

September 27, 2024

To,  
The Manager, Listing  
**BSE Limited**  
Phiroze Jeejeebhoy Towers,  
Dalal Street,  
Mumbai- 400 001

Dear Sir/Madam

**Sub: Proceedings of 17<sup>th</sup> Annual General Meeting of the Company held on Friday, 27<sup>th</sup> September, 2024 at 4:20 PM through Video Conferencing (“VC”)/ Other Audio-Visual Means (“OAVM”)**

**Ref.: Company Code: BSE: 540404**

With reference to the above mentioned subject, we are hereby submitting the proceedings of the 17<sup>th</sup> Annual General Meeting held on Friday, September 27, 2024, at 04.20 p.m. through Video Conferencing (VC/Other Audio Visual Means (OAVM) in compliance with the circular issued by the Ministry of Corporate Affairs and Securities and Exchange Board of India.

The Result of businesses transacted in the 17<sup>th</sup> Annual General Meeting as required under Regulation 44(3) of SEBI (LODR), 2015 will be disclosed to the Stock Exchange separately after receiving the Scrutinizer Report.

This is for your information and necessary records.

Yours faithfully,

**FOR PRIME FRESH LIMITED**

**Jinen  
Chandrakant  
Ghelani**

Digitally signed by Jinen Chandrakant Ghelani  
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**JINEN GHELANI  
MANAGING DIRECTOR & CFO  
DIN: 01872929**

**Proceedings of 17<sup>th</sup> Annual General Meeting of the Company held on Friday, 27<sup>th</sup> September, 2024 at 4:20 PM at through Video Conferencing ("VC")/ Other Audio-Visual Means ("OAVM")**

The Company Secretary of the Company welcomed all Members, Directors and Auditors to the 17<sup>th</sup> Annual General Meeting (AGM) of the members of Prime Fresh Limited held on Friday, the 27<sup>th</sup> day of September, 2024 at 4:20 pm through Video Conferencing ("VC") / Other Audio Visual Means ("OAVM").

It was informed that the meeting was held through VC / OAVM without the physical presence of the members at a common venue in accordance with the Circulars issued by Ministry of Corporate Affairs and Securities and Exchange Board of India. All the Directors, KMP and Auditors of the Company attended the meeting through Video Conferencing.

Mr. Jinen Ghelani, Chairman, Managing Director & CFO, confirmed that the quorum was present and declared the meeting in order and open for business. Then he introduced other Directors, Key Managerial Personnel and Auditors of the Company one by one.

Thereafter, The Company Secretary informed the Members about the relevant points for participation in the meeting and the manner of inspection of the statutory registers electronically as required under the Companies Act, 2013.

She further informed to the Members that the Company have provided to its Members the facility to cast their vote electronically on all the resolutions set forth in the Notice of AGM. Members who did not cast their vote through remote e-voting could cast their vote during the course of the meeting through the e voting facility provided on NSDL e-voting website, while at the same time watch the proceedings of the meeting.

She further informed that M/s. Umesh Ved & Associates, Practicing Company Secretaries, Ahmedabad were appointed as Scrutinizer to scrutinize the vote casted through remote e-voting and e-voting during the meeting.

With the permission of the Chairman and members, the Notice convening the Meeting, and Statutory Audit Report having been circulated to all the Members, was taken as read. It was further informed that since, statutory Auditors Report and Secretarial Audit Report does not contain any Observations, again with the permission of Chairman, Statutory Audit Report and Secretarial Audit Report taken was taken as read.

The following resolutions are proposed to be passed at this meeting.

**Ordinary Business:**

1. To receive, consider and adopt the audited standalone and consolidated financial statements of the Company for the financial year ended March 31, 2024 including the Statement of Profit and Loss and the Cash flow statement together with the Reports of the Board of Directors and Auditors thereon.
2. To declare dividend recommended by the Board of Directors at Rs. 0.50 (5%) per Equity Share of Rs. 10/- each
3. To appoint a Director in place of Mrs. Neha Jinen Ghelani (DIN: 00197285) Whole-time Director who retires by rotation and being eligible, offers herself for re-appointment.

**Special Business:**

4. To Increase The Remuneration Paid To Mr. Jinen Ghelani (Din:01872929) Managing Director of The Company
5. To Increase The Remuneration Paid To Mr. Hiren Ghelani (Din:02212587) Whole-Time Director Of The Company
6. To Approve The Scheme Of Loan To Whole-Time Director
7. Alteration Of Articles Of Association
8. Approval Of 'Prime Fresh Limited - Employee Stock Option Plan 2024
9. To Approve Grant Of Employee Stock Options To The Employees Of Subsidiary Company(Ies) Of The Company Under 'Prime Fresh Limited - Employee Stock Option Plan 2024'

Thereafter, Mr. Jinen Ghelani, Chairman, Managing Director & CFO (DIN:01872929), and Mr. Hiren Ghelani Whole-time Director (DIN:02212587) deliver there statement on the affairs of the Company and then requested to Company Secretary to conclude the business since company has not received any question/queries from members.

**CONCLUSION:**

The Company Secretary thanked all the Shareholders, Chairman & Managing Director, Board members, CFO, Statutory Auditors, Secretarial Auditors, NSDL Team and Staff members of the Company.

The voting Results of the AGM will be declared within 02 working days from the conclusion of this AGM, along with the Scrutinizer's Report, which shall be placed on the Company's website at [www.primefreshlimited.com](http://www.primefreshlimited.com) and also available on BSE Ltd. website.

The company secretary concluded the meeting with vote of thanks to all the members for attending and participating in the meeting.

The AGM Commenced 04.20 PM and Concluded at 04:43 PM

Kindly take the above on record.

FOR, Prime Fresh Limited

**Jinen**

**Chandrakant**

**Ghelani**

**JINEN GHELANI**

**MANAGING DIRECTOR & CFO**

**DIN: 01872929**

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**Notes:**

1. The Company will separately disclose voting results as required under regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.
2. This document does not constitute minutes of the Annual General Meeting of the Company.