BAMBINO AGRO INDUSTRIES LIMITED

07th January, 2022

To,
BSE Limited
Phiroze Jeejeebhoy Towers,
Dalal Street, Fort,
Mumbai - 400001

Scrip Code: 519295

Dear Sir/Madam,

Sub: Submission of Minutes of the 38th Annual General Meeting of the Company held on 29th December, 2021

With reference to the above mentioned subject, we are herewith enclosing the copy of the Minutes of 38th Annual General Meeting of the Company held on 29th December 2021 through Video Conferencing / Other Audio-Visual Means.

Kindly take the same on record and display the same on the website of your exchange.

Yours Faithfully,

For Bambino Agro Industries Limited

Ritu Tiwary
Company Secretary

BAMBINO AGRO INDUSTRIES LTD.
2F, Surya Towers, S.P. Road, Sec'bad-3.

WE BRING HEALTH, TASTE AND CONVENIENCE TO LIFE

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MINUTES OF 38TH ANNUAL GENERAL MEETING OF BAMBINO AGRO INDUSTRIES LIMITED HELD ON WEDNESDAY THE 29TH DAY OF DECEMBER 2021 AT 09.45 A.M. AT THE REGISTERED OFFICE OF THE COMPANY AT 4E, SURYA TOWERS, S.P.ROAD, SECUNDERABAD-500003, TELANGANA THROUGH VIDEO CONFERENCING ("VC") / OTHER AUDIO-VISUAL MEANS ("OAVM"), AND CONCLUDED AT 10:38 A.M.

Directors present through Video Conference:

Name	Designation	Location
Ms. Shirisha Myadam (DIN: 07906214) **Chairperson of the Meeting**	Chairman & Managing Director of the Company, also as a shareholder of the Company, as Member of Audit Committee and Stakeholders' Relationship Committee of the Company	Meeting Venue - Registered Office
Mr. S S N Murthy (DIN: 08189713)	Executive Director and also as a shareholder of the Company	Meeting Venue - Registered Office
Dr. S. Venkataraman (DIN: 03623630)	Non-Executive Independent Director of the Company, also as a Chairman of Nomination and Remuneration Committee & Stakeholders' Relationship Committee and as a Member of Audit Committee of the Company	Chennai
Dr. Lalitha Ramakrishna Gowda (DIN: 06974406)	Non-Executive Independent Director of the Company, also as a Chairman of Corporate Social Responsibility Committee and as a Member of Audit Committee & Nomination and Remuneration Committee of the Company	Mysore
Mr. Vyasabhattu Ramchander (DIN: 03400005)	Non-Executive Independent Director of the Company, also as a Chairman of Audit Committee, and as a Member of Stakeholders' Relationship Committee, Nomination and Remuneration Committee and Corporate Social Responsibility Committee of the Company	Hyderabad
Mr. Prabhnoor Singh Grewal (DIN: 09217422)	Executive Director of the Company	Meeting Venue - Registered Office

The Secretarial Standard 2, issued by the Institute of Company Secretaries of India, requires the presence of the Chairmen of the Audit Committee, Nomination and Remuneration Committee and Stakeholders' Relationship Committee or their authorized representatives. Accordingly the same was complied with.

By Invitation

Name	Designation	Location
Mr. Bhadra Kumar	Partner, M/s. Kumar and Giri, Statutory Auditor	Hyderabad
Mr. Chandrakanth Gorak	Secretarial Auditor of the Company and Scrutinizer of the Meeting	Hyderabad

In Attendance:

Name	Designation	Location
Mr. V. Nagarajan	Chief Financial Officer	Gurgaon
Ms. Ritu Tiwary	Company Secretary & Legal	Meeting Venue - Registered Office

BAMBINO AGRO INDUSTRIES LTD. 2F, Surya Towers, S.P. Road, Sec'bad-3.

Members Present: 45
Proxies Present: 0

Leave of Absence: All the Directors were present for the Meeting.

Ms. Ritu Tiwary, Company Secretary welcomed the members present at the 38th Annual General Meeting of the Company. She then welcomed all the Directors, and Auditors of the Company while confirming presence of Chairman of Audit Committee, Stakeholder Relationship Committee and CSR Committee. She further requested Ms. Shirisha Myadam, Chairman and Managing Director to address the members and preside over the meeting.

Ms. Shirisha Myadam took the Chair and extended warm welcome to the Members, Delegates and Guests to the 38th Annual General Meeting of the Company.

The Chairman after ascertaining the requisite quorum commenced the proceedings of the meeting. The notice convening the meeting, the Boards Report, Report on Corporate Governance and Management Discussion and Analysis having been already circulated to shareholders, was taken as read. Ms. Shirisha Myadam briefed the members of the Company about the FY 2020-2021, impact of the pandemic on the performance of the company, steps and initiatives undertaken along with the Company's growth plans, achievements and future.

The Chairman further informed that pursuant to provisions of section 108 of the Companies Act, 2013 read with Rule 20 of Companies (Management & Administration) Rules 2014, the Company had extended e-Voting facility to the members of the Company in respect of businesses to be transacted at the Annual General Meeting. The e-Voting commenced at 9.00 A.M. on 26th December 2021 and ended at 5.00 P.M. on 28th December 2021. Insta poll was also made available at the Meeting. Mr. Chandrakanth Gorak, Practicing Company Secretary was appointed as Scrutinizer by the Board for scrutinizing the e voting process and provide the combined results.

The Members present in the Meeting have expressed their satisfaction the way the company has achieved business growth. Members actively participated in the discussion and the Chairman and Managing Director replied and clarified on the points raised by some of the members.

She informed that the Board of Directors has recommended a dividend @ Rs.1.60 per equity share of Rs.10/- each of the Company keeping in mind the expectations of the members and the interests of the Company.

Thereafter, the Chairman ordered the poll at the meeting and requested Mr. Chandrakanth Gorak, a Practicing Company Secretary, Scrutinizer to the meeting to conduct the poll process in an orderly manner.

The item wise agenda and combined voting results (Evoting & Insta poll) were as follows:

Ordinary Business:

1. Adoption of Accounts

"RESOLVED THAT the Audited Balance Sheet as on 31st March 2021 and the Profit and Loss Account for the year ended as on that date, together with schedules and notes appended thereto and the reports of Directors and Auditors of the Company be and are hereby considered, adopted and approved."

BAMBINO AGRO INDUSTRIES LTD.
2F, Surya Towers, S.P. Road, Sec'bad-3.

Ordinary Resolution-1

Promoter/Public	No. of Shares held (1)	No. of votes polled (2)	% of votes polled on outstanding shares (3)=[(2)/(1)] *100	No. of votes - in favour (4)	No. of votes - against (5)	% of votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)] *100
Promoter and Promoter Group	6003575	5928575	98.7507	2886429	3042146	48.6867	51.3133
Public - Institutional Holders	100	0	0.0000	0	0	0.0000	0.0000
Public-Others	2005171	382916	19.0964	382336	580	99.8485	0.1515
Total	**8008846**	**6311491**	**78.8065**	**3268765**	**3042726**	**51.7907**	**48.2093**

The resolution was passed with requisite majority.

2. Declaration of Dividend on the Equity shares for the Financial Year 2020-2021

"**RESOLVED THAT** pursuant to the provisions of Section 123 and other applicable provisions, if any, of the Companies Act, 2013 a dividend at the rate of Rs.1.60 paise on the paid-up value of each equity share of Rs.10/- each of the Company be and is hereby declared and paid to the shareholders whose names appear in the register of members as on 22nd December 2021.

Ordinary Resolution-2

Promoter/Public	No. of Shares held (1)	No. of votes polled (2)	% of votes polled on outstanding shares (3)=[(2)/(1)] *100	No. of votes - in favour (4)	No. of votes - against (5)	% of votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)] *100
Promoter and Promoter Group	6003575	5966075	99.3753	5966075	0	100.0000	0.0000
Public - Institutional Holders	100	0	0.0000	0	0	0.0000	0.0000
Public-Others	2005171	382920	19.0966	382350	570	99.8511	0.1489
Total	**8008846**	**6348995**	**79.2748**	**6348425**	**570**	**99.9910**	**0.0090**

The resolution was passed with requisite majority.

3. To appoint a Director in place of Mr. S.S.N. Murthy (DIN No.08189713) who retires by rotation and being eligible offers himself for re-appointment

"**RESOLVED THAT** pursuant to provisions of Section 152(6) and other applicable provisions, if any, of the Companies Act, 2013 read with rules made thereunder, Mr. S.S.N. Murthy (DIN No.08189713), Director whose office is liable to retire by rotation, and who has given his consent to be reappointed, be and is hereby appointed as a Director of the Company whose office is liable to retire by rotation."

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Ordinary Resolution-3

Promoter/Public	No. of Shares held (1)	No. of votes polled (2)	% of votes polled on outstanding shares (3)=[(2)/(1)] *100	No. of votes - in favour (4)	No. of votes - against (5)	% of votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)] *100
Promoter and Promoter Group	6003575	5966075	99.3753	2923929	3042146	49.0093	50.9907
Public - Institutional Holders	100	0	0.0000	0	0	0.0000	0.0000
Public-Others	2005171	382916	19.0964	382336	580	99.8485	0.1515
Total	**8008846**	**6348991**	**79.2747**	**3306265**	**3042726**	**52.0754**	**47.9246**

The resolution was passed with requisite majority.

4. Appointment of Ms. Shirisha Myadam (DIN No.07906214) as Chairman and Managing Director

"**RESOLVED THAT** pursuant to the provisions of Sections 196, & 203 read with Schedule V and other applicable provisions, if any of the Companies Act, 2013 and Companies (Appointment and Qualification of Directors) Rules 2014 (including any statutory amendment(s), modification(s) or re-enactment(s) thereof for the time being in force), Articles of Association of the Company, consent of the members be and is hereby accorded to appoint Ms. Shirisha Myadam (DIN No: 07906214) as Managing Director of the Company w.e.f. 17th January 2021 for a period of five years and whose office shall not be liable to retire by rotation.

FURTHER RESOLVED THAT pursuant to the provisions of Section 197 read with Schedule V and other applicable provisions, if any, of the Companies Act, 2013, read with Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 (including any statutory amendment(s), modification(s), or re-enactment (s) thereof for the time being in force), and other applicable regulations of SEBI (LODR) Regulations, 2015, if any, Articles of Association of the Company and subject to such approvals as may be necessary, Ms. Shirisha Myadam, Managing Director (DIN No: 07906214) be paid a remuneration of Rs.7,00,000/- per month w.e.f 17th January 2021 for three years in absence of adequate profits or no profits in any year and the same shall be paid as minimum remuneration.

RESOLVED FURTHER THAT Ms. Shirisha Myadam (DIN No: 07906214) be re-designated as Chairman and Managing Director of the Company w.e.f 14th August 2021.

RESOLVED FURTHER THAT the Board of Directors be and is hereby authorized to do all such acts, deeds, matters and things as may be considered necessary to give effect to this resolution."

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Ordinary Resolution-4

Promoter/Public	No. of Shares held (1)	No. of votes polled (2)	% of votes polled on outstanding shares (3)=[(2)/(1)] *100	No. of votes - in favour (4)	No. of votes - against (5)	% of votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)] *100
Promoter and Promoter Group	6003575	5966075	99.3753	2923929	3042146	49.0093	50.9907
Public - Institutional Holders	100	0	0.0000	0	0	0.0000	0.0000
Public-Others	2005171	382916	19.0964	382336	580	99.8485	0.1515
Total	**8008846**	**6348991**	**79.2747**	**3306265**	**3042726**	**52.0754**	**47.9246**

The resolution was passed with requisite majority.

5. Re-Appointment of Mr. S S N Murthy (DIN No. 08189713) as Director-Finance

"**RESOLVED THAT** pursuant to the provisions of Sections 196, & 203 read with Schedule V and other applicable provisions, if any of the Companies Act, 2013 and Companies (Appointment and Qualification of Directors) Rules 2014,Companies (Appointment & Remuneration of Managerial Personnel) Rules, 2014, (including any statutory amendment(s), modification(s) or re-enactment(s) thereof for the time being in force) and Articles of Association of the Company, consent of the members be and is hereby accorded to reappoint Mr. S S N Murthy as Director-Finance w.e.f. 12th August 2021 upto 6th August 2022 and whose office shall be liable to retire by rotation.

RESOLVED THAT pursuant to the provisions of Section 197 read with Schedule V and other applicable provisions, if any, of the Companies Act, 2013, read with Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 (including any statutory amendment(s), modification(s), or re enactment (s) thereof for the time being in force), and other applicable regulations of SEBI (LODR) Regulations, 2015, if any, Articles of Association of the Company and subject to such approvals as may be necessary, Mr. SS N Murthy, Director-Finance (DIN No:08189713) be paid a remuneration of Rs.700,000/ per month w.e.f 12th August 2021 as Director-Finance in absence of profits or no profits in any year and the same shall be paid as minimum remuneration.

RESOLVED FURTHER THAT Mr. S SN Murthy, Director-Finance (DIN No:08189713) be & is hereby reappointed as a Director liable to retirement by rotation who shall continue to hold his office of Director Finance and the reappointment as such shall not be deemed to constitute a break in his office of Director

RESOLVED FURTHER THAT the Board of Directors be and is hereby authorized to do all such acts, deeds, matters and things as may be considered necessary to give effect to this resolution".

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Ordinary Resolution-5

Promoter/Public	No. of Shares held (1)	No. of votes polled (2)	% of votes polled on outstanding shares (3)=[(2)/(1)] *100	No. of votes - in favour (4)	No. of votes - against (5)	% of votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)] *100
Promoter and Promoter Group	6003575	5966075	99.3753	2923929	3042146	49.0093	50.9907
Public - Institutional Holders	100	0	0.0000	0	0	0.0000	0.0000
Public-Others	2005171	382916	19.0964	382336	580	99.8485	0.1515
Total	**8008846**	**6348991**	79.2747	**3306265**	**3042726**	52.0754	47.9246

The resolution was passed with requisite majority.

6. Appointment of Mr. Prabhnoor Singh Grewal (DIN No:09217422) as a Director

"**RESOLVED THAT** pursuant to sections 152, 161 and other applicable provisions, if any of the Companies Act, 2013 and Companies (Appointment and Qualification of Directors) Rules 2014 (including any statutory amendment(s), modification(s) or re-enactment(s) thereof for the time being in force), Articles of Association of the Company, Mr. Prabhnoor Singh Grewal (DIN No:09217422) who was appointed as an Additional Director of the Company by the Board in its meeting held on 29th June 2021 and who holds office upto the date of this Annual General Meeting, be and is hereby appointed as a Director of the Company, whose office shall be liable to retire by rotation."

Ordinary Resolution-6

Promoter/Public	No. of Shares held (1)	No. of votes polled (2)	% of votes polled on outstanding shares (3)=[(2)/(1)] *100	No. of votes - in favour (4)	No. of votes - against (5)	% of votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)] *100
Promoter and Promoter Group	6003575	5966075	99.3753	2923929	3042146	49.0093	50.9907
Public - Institutional Holders	100	0	0.0000	0	0	0.0000	0.0000
Public-Others	2005171	382916	19.0964	382336	580	99.8485	0.1515
Total	**8008846**	**6348991**	79.2747	**3306265**	**3042726**	52.0754	47.9246

The resolution was passed with requisite majority.

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7. Appointment of Mr. Prabhnoor Singh Grewal (DIN No:09217422) as Director- Sales & Marketing

"**RESOLVED THAT** pursuant to provisions of Section 196 & 203 and other applicable provisions, if any, of the Companies Act 2013 (including any statutory modifications or re-enactment, clarifications thereof, for the time being in force) read with Companies (Appointment & Remuneration of Managerial Personnel) Rules, 2014, Articles of Association of the Company, approval of members, be and is hereby accorded to appoint Mr. Prabhnoor Singh Grewal as Director-Sales & Marketing for a period of three years effective from 29th June 2021 and whose office is subject to liable to retirement by rotation.

RESOLVED THAT pursuant to the provisions of Section 197 read with Schedule V and other applicable provisions, if any, of the Companies Act, 2013, read with Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 (including any statutory amendment(s), modification(s), or re enactment (s) thereof for the time being in force), and other applicable regulations of SEBI (LODR) Regulations, 2015, if any, Articles of Association of the Company and subject to such approvals as may be necessary, Mr. Prabhnoor Singh Grewal, Director-Sales & Marketing (DIN No: 09217422) be paid a remuneration of Rs.700,000/- per month w.e.f. 29th June 2021 as Director- Sales & Marketing in absence of profits or no profits in any year and the same shall be paid as minimum remuneration.

RESOLVED FURTHER THAT Mr. Prabhnoor Singh Grewal be and is hereby appointed as a Director liable to retirement by rotation who shall continue to hold his office of Director - Sales & Marketing and the reappointment as such, shall not be deemed to constitute a break in his office.

RESOLVED FURTHER THAT the Board of Directors be and is hereby authorized to do all such acts, deeds, matters and things as may be considered necessary to give effect to this resolution."

Ordinary Resolution-7

Promoter/Public	No. of Shares held (1)	No. of votes polled (2)	% of votes polled on outstanding shares (3)=[(2)/(1)] *100	No. of votes - in favour (4)	No. of votes - against (5)	% of votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)] *100
Promoter and Promoter Group	6003575	5966075	99.3753	2923929	3042146	49.0093	50.9907
Public - Institutional Holders	100	0	0.0000	0	0	0.0000	0.0000
Public-Others	2005171	382916	19.0964	382336	580	99.8485	0.1515
Total	**8008846**	**6348991**	**79.2747**	**3306265**	**3042726**	**52.0754**	**47.9246**

The resolution was passed with requisite majority.

There being no other business to transact, the meeting was concluded with a vote of thanks to the Chair and the Chairman declared the 38th Annual General Meeting as concluded with the requisite quorum of shareholders present at the meeting.

BAMBINO AGRO INDUSTRIES LTD. 2F, Surya Towers, S.P. Road, Sec'bad-3.

Date: 04.01.2022
Place: Secunderabad

CHAIRMAN