.	Applicable terms, including covenants, tenure, interest rate and repayment schedule, whether secured or unsecured; if secured, the nature of security.			-		
iv.	The purpose for which the funds will be utilized by the ultimate beneficiary of such funds pursuant to the RPT.			-		
F.	Justification as to why the RPT is in the interest of the listed entity	For the purpose of achieving the business objectives and continuity in operations and to smoothen business operations for both the companies. Purchase or sale of goods and rendering and / or availing of the Services for business for both the companies in ordinary course of business.				
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	proposed RPT, on a voluntary basis					
I.	Any other information that may be relevant	All relevant / important information forms part of the Explanatory Statement setting out material facts pursuant to Section 102(1) of the Companies Act, 2013.				