

Nandani Creation Limited



SYMBOL: JAIPURKURT

ISIN: INE696V01013

To,
The Manager-Listing Department,
The National Stock Exchange of India Limited,
Exchange Plaza, NSE Building,
Bandra Kurla Complex,
Bandra East, Mumbai-400 051

Dated: 30.09.2024

Subject: Proceedings of 12TH Annual General Meeting (“AGM”) of NANDANI CREATION LIMITED (“Company”).

We hereby inform you that the **12th Annual General Meeting** of the Company was held today at **30th September, 2024** at 4:00 P.M. through VIDEO CONFERENCING (VC)/Audio Visual Means (AOVM) to transact the business as stated in the notice dated **05th September, 2024**, convening the AGM.

In this regard, please find enclosed the Summary of the proceedings of the AGM of the Company as required under **Regulation 30, Part A, of Schedule-III of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“the Listing Regulations”).**

This is for your information and record.

Thanking you
FOR NANDANI CREATION LIMITED

GUNJAN JAIN
COMPANY SECRETARY & COMPLIANCE OFFICER
M NO.: A45068

CIN No.: L18101RJ2012PLC037976



G-13, AARNA-3, Kartarpura Industrial Area,
Bais Godown, Jaipur -302 006 Rajasthan INDIA



+91-141-4037596
+91-141-4029596



info@jaipurkurti.com
www.jaipurkurti.com

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SUMMARY OF PROCEEDINGS OF THE 12TH ANNUAL GENERAL MEETING OF THE COMPANY PURSUANT TO REGULATION 30 READ WITH SCHEDULE III OF THE SEBI (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015.

PRESENT

Mr. Anuj Mundhra, Chairman cum Managing Director;
Mrs. Vandana Mundhra, Whole -Time Director;
Mrs. Sunita Devi Mundhra, Whole-Time Director;
Mr. Gagan Saboo, Independent Director
Mr. Gaurav Jain, Independent Director
Mr. Neetesh Kabra, Independent Director

OTHER KEY MANAGERIAL PERSONNEL:

Miss. Gunjan Jain, Company Secretary & Compliance Officer;
Mr. Dwarka Dass Mundhra, Chief Financial Officer

STATUTORY AUDITORS:

Mr. Vaibhav Sharma representing M/s PC Modi & Company, Statutory Auditors, Jaipur

SCRUITINIZER:

Mrs. Manisha Godara – representing M/s Manisha Godara & Associates, Company Secretaries in Practice

MEMBER PRESENT:

Total 38 Members were present in the video conference, including (4) Four persons belonging to Promoter and Promoter Group.

LEAVE OF ABSENCE:

Since, all the directors were present in the meeting, no leave of absence is provided to any of the Director.

PROCEEDINGS:

The 12th Annual General Meeting of the members of the Company was held on **Monday, 30th day of September, 2024 at 4:00 PM** through video conference/other audio-visual means (VC/OAVM), in accordance with MCA and SEBI Circulars. Mr. Anuj Mundhra, Chairman & Managing Director of the Company, chaired the proceedings of the meeting. All other directors who attended the meeting, attended through deemed venue and through VC/OAVM.

Further, the Board has requested Ms. Gunjan Jain, Company Secretary & Compliance Officer to present the introductory remarks and thereafter requested her to call the meeting in order.

Ms. Gunjan Jain, Company Secretary & Compliance Officer of the Company, called the meeting in order as the requisite quorum was present. Ms. Gunjan Jain took up the meeting further and expressed her views over constant progress of the Company. Thereafter, Ms. Gunjan Jain progressed to introduced all the dignitaries duly representing the company through video conference. She further also acknowledges the leave of Absence of the Directors, who couldn't form part of the meeting due to their prior engagement.

She further requested, Mr. Anuj Mundhra, Chairman of the Meeting to express few words to the shareholders of the Company.

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Further, Mr. Anuj Mundhra, Chairman & Managing Director extended a very warm welcome to the shareholders, Board of Directors and invitees, then, gave his address to the members on the performance of the Company for the Financial year 2023-24 and the future outlook of the industry as well as the Company. A copy of the Chairman's statement, being part of the Annual Report 2023-24, delivered to Stock Exchange separately is also available on the Website of the Company.

The Notice Convening the 12th Annual General Meeting having been circulated to all the members was taken as read.

Since there was no qualification in the Independent Auditor's Report, the same was not required to be read as per the applicable provisions, therefore the Independent Auditor's Report was taken as read.

Thereafter the Company Secretary informed the members that pursuant to the provisions of the Companies Act, 2013 and the SEBI (Listing Obligations & Disclosure Requirements), Regulations, 2015, the Company has extended the remote e-voting facility to the members of the Company in respect of the resolutions to be passed at the meeting commenced at **Thursday, 27th September, 2024 at 10:00 AM IST and ended on Sunday, 30th September, 2024 at 5:00 PM IST.**

She further informed that the Company had appointed **Mrs. Manisha Godara of M/s Manisha Godara & Associates, Practicing Company Secretaries, New Delhi** as the Scrutinizers for the purpose of scrutinizing the process of remote e-voting and e-voting process at the AGM in a fair and transparent manner.

After that Company Secretary took a read of all the resolutions/agendas which was required to be passed with the approval of shareholders in the AGM.

Thereafter, following items of business were put to vote:

- To Receive, Consider and Adopt the Audited Financial Statements (including the consolidated financial statements) of the Company for the Financial year ended March 31, 2024 together with the reports of the Board of Directors and Auditors thereon;
- To Appoint a director in place of Mrs. Vandana Mundhra (DIN: 05202503), who retires by rotation and being eligible offers himself for re appointment;
- To appoint M/s. P C MODI & CO, Chartered Accountants, Jaipur as the Statutory Auditors of the Company and to fix their remuneration.
- To increase the overall maximum managerial remuneration limit of the company;
- Approval for Remuneration of Mr. Anuj Mundhra (DIN: 05202504), Managing Director of the Company
- Approval for Remuneration of Mrs. Vandana Mundhra (DIN: 05202403), Whole Time Director of the Company
- Approval for Remuneration of Mrs. Sunita Devi Mundhra (DIN: 05203015), Whole Time Director of the Company
- Approval of Transactions under Section 185 of the Companies Act, 2013.
- Approval of Related Party Transactions under Section 188 Of the Companies Act, 2013 and Clause 23 of the SEBI (Listing Obligations and Disclosure Requirements), Regulations, 2015
- Approval of Related Party Transactions under Section 188 Of the Companies Act, 2013 and Clause 23 of the SEBI (Listing Obligations and Disclosure Requirements), Regulations, 2015
- Approval of Related Party Transactions under Section 188 Of the Companies Act, 2013 and Clause 23 of the SEBI (Listing Obligations and Disclosure Requirements), Regulations, 2015

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Thereafter, it was informed by the Company Secretary that registered speakers were welcome to cast their question. Mr. Anuj Mundhra answered all the questions received from the registered speakers as well as questions that were recorded through webcast.

The Resolutions were then put for e-voting for all the members in the AGM.

Since, all the matters of agenda were discussed and there were no pending matter left, the 12th Annual General Meeting was concluded with a vote of thanks at -----.

The Shareholders were informed that the results of the remote e-voting and e-voting conducted during Annual General Meeting would be declared within two working days of the AGM.

The Chairman thanked the shareholders, bankers employees and auditors for their consistent support and having faith in Nandani Creation Limited.

You are requested to please take this on record and inform stakeholders accordingly.

**THANKING YOU
FOR NANDANI CREATION LIMITED**

**GUNJAN JAIN
COMPANY SECRETARY & COMPLIANCE OFFICER
M No.: A45068**

**Dated: 30.09.2024
PLACE: JAIPUR**

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