



Date: September 2, 2022

To,

National Stock Exchange of India Limited Exchange Plaza, Block G, C/1, Bandra Kurla Complex, Bandra (E), Mumbai – 400051 Symbol: SAPPHIRE	BSE Limited Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai – 40001 Scrip Code: 543397
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Dear Sirs,

Subject: Proceedings of 13th Annual General Meeting (AGM)

We hereby inform that the thirteenth (13th) Annual General Meeting (“AGM”) of Sapphire Foods India Limited (“Company”) was held on **Friday, September 2, 2022**, at 11:30 A.M. (IST) through Video Conferencing (VC) / Other Audio-Visual Means (OAVM) and concluded at 12:32P.M.

Pursuant to provisions of Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements), 2015 (“SEBI Listing Regulations”), we submit herewith the summary of proceedings of 13th Annual General Meeting of the Company.

You are requested to kindly take the above on record and disseminate the same on your exchange website.

Thanking you,

Yours faithfully,

For Sapphire Foods India Limited

Sachin Dudam

Company Secretary and Compliance Officer

**Summary of Proceedings of the 13th Annual General Meeting of
Sapphire Foods India Limited (“Company”)**

The 13th Annual General Meeting (“AGM/meeting”) of the members of Sapphire Foods India Limited (“the Company”) was held on Friday, September 2, 2022, at 11:30 a.m. (IST) through Video Conferencing (“VC”) / Other Audio-Visual means (“OAVM”) facility (“hereinafter will be referred to as “electronic mode”) provided by NSDL in collaboration with Choruscall. The said meeting was also being the first Annual General Meeting post listing of equity shares of the Company on the Stock Exchanges.

Mr. Sachin Dudam, Company Secretary, welcomed all the members present at AGM. The members were informed that due to prevailing covid pandemic and social distancing norms, this AGM was held through electronic mode, without the physical presence of the members at common venue, in accordance with the applicable circulars issued by the Ministry of Corporate Affairs (“MCA”) and the Securities and Exchange Board of India (“SEBI”). It was further informed that as per the said circulars, the Notice of the AGM and Annual Report of the Company for financial year 2021-22 were sent to shareholders via email on August 10, 2022 to all those members whose email ids were registered with the Company or with the Depository Participants.

The Company secretary then, basis confirmations/registrations received from the members, announced that the requisite quorum for AGM has been met and requested Mr. Sunil Chandiramani, Independent Director and Chairman of the Board of Directors/Audit Committee, to chair and commence the proceedings of the 13th Annual General Meeting of the Company. Mr. Sunil Chandiramani, thereafter, chaired the 13th AGM of the Company.

The requisite quorum being present, the Chairman welcomed all the members present at the AGM and called the meeting to order. The Chairman then introduced the Directors (including authorised representatives of the promoter & promoter group members), Group Chief Executive Officer and Chief Financial Officer who were present at the AGM. The members were informed that the Chairperson of the Nomination and Remuneration Committee, Stakeholders Relationship Committee and CSR Committee were also in attendance at the AGM. Leave of Absence was granted to the Directors who expressed inability to attend the AGM due to their pre-commitments.

The Chairman then introduced Ms. Poonam Tadarwal, representative of Statutory Auditors M/s. S R B C & Co. LLP and Mr. Alwyn D’souza, Secretarial Auditor of the Company and Scrutinizer, who also attended the meeting through electronic mode.

The Chairman then addressed the members present at the meeting and briefed them on the business performance of the Company during the financial year 2021-22. Thereafter, the proceedings of the meeting were handed over to the Company Secretary to apprise members on the administrative part of the meeting.

The Company Secretary then informed the members that since the meeting is conducted through electronic mode, the requirement for appointment of proxies was not applicable. The members were further informed that the Company has received representations under Section 113 of the

Companies Act, 2013 including that from the promoter & promoter group shareholders. The requisite documents including Statutory Registers and Certificate of Secretarial Auditor for ESOP were then made available for inspection on the website of the Company.

Since the notice of the 13th AGM was sent through electronic means via email, the notice was taken as read with the permission of the members present. Further, since there were no qualifications, observations or adverse remarks in the report of the Statutory Auditors annexed to the Standalone and Consolidated Financial Statements of the Company for the financial year ended as on March 31, 2022, the same was also taken as read. The Company Secretary then requested Mr. Sanjay Purohit, Whole-time Director and Group CEO and Mr. Sumeet Narang, Non-Executive Nominee Director, to address the members present at the 13th AGM.

Mr. Sanjay Purohit, Whole-time Director and Group CEO of the Company, then addressed the shareholders and provided them insights on the performance of the Company during the previous fiscal and future outlook of the Company. Thereafter, Mr. Sumeet Narang, Non-Executive Nominee Director, representing Promoter Shareholders on the Board of the Company, addressed the shareholders and apprised them on the functioning of the Company.

The Company Secretary then provided brief to the members of the Company on the following resolutions as set out in the Notice convening 13th AGM:

No.	Resolutions	Type of Resolution
Ordinary Business		
1.	Adoption of Financial Statements (Standalone and Consolidated financial statements) of the Company for the financial year ended March 31, 2022, and the reports of the Board of Directors (“the Board”) and Auditors thereon.	Ordinary
2.	To appoint a Director in place of Mr. Kabir Thakur (DIN: 08422362), who retires by rotation, in terms of Section 152 of the Companies Act, 2013 and being eligible, offers himself for re-appointment	Ordinary
3.	To appoint a Director in place of Mr. Vinod Nambiar (DIN: 07290613), who retires by rotation, in terms of Section 152 of the Companies Act, 2013 and being eligible, offers himself for re-appointment	Ordinary
Special Business		
4.	To ratify Sapphire Foods Employee Stock Option Scheme 2019 – Scheme III – Management other than CEO (“Scheme III”) read with Sapphire Foods Employees Stock Option Plan 2017 (“ESOP Plan”) for Grant of Options to the Eligible Employees of Subsidiary Companies.	Special
5.	Approval of Grants under Sapphire Foods Employee Stock Option Scheme 2022 – Scheme IIIA – Management other than CEO’ – (“Scheme III A”) read with “Sapphire Foods Employee Stock Option Plan 2017” (“ESOP Plan”) to the Eligible Employees of the subsidiary company(ies) of Sapphire Foods India Limited	Special

The members who had registered themselves as speaker shareholders were then invited to offer their comments and seek clarifications on the business performance and accounts of the Company. Mr. Sanjay Purohit, Whole-time Director and Group CEO, satisfactorily responded to the information sought by the speaker shareholders.

The Company Secretary, thereafter, apprised the members on the e-voting process.

The members were informed that the Company has provided the facility of remote e-voting including e-voting during AGM, to members for casting their votes, on the resolutions set-out in the Notice convening the 13th AGM. The members were further informed that the remote e-voting facility was made available from 9.00 a.m. on Monday, 29th August, 2022 till 5.00 p.m. on Thursday, 1st September, 2022. It was further informed that e-voting facility to those members, who were present at the AGM through video conferencing facility and have not casted their vote on the resolutions through remote e-voting and are otherwise not barred from doing so, were eligible to vote through e-voting system during the AGM.

The members were further informed that Mr. Alwyn D'souza, representing M/s. Alwyn D'Souza & Co., Practising Company Secretaries, were appointed to act as a Scrutinizer to supervise the e-voting process. The combined results of the remote e-voting and e-voting during the AGM shall be declared within the prescribed timelines based on the Scrutinizer's Report and the same will be published on the Company's website and on the website of National Stock Exchange of India Limited and BSE Limited.

The Chairman thereafter thanked the members for their continued support, cooperation and for taking out time for attending and participating in the 13th AGM of the Company. The e-voting facility was kept open for the next 15 minutes to enable the members attending the AGM who had previously not voted, to cast their votes.

The 13th Annual General Meeting was concluded at 12:32 P.M. (including 15 minutes of e-voting time given during the AGM).

Kindly take the above information on your records.

Thanking you,

Yours faithfully,

For Sapphire Foods India Limited

Sachin Dudam

Company Secretary and Compliance Officer