

Email: natrajproteinltd@rediffmail.com CIN: L00153 MP 1990 PLC 006090



NPL/SE/2024

Date:27<sup>th</sup> September, 2024

Online filing at www.listing.bseindia.com

To,
The General Manager
DCS-CRD
BSE Ltd.
Phiroze Jeejeebhoy Towers
Dalal Street, Fort
MUMBAI - 400001

## **BSE CODE: 530119**

Subject: Submission of the proceedings of the 33<sup>rd</sup> Annual General Meeting of the Company held on Friday, 27<sup>th</sup> September, 2024, pursuant to Regulation 30(2) read with Part A of Schedule III of the SEBI (LODR) Regulations, 2015.

Dear Sir/Madam.

Pursuant to Regulation 30(2) read with Part A of Schedule III of the SEBI (LODR) Regulations, 2015, we are pleased to submit the proceedings of the 33<sup>rd</sup> Annual General Meeting of Natraj Proteins Limited, held on Friday, 27<sup>th</sup> September, 2024 at 2:00 P.M. (IST) and concluded at 2:15 P.M. (IST) through Video Conferencing/OAVM for which deemed venue for the compliance of the Act is at the Registered Office of the company situated at Nagpur Kalan, Ordinance Factory Road, Itarsi (M.P.) 461111.

Please note that results of e-voting at 33<sup>rd</sup> AGM and Remote E-voting will be intimated to you separately upon receipt of Report from the Scrutinizer within two working days from the conclusion of the Annual General Meeting and further the company will upload the transcript of the AGM as soon as possible.

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

Thanking You, Yours Faithfully,

For, NATRAJ PROTEINS LIMITED

ADITI RANDHAR
COMPANY SECRETARY & COMPLIANCE OFFICER

Encl: a/a



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PROCEEDING OF THE 33RD ANNUAL GENERAL MEETING OF NATRAJ PROTEINS LIMITED HELD ON FRIDAY, 27<sup>TH</sup> DAY OF SEPTEMBER, 2024, THROUGH VIDEO CONFERENCING ("VC") OR OTHER AUDIO-VISUAL MEANS ("OAVM") AT 2:00 P.M. AND CONCLUDED AT 2:15 P.M. FOR WHICH PURPOSE THE REGISTERED OFFICE OF THE COMPANY SITUATED AT NAGPUR KALAN, ORDINANCE FACTORY ROAD, ITARSI (M.P.) 461111 SHALL BE DEEMED AS THE VENUE FOR THE ANNUAL GENERAL MEETING.

# PRESENCE IN THE MEETING THROUGH VC/OAVM:

#### I. DIRECTORS:

- 1. SHRI KAILASH CHAND SHARMA
- 2. SHRI SHARAD KUMAR JAIN
- 3. SHRI PRANEET MISHRA
- 4. SHRI RAJENDRA SINGH TOMAR
- 5. SMT. NAMITA SHARMA

- CHAIRMAN & MD
- WHOLE- TIME DIRECTOR
- INDEPENDENT DIRECTOR
- -INDEPENDENT DIRECTOR
- WOMEN DIRECTOR

#### II. OFFICERS IN PRESENCE:

- 1. CS ADITI RANDHAR
- 2. SHRI ABHINANDAN PRAJAPATI
- CS & COMPLIANCE OFFICER
- CHIEF FINANCIAL OFFICER

#### III. SPECIAL INVITEES

- 1. CS ISHAN JAIN
- 2. CS (Dr.) D.K. JAIN
- 3. CAR. GOKULAKRISHNAN (Partner of Bhutoria Ganesan & Co.)

- SCRUTINIZER FOR E-VOTING & E-VOTING AT THE AGM

- SECRETARIAL AUDITOR
- STATUTORY AUDITOR

Total No. of Members on the Cut-off date 20th September, 2024 were 2957 Members, as per the requirement of the Companies Act, 2013, in order to have a valid quorum at least 15 members are required to be present through VC/OAVM. Adequate members attended AGM through VC/OAVM.

### PROCEEDING OF THE MEETING:

The 33rd Annual General Meeting (the "AGM") of members of Natraj Proteins Limited ("the Company") was held on Friday, 27th September, 2024 at 2:00 P.M. through VC/OAVM in compliance with the applicable provisions of the Companies Act, 2013, the General Circular No. 14/2020 dated 8th April, 2020, Circular No.17/2020 dated 13th April, 2020, Circular No. 20/2020 dated 5th May, 2020, Circular No. 02/2021 dated 13th January, 2021, Circular No. 02/2022 dated 5th May, 2022, Circular No. 10/2022 dated 28th December, 2022 and 09/2023 dated September 25, 2023 issued by the Ministry of Corporate Affairs (MCA) read with Rules and circulars made thereunder and Master Circular dated 11th July, 2023 and the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

As per the Article of Association of the Company, Shri Kailash Chand Sharma, Chairman of the Company occupied the Chair for the Meeting. He welcomed all the members and directors and invitees present in the meeting through VC/OAVM.

CS Aditi Randhar, Company Secretary informed that adequate quorum for the meeting is present, then the Chairman declared the meeting to be in order and then the proceeding of the Meeting was commenced.

CS Aditi Randhar, Company Secretary took a roll call of the Directors and introduced other invites.

Shri Vishal Kumar Independent Director, was not present due to pre-occupation.

Shri Sharad Kumar Jain, Whole-time Director delivered the speech to the members at the AGM.

"Shri Sharad Kumar Jain's Speech"



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The Company Secretary informed the members that electronic copies of the Notice & Annual Report for the financial year 2023-24 have been sent to all the members whose Email Ids were registered with the Company or Depository Participant(s). The Notice of this Annual General Meeting is given on Page No. 5 to 22 of the 33<sup>rd</sup> Annual Report.

The Auditor's Report on the Financial Statements of the Company is given by the Statutory Auditors M/s Bhutoria Ganesan & Co., Chartered Accountant, Bhopal. The Auditor's Report does not contain any qualification or negative remarks.

The Secretarial Audit Report for Financial Year 2023-24 is given by M/s D.K. Jain & Co., Practicing Company Secretaries, Indore (F.R.No. 11995MP067500) FCS 3565 and CP 2382. Same is given in Annual Report.

CS Ishan Jain, Proprietor of M/s Ishan Jain & Co., Company Secretaries, Indore (M.P.) (F.R.No. S2021MP802300; Peer Review No. 842/ 2020 M. No. FCS 9978 & C.P.No.13032), was appointed by the Board as the Scrutinizer for the Remote E-voting and E-voting at this Meeting. The Scrutinizer will ensure the voting to be done in a fair and transparent manner.

The Company Secretary further informed that the Company has availed service of Central Depository Services (India) Limited (CDSL) for remote e-voting & e-voting in this AGM and as per the requirements of the Companies Act, 2013 the Remote E-voting was commenced from Tuesday, 24<sup>th</sup> September, 2024 at 9.00 A.M. (IST) and have already been completed on Thursday, 26<sup>th</sup> September, 2024 at 5.00 P.M. (IST) and E-voting at this AGM has already been commenced and will be available upto 15 minutes from the conclusion of this AGM, those who have already casted their vote by Remote E-voting shall not be entitled to vote again in this AGM by E-voting.

The Members who are in the records of the Company as on the cut-off date i.e., 20<sup>th</sup> September, 2024, shall only be entitled to participate in the voting process.

After that the Company Secretary placed before the meeting businesses as contained in the Notice one by one for consideration and approval of the members.

No.	Type of Resolution	Items
1.	Ordinary	Consideration, Approval and Adoption of the Audited Financial Statements which includes the Audited Balance Sheet as of 31st March, 2024, Statement Profit & Loss, Cash Flow and Statement of Changes in Equity of the Company for the year ended 31st March, 2024 and the Reports of the Board and Auditor's thereon as on that date.
2.	Ordinary	Re-appointment of Smt. Namita Sharma (DIN: 02486865) who retires by rotation and being eligible, offers herself for re-appointment.
3.	Special	Re-appointment of Shri Kailash Chand Sharma (DIN: 00012900) as the Whole-time Director of the company for a further period of 3 years w.e.f. 1st August, 2025.
4.	Ordinary	Ratification in remuneration to be paid to M/s Yogesh Chourasia & Associates, Cost Accountants (FRN: 000271) for the year 2024-25.
5.	Special	Confirmation of Appointment of Shri Amit Koserwal (DIN: 06823437) as a director under the category of Non-Executive Independent Director of the Company.

The Company Secretary further informed that, as set out in the Notice of Annual General Meeting stating the requirement to register themselves as a speaker to express views or ask questions during the AGM. Adequate time was provided for registration and the company has received 1 (One) request from the shareholders seeking an opportunity to speak at AGM. However, as per the CDSL Back-office, the said shareholder was not available at the time of AGM

The Company Secretary informed the members present in the AGM that the results of the remote e-voting and E-Voting at AGM along with the report of the scrutinizer will be announced within 2 Working days from the conclusion of 33<sup>rd</sup> Annual General Meeting and shall also be placed at the Company's, BSE and CDSL Website and the recorded transcript of the AGM shall also be made available on the website of the company as soon as possible after the meeting is over.



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The Company Secretary further informed that since all the business to be conducted at this Annual General Meeting has been transacted, so with the permission of the chairman, the 33<sup>rd</sup> Annual General Meeting was hereby declared as close.

The Company Secretary further confirmed that the meeting was conducted as per the requirement of the Companies Act, 2013, SEBI (LODR) Regulation, 2015 and Secretarial Standard issued by ICSI.

The Company Secretary thanked to all the members and Board members and invites for participating in the meeting and declared that the meeting is concluded.

For, NATRAJ PROTEINS LIMITED

ADITI RANDHAR
COMPANY SECRETARY & COMPLIANCE OFFICER