

KNL/SE/2023-24

20th September, 2023

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To,
National Stock Exchange of India Limited
Exchange Plaza, C-1, Block G
Bandra Kurla Complex, Bandra (E)
Mumbai – 400051
Symbol – KRITINUT

To,
BSE Limited
Phiroze Jeejeebhoy Towers,
Dalal Street
Mumbai 400001
BSE Scrip ID: KRITINUT BSE CODE: 533210

Subject: Submission of the Minutes of the 27th Annual General Meeting of the Company held on Monday, 28th August, 2023

Dear Sir/Madam,

Pursuant to the SEBI (LODR) Regulations, 2015, we are pleased to submit the Minutes of the 27th Annual General Meeting of Kriti Nutrients Ltd., held on Monday, 28th August, 2023 at 4:30 P.M. (IST) and concluded at 04:48 P.M. (IST) through Video Conferencing (VC) or Other Audio Video Means (OAVM) for which purposes the corporate office of the company situated at **8th Floor, Brilliant Sapphire Plot No.10, PSP, IDA, Scheme No.78, Part II, Indore (M.P.) 452010**, shall be deemed as the venue for the Meeting.

You are requested to please take on record the above said document for your reference and further needful.

Thanking You.

Yours Faithfully,
For, **KRITI NUTRIENTS LIMITED.**

RAJ KUMAR BHAWSAR
COMPANY SECRETARY &
COMPLIANCE OFFICER

Encl: a/a

Kriti Nutrients Ltd.

Corporate office:
Brilliant Sapphire, 801-804, 8th Floor, Plot No. 10,
Sch. 78-II, Vijay Nagar, Indore – 452 010 (M.P) INDIA

Registered Office:
Mehta Chamber, 34 Siyaganj,
Indore - 452007 (M.P) INDIA

Factory:
Industrial Area No. 3, AB Road,
Dewas (MP) INDIA

Tel.: +91-731-271 9100
E-mail: info@kritiindia.com
CIN: L24132MP1996PLC011245

HELD AT ON TIME

Kriti Nutrients Limited

CIN: L24132MP1996PLC011245

Regd. Off.: Mehta Chambers, 34 Siyaganj, Indore – 452007 (M.P.)

MINUTES OF TWENTY SEVENTH ANNUAL GENERAL MEETING OF THE MEMBERS OF THE COMPANY

Held on	:	Monday, the 28 th August, 2023	
At	:	4.30 P.M. through Video Conferencing (VC) or Other Audio Visual Means (OAVM) at deemed venue at Brilliant Sapphire, 801-804, 8th Floor, Plot No.10, Sch.78-II, Vijay Nagar, Indore – 452010 (M.P)	
In presence	:	Shri Shiv Singh Mehta	: Chairman and Managing Director – Member - Chairman of the meeting
		Smt. Purnima Mehta	: Director – Member - Chairperson of Corporate Social Responsibility Committee and Stakeholders' Relationship Committee
		Shri Saurabh Singh Mehta	: Whole Time Director - Member
		Shri Manoj Fadnis	: Independent Director - Chairman of Audit Committee, and Nomination and Remuneration Committee
		Shri Chandrasekharan Bhaskar	: Independent Director
		Shri Rakesh Kalra	: Independent Director
		Shri Raj Kumar Bhawsar	: Company Secretary - Member
In attendance	:	Shri Nitin Bandi	: Statutory Auditor (M/s M. Mehta & Co., Chartered Accountants)
		Shri Ishan Jain	: Scrutinizer (M/s Ishan Jain & Co., Company Secretaries)
		Shri Ajit Jain	: Secretarial Auditor (M/s Ajit Jain & Co., Company Secretaries)

NUMBER OF MEMBERS AS ON THE CUT-OFF DATE AND REQUIREMENT OF QUORUM FOR THE AGM

As per records made available by Ankit Consultancy Pvt. Ltd., the Share Transfer Agent, the total No. of Members on the Cut-off date i.e. 21st August, 2023, was 20309 Members who were entitled to attend and vote at the 27th Annual General Meeting (AGM), out of them total 66 Members were present through VC as per the attendance Register and minimum 30 members were required to constitute the valid quorum for the 27th AGM.

CHAIRMAN OF THE MEETING

Shri Shiv Singh Mehta, Chairman and Managing Director of the Company, presided over the meeting.

PROCEEDINGS OF THE 27TH ANNUAL GENERAL MEETING

CHAIRMAN'S INITIALS	
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HELD AT ON TIME

WELCOME ADDRESS AND INTRODUCTION OF DIRECTORS, EXECUTIVES AND INVITEES PRESENT THROUGH VC/OAVM

Shri Raj Kumar Bhawsar, Company Secretary, on behalf of the Company, extended a very warm welcome to the Members at the 27th AGM and introduced the Directors, Executives and Invitees present through VC/OAVM. He set out the general instructions for members to participate and vote at the AGM and informed that in accordance with the circulars issued by the Ministry of Corporate Affairs and Securities and Exchange Board of India this meeting is being held through Video Conferencing without any physical presence of the members, at a common place. Required quorum was confirmed to be present in the meeting through video conferencing and therefore, He called the meeting to order.

Shri Bhawsar also informed that:

1. In pursuance to the Circulars issued, the Company has e-mailed the Notice for convening today's meeting along with agenda and resolutions along with the annual accounts, Audit Report for year ended 31st March, 2023 to only those Shareholders, whose e-mail address were registered with the Company or Ankit Consultancy Private Limited, the Registrar and Share Transfer Agent or the depository;
2. Statutory Registers including "Register of Directors and Key Managerial Personnel and their Shareholding" and "Register of Contracts or Arrangement in which Directors are interested" are available electronically for inspection by the members during the AGM;
3. Since the AGM is being held through video conferencing, the facility for appointment of proxies by the members was not applicable and hence the proxy register for inspection was not available;
4. Qualifications, reservation, adverse remark or disclaimer in the Auditor's Report and Secretarial Audit Report read along with Notes to the Accounts and Board's Report they are *all self-explanatory and we believe all of you have gone through themselves.

Shri Bhawsar then requested the Chairman to address to the members.

CHAIRMAN'S SPEECH

Shri Shiv Singh Mehta, Chairman extended a warm welcome to all the Members, Auditor, Scrutinizer, and Special Invitees present at the 27th Annual General Meeting of the Company.

Shri Shiv Singh Mehta delivered Chairman's Speech, inter alia, covering following:

1. Brief about business of the Company and outlook, general operations;
2. Performance of the Company in Financial Year 2022-23.

The Chairman affirmed his satisfaction and did cause to record his satisfaction with the efforts made by the Company to enable the members to participate and vote on the items being considered in the meeting.

The Chairman then handed over the proceedings to Shri Raj Kumar Bhawsar, Company Secretary of the Company to proceed on his behalf.

CHAIRMAN'S INITIALS	
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HELD AT ON TIME

FORMAL BUSINESS OF THE MEETING

Shri Raj Kumar Bhawsar – Company Secretary then proceeded with the formal business of the meeting. He informed the Members that:

1. The Notice convening the AGM has already been circulated to all the members, with the permission of the Members took the Notice meeting as read. There were Five Ordinary and Two Special resolutions to transact at the meeting.
2. The Company has provided the facility to cast the votes electronically, on all resolutions set forth in the Notice. Members who have not cast their votes through remote e-voting and who are participating in this meeting are having an opportunity to cast their votes during the meeting through the e-voting system provided by CDSL.
3. The remote e-voting period for the 27th AGM commenced on Friday, 25th August, 2023 from 9.00 A.M. and it ended on Sunday that is 27th August, 2023 at 5.00 P.M.
4. Shri Ishan Jain, Practicing Company Secretary ('PCS') was appointed as Scrutiniser for scrutinising the remote e-voting process as well as voting system for at this meeting. The results of the e-voting at this AGM will be declared on receipt of Scrutiniser's Report and the same shall be placed on Company's website, BSE Limited (BSE) and National Stock Exchange of India (NSE) website and on the website of Central Depository Services (India) Limited within 2 working days of conclusion of the Annual General Meeting.
5. Pursuant to the provisions of Section 107 read with Section 108 of the Companies Act, 2013, there was no voting by show of hands at the Annual General Meeting.

Shri Raj Kumar Bhawsar then invited the registered speaker member to speak at the AGM. Speaker member expressed his views.

Shri Shiv Singh Mehta – Chairman and Managing Director then satisfactorily replied to the queries of the member at the AGM.

Shri Raj Kumar Bhawsar further informed the members that voting on the CDSL platform would continue for another 15 minutes to enable the members to cast their votes.

Shri Bhawsar thanked all the members for participating in the meeting through video conferencing and then declared the meeting be closed at **4:48 P.M.**

Place: Indore

Date: 20/09/2023


Shiv Singh Mehta
 Chairman of the 27th Annual General Meeting
 DIN:00023523

CHAIRMAN'S INITIALS	
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HELD AT ON TIME

Consolidated results of remote e-voting and e-voting during AGM on the items of ordinary and special businesses at the 27th Annual General Meeting of Kriti Nutrients Limited held on 28th August, 2023.

As per the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended by the Companies (Management and Administration) Amendment Rules, 2015 and Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, all Members as on the cut-off date i.e. Monday, 21st August, 2023, were provided with the facility to cast their votes electronically through the remote e-voting services provided by Central Depository Services Limited (CDSL) on all the resolutions set forth in the Notice of 27th Annual General Meeting.

The remote e-voting portal remained open for voting from 9.00 a.m. Friday, 25th August, 2023 to 5.00 p.m. Sunday, 27th August, 2023 and was disabled by CDSL for voting thereafter.

Facility for e-voting during AGM was made available to the Members, who had not cast their vote by remote e-voting.

The Board of Directors had appointed Shri Ishan Jain, Practicing Company Secretary ('PCS'), as Scrutiniser for scrutinising the voting process in a fair and transparent manner as stipulated under the Companies (Management and Administration) Rules, 2014 as amended by the Companies (Management and Administration) Amendment Rules, 2015.

The Scrutiniser had carried out the scrutiny of all the e-votes received upto the closing of remote e-voting period and the e-voting during the 27th Annual General Meeting.

The Consolidated Results as per the Scrutiniser's Report dated 29th August, 2023 are as follows:

Reso- lution No.	Particulars	Particulars of votes cast			
		Remote e-voting + E-Voting at AGM			
		Votes cast in favour		Votes cast against	
		Number	%	Number	%
1	Ordinary Resolution: - Adoption of the Audited Financial Statements containing the Balance Sheet as at 31 st March, 2023, the Statement of Profit & Loss, Statement of Cash Flow, Change in Equity and notes thereto of the Company for the financial year ended 31 st March, 2023 and the reports of the Board of Directors and Auditors there on as on that date.	36746084	100.0000	-	-
2	Ordinary Resolution: - Declaration of dividend @ Rs. 0.25 (25%) on 5,01,03,520 Equity Share of Re. 1/- each for the Financial Year ended 31 st March, 2023	36746084	100.0000	-	-

CHAIRMAN'S
INITIALS




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3	Ordinary Resolution: - Appointment of Mr. Saurabh Singh Mehta (DIN: 00023591) who retires by rotation at this Annual General Meeting and being eligible offers himself for re-appointment	36745940	99.9996	144	0.0004
4	Ordinary Resolution: - Ratification of the remuneration payable to the Cost Auditors, Mr. S.P.S. Dangi, Cost Accountant, Indore for the year 2023-24.	36746082	100.0000	2	0.0000
5	Ordinary Resolution:- Approval of the transactions/contracts/ arrangements with related parties under Regulation 23 of the SEBI (LODR) Regulations, 2015.	3342481	100.0000	-	-
6.	Special Resolution:- Approval of the payment of remuneration to the Executive Director under Regulation 17(6)(e) of the SEBI (LODR) Regulations, 2015	36746084	100.0000	-	-
7.	Special Resolution:- Confirmation of re-appointment of Mr. Chandrasekharan Bhaskar (DIN: 00003343) as an Independent Director	36746084	100.0000	-	-

On the basis of Scrutiniser's Report dated 29th August, 2023 all the resolutions for ordinary and special businesses as set out at item nos. 1 to 7 of the Notice of 27th Annual General Meeting of the Company had been duly passed by the members with requisite majority and accordingly all the resolutions were declared as passed on 28th August, 2023 which is the date of the 27th Annual General Meeting.

Place: Indore

Date: 20/08/2023


Shiv Singh Mehta
Chairman of the 27th Annual General Meeting
DIN:00023523

CHAIRMAN'S
INITIALS

HELD AT ON TIME

RESOLUTIONS PASSED BY THE MEMBERS RECORDED HEREUNDER AS PART OF THE MINUTES OF THE 27TH ANNUAL GENERAL MEETING HELD ON MONDAY, 28TH AUGUST, 2023:

A. ORDINARY BUSINESS:

ITEM NO.1: ORDINARY RESOLUTION:- TO CONSIDER AND ADOPT THE AUDITED FINANCIAL STATEMENTS CONTAINING THE BALANCE SHEET AS AT 31ST MARCH, 2023, THE STATEMENT OF PROFIT & LOSS, STATEMENT OF CASH FLOW, CHANGE IN EQUITY AND NOTES THERETO OF THE COMPANY FOR THE FINANCIAL YEAR ENDED 31ST MARCH 2023 AND THE REPORTS OF THE BOARD OF DIRECTORS AND AUDITORS THEREON AS ON THAT DATE.

"**RESOLVED THAT** the Audited Financial Statements for the financial year ended 31st March, 2023 and the Reports of the Directors', and Auditor's thereon laid before this meeting be and are hereby considered and adopted. "

The Results of the Voting were as under:

Resolution required: (Ordinary/ Special)			<i>Ordinary</i>					
Whether promoter/ promoter group are interested in the agenda/resolution?			<i>No</i>					
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares= [(2)/(1)]*100	No. of Votes – in favour	No. of Votes – against	% of Votes in favour on votes polled [(4)/(2)]*100	% of Votes against on votes polled [(5)/(2)]*100
		(1)	(2)	(3)	(4)	(5)	(6)	(7)
Promoter and Promoter Group	E-Voting	33400369	33398369	99.9940	33398369	0	100.0000	0
	Poll		0	0	0	0	0	0
	Postal Ballot		0	0	0	0	0	0
	Total		33400369	33398369	99.9940	33398369	0	100.0000
Public Institutions	E-Voting	1600	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot		0	0	0	0	0	0
	Total		1600	0	0	0	0	0
Public Non Institutions	E-Voting	16701551	3347715	20.0443	3347715	0	100.0000	0
	Poll		0	0	0	0	0	0
	Postal Ballot		0	0	0	0	0	0
	Total		16701551	3347715	20.0443	3347715	0	100.0000
Total		50103520	36746084	73.3403	36746084	0	100.0000	0

On the basis of the above-mentioned voting results the Chairman declared that Resolution No. 1 was passed by **UNANIMOUS MAJORITY AS AN ORDINARY RESOLUTION.**

ITEM NO. 2: ORDINARY RESOLUTION: - TO CONSIDER AND DECLARE DIVIDEND ON THE 5,01,03,520 EQUITY SHARES OF RE.1/- EACH FOR THE FINANCIAL YEAR ENDED 31ST MARCH, 2023.

"**RESOLVED THAT** a dividend at the rate of Rs. 0.25/-per equity shares of Rs. 1 each fully paid up of the Company be and is hereby declared for the financial year ended 31st March, 2023 & the same be paid to the shareholders of the Company whose names appear on the Register of Member as on the record date i.e. 21st August, 2023, out of the profits of the Company for the financial year ended 31st March, 2023."

CHAIRMAN'S INITIALS



HELD AT ON TIME

The Results of the Voting were as under:

Resolution required: (Ordinary/ Special)			Ordinary					
Whether promoter/ promoter group are interested in the agenda/resolution?			No					
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares= $[(2)/(1)]*100$	No. of Votes – in favour	No. of Votes – against	% of Votes in favour on votes polled $[(4)/(2)]*100$	% of Votes against on votes polled $[(5)/(2)]*100$
		(1)	(2)	(3)	(4)	(5)	(6)	(7)
Promoter and Promoter Group	E-Voting	33400369	33398369	99.9940	33398369	0	100.0000	0
	Poll		0	0	0	0	0	0
	Postal Ballot		0	0	0	0	0	0
	Total		33400369	33398369	99.9940	33398369	0	100.0000
Public Institutions	E-Voting	1600	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot		0	0	0	0	0	0
	Total		1600	0	0	0	0	0
Public Non Institutions	E-Voting	16701551	3347715	20.0443	3347715	0	100.0000	0
	Poll		0	0	0	0	0	0
	Postal Ballot		0	0	0	0	0	0
	Total		16701551	3347715	20.0443	3347715	0	100.0000
Total		50103520	36746084	73.3403	36746084	0	100.0000	0

On the basis of the above-mentioned voting results the Chairman declared that Resolution No. 2 was passed by **UNANIMOUS MAJORITY AS AN ORDINARY RESOLUTION.**

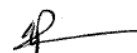
ITEM NO. 3: ORDINARY RESOLUTION: - TO APPOINT A DIRECTOR IN PLACE OF MR. SAURABH SINGH MEHTA (DIN:00023591) WHO RETIRES BY ROTATION AT THIS ANNUAL GENERAL MEETING AND BEING ELIGIBLE OFFERS HIMSELF FOR RE-APPOINTMENT.

"**RESOLVED THAT**, pursuant to the provisions of Section 152 of the Companies Act, 2013, Mr. Saurabh Singh Mehta (DIN:00023591), Director of the Company who retires by rotation at this meeting, be and is hereby re-appointed as Director of the Company, liable to retire by rotation. "

The Results of the Voting were as under:

Resolution required: (Ordinary/ Special)			Ordinary					
Whether promoter/ promoter group are interested in the agenda/resolution?			No					
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares= $[(2)/(1)]*100$	No. of Votes – in favour	No. of Votes – against	% of Votes in favour on votes polled $[(4)/(2)]*100$	% of Votes against on votes polled $[(5)/(2)]*100$
		(1)	(2)	(3)	(4)	(5)	(6)	(7)
Promoter and Promoter Group	E-Voting	33400369	33398369	99.9940	33398369	0	100.0000	0
	Poll		0	0	0	0	0	0
	Postal Ballot		0	0	0	0	0	0
	Total		33400369	33398369	99.9940	33398369	0	100.0000
Public Institutions	E-Voting	1600	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot		0	0	0	0	0	0
	Total		1600	0	0	0	0	0
Public	E-Voting		3347715	20.0443	3347571	144	99.9957	0.0043

CHAIRMAN'S INITIALS



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Non Institutions	Poll	16701551	0	0	0	0	0	0
	Postal Ballot		0	0	0	0	0	0
	Total	16701551	3347715	20.0443	3347571	144	99.9957	0.0043
Total		50103520	36746084	73.3403	36745940	144	99.9996	0.0004

On the basis of the above-mentioned voting results the Chairman declared that Resolution No. 3 was passed by **REQUISITE MAJORITY AS AN ORDINARY RESOLUTION.**

B. SPECIAL BUSINESS

ITEM NO. 4: ORDINARY RESOLUTION: - TO RATIFY THE REMUNERATION PAYABLE TO THE COST AUDITOR, MR. S.P.S. DANGI, COST ACCOUNTANT, INDORE FOR THE YEAR 2023-24.

“RESOLVED THAT pursuant to the provisions of Section 148 and all other applicable provisions of the Companies Act, 2013 read with the Companies (Audit and Auditors) Rules, 2014 (including any statutory modification(s) or reenactment(s) thereof, for the time being in force), the Members of the Company be and hereby ratify the payment of remuneration of Rs.35,000 (Rupees Thirty Five Thousand Only), plus applicable taxes and reimbursement of out of pocket expenses at actuals, if any to Mr. S.P.S Dangi, Cost Accountant, (Registration No. 100004) as appointed by the Board of Directors on the recommendation of the Audit Committee of the Board, as Cost Auditor to conduct the audit of the Cost Records for the Financial Year ending 31st March, 2024.

RESOLVED FURTHER THAT the Board of Directors of the Company be and is hereby authorized to do all acts and take all such steps as may be necessary, proper or expedient to give effect to this resolution”.

The Results of the Voting were as under:

Resolution required: (Ordinary/ Special)			<i>Ordinary</i>					
Whether promoter/ promoter group are interested in the agenda/resolution?			<i>No</i>					
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares= $\frac{(2)}{(1)} * 100$	No. of Votes – in favour	No. of Votes – against	% of Votes in favour on votes polled $\frac{[(4)/(2)] * 100}{(6)}$	% of Votes against on votes polled $\frac{[(5)/(2)] * 100}{(7)}$
		(1)	(2)	(3)	(4)	(5)	(6)	(7)
Promoter and Promoter Group	E-Voting	33400369	33398369	99.9940	33398369	0	100.0000	0
	Poll		0	0	0	0	0	0
	Postal Ballot		0	0	0	0	0	0
	Total		33400369	33398369	99.9940	33398369	0	100.0000
Public Institutions	E-Voting	1600	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot		0	0	0	0	0	0
	Total		1600	0	0	0	0	0
Public Non Institutions	E-Voting	16701551	3347715	20.0443	33477713	2	99.9999	0.0001
	Poll		0	0	0	0	0	0
	Postal Ballot		0	0	0	0	0	0
	Total		16701551	3347715	20.0443	33477713	2	99.9999
Total		50103520	36746084	73.3403	36746082	2	100.0000	0.0000

On the basis of the above-mentioned voting results the Chairman declared that Resolution No. 4 was passed by **REQUISITE MAJORITY AS AN ORDINARY RESOLUTION.**

CHAIRMAN'S
INITIALS



HELD AT ON TIME

ITEM NO. 5: ORDINARY RESOLUTION:- TO APPROVE THE TRANSACTIONS/ CONTRACTS/ARRANGEMENTS WITH RELATED PARTIES UNDER REGULATION 23 OF THE SEBI (LODR) REGULATIONS, 2015.

“RESOLVED THAT pursuant to the provisions of Regulation 23 of the SEBI (LODR) Regulations, 2015 (“SEBI Listing Regulations”) and SEBI Circular No. SEBI/HO/CFD/CMD1/CIR/P/2021/662 dated November 22, 2021 read with the provisions of section 188 and 185 of the Companies Act, 2013 and other applicable provisions, if any, (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force) and the Company’s policy on Related Party Transactions, consent of the members of the company be and is hereby accorded to enter into transactions/ contracts / arrangement, in the ordinary course of its business and on arm’s length basis, for purchase, sale or deal in the products, goods, stock in trade, Transfer of Resources including receiving/ providing loans and advances or such other transactions, on such terms and conditions as may be mutually agreed upon between the company and all related party for an aggregate amount upto **Rs. 100 Crores (Rupees One Hundred Crore only)** in each financial year;

RESOLVED FURTHER THAT the Board of Directors of the company, jointly and/or severally, be and is hereby authorized to do or cause to be done all such acts, deeds and things, settle any queries, difficulties, doubts that may arise with regard to any transaction with the related party, finalize the terms and conditions as may be considered necessary, expedient or desirable and execute such agreements, documents and writings and to make such filings as may be necessary or desirable, in order to give effect to this Resolution in the interest of the company.”

The Results of the Voting were as under:

Resolution required: (Ordinary/ Special)			<i>Ordinary</i>					
Whether promoter/ promoter group are interested in the agenda/resolution?			<i>Yes</i>					
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares=[(2)/(1)]* 100 (3)	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled [(4)/(2)]* 100 (6)	% of Votes against on votes polled [(5)/(2)] *100 (7)
Promoter and Promoter Group	E-Voting	33400369	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot		0	0	0	0	0	0
	Total		33400369	0	0	0	0	0
Public Institutions	E-Voting	1600	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot		0	0	0	0	0	0
	Total		1600	0	0	0	0	0
Public Non Institutions	E-Voting	16701551	3342481	20.0130	3342481	0	100.0000	0
	Poll		0	0	0	0	0	0
	Postal Ballot		0	0	0	0	0	0
	Total		16701551	3342481	20.0130	3342481	0	100.0000
Total		50103520	3342481	6.6712	3342481	0	100.0000	0.0000

CHAIRMAN'S
INITIALS



HELD AT ON TIME

On the basis of the above-mentioned voting results the Chairman declared that Resolution No. 5 was passed by **UNANIMOUS MAJORITY AS AN ORDINARY RESOLUTION.**

ITEM NO. 6: SPECIAL RESOLUTION:- TO APPROVE THE PAYMENT OF REMUNERATION TO THE EXECUTIVE DIRECTOR UNDER REGULATION 17(6)(E) OF THE SEBI (LODR) REGULATIONS, 2015.

“**RESOLVED THAT** pursuant to Regulation 17(6)(e) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with the applicable provisions of the Companies Act, 2013 and as per the recommendation of the Nomination & Remuneration Committee and the Board of Directors of the company, the consent of the members be and is hereby accorded to the continuation of payment of remuneration, as per existing terms and conditions as approved by the shareholders at the Annual General Meeting held on 07.08.2021, to Mr. Saurabh Singh Mehta, Whole-time Director, who belongs to Promoter Group, from 01.08.2022 upto 31.07.2027, notwithstanding that the aggregate annual remuneration exceeds 5% (Five per cent) of the net profits of the company calculated as per the provisions of Section 198 of the Companies Act, 2013;

RESOLVED FURTHER THAT the Board of Directors be and is hereby authorised to take all steps as maybe necessary, proper and expedient to give effect to the foregoing Resolution.”

The Results of the Voting were as under:

Resolution required: (Ordinary/ Special)			<i>Special</i>					
Whether promoter/ promoter group are interested in the agenda/resolution?			<i>No</i>					
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares=[(2)/(1)]* 100 (3)	No. of Votes – in favour	No. of Votes – against	% of Votes in favour on votes polled [(4)/(2)]* 100 (6)	% of Votes against on votes polled [(5)/(2)] *100 (7)
		(1)	(2)		(4)	(5)	(6)	(7)
Promoter and Promoter Group	E-Voting	33400369	33398369	99.9940	33398369	0	100.0000	0
	Poll		0	0	0	0	0	0
	Postal Ballot		0	0	0	0	0	0
	Total		33400369	33398369	99.9940	33398369	0	100.0000
Public Institutions	E-Voting	1600	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot		0	0	0	0	0	0
	Total		1600	0	0	0	0	0
Public Non Institutions	E-Voting	16701551	3347715	20.0443	3347715	0	100.0000	0
	Poll		0	0	0	0	0	0
	Postal Ballot		0	0	0	0	0	0
	Total		16701551	3347715	20.0443	3347715	0	100.0000
Total		50103520	36746084	73.3403	36746084	0	100.0000	0

On the basis of the above-mentioned voting results the Chairman declared that Resolution No. 6 was passed by **UNANIMOUS MAJORITY AS A SPECIAL RESOLUTION.**

CHAIRMAN'S
INITIALS



HELD AT ON TIME

ITEM NO. 7: SPECIAL RESOLUTION:- TO CONFIRM THE RE-APPOINTMENT OF MR. CHANDRASEKHARAN BHASKAR (DIN: 00003343) AS AN INDEPENDENT DIRECTOR.

“RESOLVED THAT pursuant to the provisions of Sections 149, 150, 152 read with Schedule IV and all other applicable provisions of the Companies Act, 2013 and the Companies (Appointment and Qualification of Directors) Rules, 2015 read with Schedule IV of the Companies Act, 2013 and the provisions of the SEBI (LODR) Regulations, 2015 (including any statutory modification(s) or re-enactment thereof for the time being in force), **Mr. Chandrasekharan Bhaskar** (DIN: 00003343), whose first term of 5 years is upto 15th May, 2024 as an Independent Director, and a declaration has been received from him confirming that he meets the criteria for independence as provided in Section 149(6) of the Companies Act, 2013 and the SEBI (LODR) Regulations, 2015, be and is hereby re-appointed as an Independent Director of the Company to hold office for a second term of 5 (Five) Consecutive Years w.e.f. 16th May, 2024 till 15th May, 2029 and his office shall not be liable to retire by rotation.

RESOLVED FURTHER THAT the Board of Directors be and is hereby authorised to take all steps as maybe necessary, proper and expedient to give effect to the foregoing Resolution.”

The Results of the Voting were as under:

Resolution required: (Ordinary/ Special)			<i>Special</i>					
Whether promoter/ promoter group are interested in the agenda/resolution?			<i>No</i>					
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares=[(2)/(1)]* 100 (3)	No. of Votes – in favour	No. of Votes – against	% of Votes in favour on votes polled [(4)/(2)]* 100 (6)	% of Votes against on votes polled [(5)/(2)] *100 (7)
		(1)	(2)		(4)	(5)	(6)	(7)
Promoter and Promoter Group	E-Voting	33400369	33398369	99.9940	33398369	0	100.0000	0
	Poll		0	0	0	0	0	0
	Postal Ballot		0	0	0	0	0	0
	Total		33400369	33398369	99.9940	33398369	0	100.0000
Public Institutions	E-Voting	1600	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot		0	0	0	0	0	0
	Total		1600	0	0	0	0	0
Public Non Institutions	E-Voting	16701551	3347715	20.0443	3347715	0	100.0000	0
	Poll		0	0	0	0	0	0
	Postal Ballot		0	0	0	0	0	0
	Total		16701551	3347715	20.0443	3347715	0	100.0000
Total		50103520	36746084	73.3403	36746084	0	100.0000	0

On the basis of the above-mentioned voting results the Chairman declared that Resolution No. 7 was passed by **UNANIMOUS MAJORITY AS A SPECIAL RESOLUTION.**

CHAIRMAN'S
INITIALS



HELD AT ON TIME

VOTE OF THANKS:

Being no other business, the Chairman thanks to all the members and Board members and invites for participating in the meeting and declared that the meeting is concluded.



Place: Indore
Date: 20/09/2023

Shiv Singh Mehta
Chairman of the 27th Annual General Meeting
DIN:00023523

CHAIRMAN'S INITIALS	
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