The Bombay Stock Exchange Ltd. **September 25th, 2023**
Corporate Relationship Department
1st Floor, New Trading Ring, Ratunda Bldg.,
Phiroze Jeejeebhoy Towers
Dalal Street, Mumbai - 400 001

BSE Security Code: 526739

Sub: Outcome/Proceedings of the 62nd Annual General Meeting

Ref: Regulation 30 read with Schedule III of SEBI (LODR) Regulations, 2015.

Date, time and venue of the meeting:
The 62nd Annual General Meeting of Narmada Gelatines Ltd. was held on Monday, 25th September, 2023 at Hotel Narmada Jacksons, South civil lines, Jabalpur at 12:00 noon.

The Company Secretary welcomed the Members.

Mr. Ashok K Kapur, Managing Director introduced Mr. S. Annamalai, Chairman of the Board and requested him to take the Chair of the Meeting as per Article no. 76 of the Article of Association of the Company. Mr. S. Annamalai, Chairman took the chair. He introduced the shareholders to the members seated on the Dias.

Total number of Members present in the meeting in person were 33 and Proxies 4.

The Chairman announced that the company had received resolutions under section 113 of the Companies Act, 2013 from M/s Pioneer Jellice India Pvt. Ltd, holding in aggregate 25,83,419 Equity shares in the Company's paid-up share capital represented by Mr. S. Annamalai and Ashok Matches and Timber Industries Pvt. Ltd., holding in aggregate 21,13,870 Equity shares in the Company's paid-up share capital represented by Mr. Mahesh Verma. The Chairman declared the requisite quorum was present at the meeting.

The requisite quorum being present Mr. S. Annamalai, Chairman of the Meeting called the meeting to order. He then welcomed the Members to the Annual General Meeting of the Company.

Statutory registers and other necessary documents were kept open for inspection by members at the meeting.

Chairman's Speech:

The Chairman addressed the shareholder and gave an overview of the financial performance of the Company for the year ended 31st March 2023. He also briefed the members about the working of the company and company's achievements during the year 2022-23. Transfer of shares by Alfamont (Mauritius) Limited - Promoters and Holding Company to Pioneer Jellice India Private Limited and Ashok Matches and Timber Industries Private Ltd. He further informed the member about the areas of operation of the new promoter companies and induction of new members on the Board of the Company.

On behalf of the new Board he extended thanks to the Jumbo group and its Directors for successfully managing the company so far and expressed gratitude for the contribution made by earlier Directors Mr. Prakash M. Nene, Mr. Ravindra K Raje, Mrs. Drushti R Desai and Mr. Gaurang Shah during their respective tenure.

He also appraised the members on dividend history, the gelatin market, the future outlook, risk and concerns and emphasized on the fact that CSR activities are conducted by the company during the financial year ended 31st March 2023 as required by the law.

Notice:

The Chairman, with the concurrence of the members present, marked the Notice of the Meeting together with the financial statements and Board report and annexure forming part thereto were taken as read.

Auditors' Report :

The members were informed that the Auditor's report on Annual accounts of the Company for financial year ended March 31, 2023 did not contain any qualifications, observations or comments on the financial transactions or matters, which have any adverse effect on the functioning of the Company and consequently did not required Directors comments thereon. The Auditor's report was taken as read.

Thereafter, members were invited (other than proxies) to ask questions to the Board of Directors or to make their comments, give suggestions and seek clarifications, if any, on the Agenda Items set out in the Notice of 62nd Annual General Meeting. The directors replied all the queries and noted all the suggestions given by the members present.

E-voting & Polling:

The Chairman informed the members that pursuant to provisions of section 108 of the Companies Act, 2013 and relevant rules framed thereunder, the Company had extended e-voting facility to the Members through Central Depository Services Limited (CDSL) in respect of Ordinary and Special business transacted at the AGM and that e-voting had commenced on 22nd September, 2023 (at 9:00 am) and ended on 24th September, 2023 (at 5:00 pm) and that Mr. Asim Kumar Chattopadhyay, Practicing Company Secretary had been appointed by the Board for scrutinizing the remote e-voting process.

The members were also informed that in line with the requirements under the Companies act, 2013, the voting at AGM would be conducted by poll through physical polling papers and members/ proxies present in AGM could exercise their voting right on all the resolutions of Ordinary and Special business set out in the item number 1 to 7.

Scrutinizer:

It was informed that Mr. Tapan Badkul, Practicing Cost Accountant had been appointed as the scrutinizer to scrutinize the Poll process and report thereon in the prescribed manner. Further, the results of Poll voting were clubbed with the results of remote e-voting and combined votes for or against each resolution was determined and the consolidated results were declared at the Annual General Meeting.

Conduct of Poll:

Mr. Tapan Badkul, Scrutinizer appointed for the Poll, conducted the Poll. The Members and proxies present casted their votes and the Scrutinizer took custody of the Polling Boxes.

The following items of Ordinary and Special Business as set out in the Notice calling the meeting were put for shareholders' approval:

Ordinary Business:

(i) Ordinary Resolution for adoption of Audited Financial Statements of the Company for the year ended 31st March, 2023 and the Reports of the Board of Directors and Auditors thereon

(ii) Ordinary Resolution for confirmation of Interim dividend and consider the same as final dividend for the financial year ended 31st March, 2023

Special Business:

(iii) Special Resolution for re-appointment of Mr. Ashok K. Kapur (DIN - 00126807) as the Managing Director of the Company

(iv) Special Resolution for appointment of Mr. S. Annamalai (DIN -00001381) as director of the Company

(v) Special Resolution for appointment of Mr. S. Maheswaran (DIN: 00143046) as director of the Company

(vi) Special Resolution for appointment of Mr. B. Vijayadurai (DIN - 07403509) as an independent director

(vii) Special Resolution for appointment of Mrs. Manimegalai Thangamani (DIN: 10234123) as an independent director

Members present who had not casted their votes through remote e-voting casted their votes. All the resolutions set out in the Notice of Annual General Meeting were passed unanimously as per the report of the scrutinizer submitted on 25th September, 2023.

On completion of the voting and scrutinizing process, Mr. Ashok K Kapur declared the results of voting to the shareholders.

The Meeting was concluded by Mr. Mahesh Verma (CFO) by delivering vote of thanks at 1:30 p.m.

You are requested to take the same on your records.

Thanking You,

For **Narmada Gelatines Limited**

MEENU SHARMA

Digitally signed by MEENU SHARMA
Date: 2023.09.25 16:49:56 +05'30'

Meenu Sharma
Company Secretary