



# M/S Nagreeka EXPORTS LIMITED

(STAR TRADING HOUSE RECOGNISED BY GOVT. OF INDIA)

REGD. OFFICE : 18, R. N. MUKHERJEE ROAD, KOLKATA - 700 001, INDIA  
Ph. : 2210-8828, 2248-4922/4943, Fax : 91-33-22481693, E-mail : sushil@nagreeka.com



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Ref.: NEL/SE/AGM2023

Date: 30/09/2023

To Listing Compliance <b>BSE Limited</b> PhirozeJeejeebhoy Towers, Dalal Street, Mumbai-400001 <b>Scrip Code: 521109</b>	To Listing Compliance <b>National Stock Exchange of India Limited</b> Exchange Plaza BandraKurla Complex Bandra (E) Mumbai 400 051 <b>Scrip Code: NAGREEKEXP</b>
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Dear Sir,

**Sub: Proceedings of the 34<sup>th</sup> Annual General Meeting of Nagreeka Exports Ltd. in accordance to Regulation 30 of the SEBI (LODR) Regulations, 2015**

The 34<sup>th</sup> Annual General Meeting of the members of the Company was held today, 29th September 2023 at 11.30 a.m. through Video Conferencing (VC). The meeting was held through the Zoom Platform facilitated by National Security Depository Limited. The meeting was held in due compliance with the stipulations of the MCA General Circulars No. 10/2022 and 11/2022 dated 28.12.2022 and SEBI Circular No. SEBI/HO/CFD/PoD-2/P/CIR/2023/4 dated 5<sup>th</sup> January, 2023.

The Members (including corporate representatives) participated in the Annual General Meeting through Video Conferencing.

Due to technical error, Mr. Sushil Patwari (DIN 00023980), Chairman of the Company was unable to take the Chair. Therefore, Mr. Sunil Ishwarlal Patwari, Managing Director(DIN 00024001) took the Chair on behalf of Mr. Sushil Patwari, Chairman to hold the Chair till the technical error was resolved. He extended warm welcome to each one participating in the Annual General Meeting of the Company through Video Conferencing.

Mr. Sunil Ishwarlal Patwari introduced the following Directors & Key Managerial Personnel of the Company and other representatives who have joined the Meeting through Video Conferencing:

1. Mr. Sushil Patwari, Chairman of the Company;
2. Mr. Sunil Ishwarlal Patwari, Managing Director;
3. Mr. Mahendra Ishwarlal Patwari, Executive Director;
4. Ms. Surabhi Sangneria, Non-Executive Independent Director;
5. Mr. Tushar Jhunjhunwala, Non-Executive Independent Director;
6. Mr. D Das Choudhary, Executive Director;
7. Mr. Amitava Mazumder, Additional Independent Director;
8. Mr. Manoj Agarwal, Chief Financial Officer;
9. Ms. Jyoti Sinha Banerjee, Company Secretary;
10. Mr. Gaurav More, Authorised Representative of M/s. Das & Prasad, Statutory Auditors of the Company;
11. Mr. Vivek Mishra, of M/s Vivek Mishra & Co., Secretarial Auditor of the Company; and
12. Mr. Hari Ram Agarwal of H.R Agarwal & Associates, Scrutinizer of the Company.



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After verifying the Attendance Register, Mr. Sunil Patwari declared that requisite quorum was present and called the meeting to order.

He explained the Members about financial performance of the Company and the future outlook of the Company.

He further declared, with the permission of the Members, that the notice convening the 34<sup>th</sup> Annual General Meeting and the Directors' Report, having been circulated already, was taken as read.

Thereafter, Mr. Sunil Patwari stated that the Company had provided the facility of remote e-voting on the resolutions proposed at the 34<sup>th</sup> AGM. The period for remote e-voting commenced on 26<sup>th</sup> September, 2023 at 9.00 AM. and ended on 28<sup>th</sup> September, 2023 at 5.00 P.M. Further the Members who were participating in the AGM and who had not casted their votes by remote e-voting were given the facility to cast their votes during the Annual General Meeting (AGM) through the e-voting facility provided by NSDL. The voting during the AGM remained open till 12.40 P.M. and the meeting was declared as closed thereafter.

He also informed that there was no adverse remark or any qualification in the Reports of the Statutory Auditors and the Secretarial Auditor of the Company for the year ended 31<sup>st</sup> March, 2023.

Thereafter, Mr. Sunil Patwari proceeded to transact the businesses set out in the Agenda of the meeting. The following items, set out in the notice for which the approval from the shareholders, were transacted at the meeting:

Mr. Sunil Patwari, read out the resolution in Item No. 1 relating to approval and adoption of Audited Financial Statements including Directors' and Auditors' reports thereon for the financial year ended 31<sup>st</sup> March, 2023. He placed the resolution before the members for their approval:

Items No.	Brief Particulars of Resolution	Type of Business	Type of Resolution
1.	Approval and Adoption of Financial Statement including Directors' and Auditors' reports thereon for the financial year ended 31 <sup>st</sup> March, 2023.	Ordinary Business	Ordinary Resolution

Since, Mr. Sunil Patwari was interested in the Resolution No. 2 & 3 so he gave his chair to Mr. Tushar Jhunjhunwala, director of the Company to read out the next resolution. Thereafter, Mr. Tushar Jhunjhunwala proceeded to transact the Resolution no. 2 & 3 set out in the Agenda of the meeting.

Mr. Tushar Jhunjhunwala read out the resolutions stated in Item No. 2 & 3 .

He further informed the members that Mr. Sushil Patwari is liable to retire by rotation and he offered himself for his re-appointment. The resolution regarding the re-appointment of Mr. Sushil Patwari as stated in Item No. 2 was placed before the members for their approval.

He further placed before the members the matter relating to re-appointment of Mr. Sunil Ishwarlal Patwari, Managing Director of the Company. The resolution regarding the re-appointment of Mr. Mr. Sunil Ishwarlal Patwari as stated in Item No. 3 was placed before the members for their approval.



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2.	Re-appointment of Mr. Sushil Patwari (holding DIN: 00023980) as a Director, who retires by rotation and being eligible, offers himself for reappointment.	Ordinary Business	Ordinary Resolution
3.	Re-Appointment of Mr. Sunil Ishwarlal Patwari (DIN: 00024007) as Managing Director.	Special Business	Special Resolution

Since, the technical glitch was resolved, Mr. Tushar Jhunjunwala, Independent Director handed over the chair to Mr. Sushil Patwari, Chairperson and he took the chair and resumed the proceedings.

Mr. Tushar Jhunjunwala informed the members that the Authorised Capital of the Company required to be increased from 15 Cr. To 20 Cr. for rights issue of Rs. 40 Crores to existing shareholders. He therefore placed the resolution before the members for approval:

4.	To Increase the Authorized Share Capital of the Company	Special Business	Ordinary Resolution
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As the Chairman was also interested in the Resolutions no 5 & 6 so he again gave his chair to Mr. Tushar Jhunjunwala, Independent Director of the Company to read out these resolutions. Thereafter, Mr. Tushar Jhunjunwala proceeded to transact the Resolutions as set out in the Agenda of the meeting.

Mr. Tushar Jhunjunwala informed the members about the matter relating to repayment of Unsecured loan amounting to Rs. 1220.10 Lakhs to Mr. Sushil Patwari and Mr. Sunil Patwari, related parties of the Company for Item No. 5.

He also placed before the members the matter relating to redemption of Cumulative Non-Convertible Redeemable Preference Shares out of the proceeds of Rights Issue.

He placed both the matters for approval of shareholders.

5.	Repayment of Unsecured Loan Out of the proceeds from the Proposed Right Issue	Special Business	Special Resolution
6.	Redemption of Cumulative Non-Convertible Redeemable Preference Shares out of the proceeds from the proposed Right Issue.	Special Business	Special Resolution

Thereafter, Mr. Tushar Jhunjunwala, Independent Director handed over the chair back to the Chairperson and Mr. Sushil Patwari took the chair.

Mr. Sushil Patwari placed the before the members the matter stated in Item No. 7 relating to appointment of Mr. Amitava Mazumder, Independent Director of the Company who had earlier been appointed as Additional Director of the Company in the Board Meeting held on 28<sup>th</sup> August, 2023. The matter was placed before the members for approval:



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7.	Appointment of Mr. Amitava Mazumder having attained the Age of Seventy Five Years (Din: 06441635) as a Non-Executive Independent Director of the Company	Special Business	Special Resolution
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The Chairman gave his chair to Mr. Tushar Jhunjhunwala, Independent Director for the following resolutions. Accordingly, he took the chair and transact the resolutions as set out in the Agenda of the meeting.

Mr. Tushar Jhunjhunwala placed before the members the resolutions stated in Item No. 8,9 and 10 relating to continuation of payment of remuneration to Mr. Sushil Patwari Executive Chairman, Mr. Sunil Ishwarlal Patwari, Managing Director and Mr. Mahendra Ishwarlal Patwari Whole Time Director, in excess of threshold Limits prescribed under the Companies Act, 2013 and SEBI (LODR) (Amendment) Regulations, 2018.

8.	Continuation of payment of remuneration to Mr. Sushil Patwari, Executive Chairman in excess of threshold limits prescribed under the Companies Act, 2013 and SEBI (LODR) (Amendment) Regulations, 2018	Special Business	Special Resolution
9.	Continuation of payment of remuneration to Mr. Sunil Ishwarlal Patwari, Managing Director in excess of threshold Limits prescribed under the Companies Act, 2013 And SEBI (LODR) (Amendment) Regulations, 2018.	Special Business	Special Resolution
10.	Continuation of payment of remuneration to Mr. Mahendra Ishwarlal Patwari, Whole Time Director in excess of threshold Limits prescribed under the Companies Act, 2013 and SEBI (LODR) (Amendment) Regulations, 2018.	Special Business	Special Resolution

Thereafter, Mr. Tushar Jhunjhunwala, Independent Director handed over the chair back to the Chairperson and Mr. Sushil Patwari took the chair.

Mr. Sushil Patwari placed before the members the matter stated in Item No. 11 relating to continuation of remuneration to Mr. Debabrata Das Choudhury, Whole Time Director in excess of threshold Limits prescribed under the Companies Act, 2013 And SEBI (LODR) (Amendment) Regulations, 2018.

He thereafter placed the matter as stated in Item No. 12 relating to ratification of remuneration payable to Cost Auditors V. J. Talati & Co. who have been appointed as Cost Auditors of the Company for F.Y. 2023-24 in the Board Meeting held on 14<sup>th</sup> August, 2023.

He thereafter placed both the resolutions before the members for their approval.



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11.	Continuation of payment of remuneration to Mr. Debabrata Das Choudhury, Whole Time Director in excess of threshold Limits prescribed under the Companies Act, 2013 And SEBI (LODR) (Amendment) Regulations, 2018.	Special Business	Special Resolution
12.	Ratification of remuneration payable to Cost Auditors	Special Business	Ordinary Resolution

As the resolutions for the Items included in the Notice had already been put to vote through remote E-voting and were also being put for e-Voting during the AGM, therefore, no resolutions was required to be proposed or seconded by the Members at the AGM.

The Chairman concluded by stating that the results of the voting process and Scrutinizers' Report shall be submitted to the stock Exchanges within 2 working days from the conclusion of this meeting and the same will be uploaded on the website of NSDL and also of the Company.

This is for kind your information and record.

**Thanking you,  
Yours truly,  
For Nagreeka Exports Ltd.**

**SUSHIL PATWARI** Digitally signed by  
SUSHIL PATWARI  
Date: 2023.09.30  
12:31:28 +05'30'



**Sushil Patwari  
Chairman  
DIN-00023980**