

Natraj Proteins Limited

SOLVENT EXTRACTION PLANT & REFINERY
Nagpur Kalan, Ordinance Factory Road, ITARSI

Ph.No. 07572- 262637, 262640, Fax No. 07572-262639

Email : natrajproteinltd@rediffmail.com

CIN : L00153 MP 1990 PLC 006090



Ref. :

NPL/SE/2022

Date :

27th September, 2022

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

Sub.: Declaration of Remote voting and E-voting at the AGM, Compliance with Regulation 44(3) of SEBI (LODR) Regulation, 2015 in relation to the Annual General Meeting held on Saturday, the 24th September, 2022.

Dear Sir,

With reference to the captioned subject, we are enclosing herewith the details of voting results (remote e-voting and Voting at the AGM) of the 31st Annual General Meeting of the Company held on Saturday, 24th September, 2022 at 2.00 P.M. and concluded at 2:35 P.M. for which 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 Meeting.

Kindly note that the Chairman has declared the result of voting of the aforesaid Annual General Meeting on 27th September, 2022 on the basis of report submitted by the Scrutinizer for remote E-voting and Voting at the AGM for the above-mentioned purpose.

The E-Voting results will soon be filed in XBRL mode. We are also enclosing the Scrutinizer Report and request you to please take the same on your records for reference and further needful.

Thanking You,
Yours Faithfully,

For, NATRAJ PROTEINS LIMITED

POOJA

AGRAWAL

POOJA AGRAWAL

**COMPANY SECRETARY &
COMPLIANCE OFFICER**

Encl.: a/a

Digitally signed by
POOJA AGRAWAL
Date: 2022.09.27
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Nagpur Kalan, Ordinance Factory Road, ITARSI

Ph.No. 07572- 262637, 262640, Fax No. 07572-262639

Email : natrajproteinltd@rediffmail.com

CIN : L00153 MP 1990 PLC 006090



Ref. :

Date :

Natraj Proteins Limited

Voting Results of the 31st Annual General Meeting held on Saturday, the 24th September, 2022 at 2:00 P.M. through Video Conferencing for which the venue of the meeting was deemed the Registered Office of the company situated at Nagpur Kalan, Ordinance Factory Road, Itarsi (M.P.) 461111.

Date of the AGM	24 th September, 2022
Total number of shareholders on record date	2637
No. of shareholder present in the meeting either in person or through proxy:	Not Applicable
- Promoters and Promoter Group:	Pursuant to Circular No. 14/2020 dated 8 th April, 2020, Circular No. 17/2020 dated 13 th April, 2020 issued by the Ministry of Corporate Affairs (MCA) followed by Circular No. 20/2020 dated 5 th May, 2020 Circular No. 21/2021 dated 14 th Dec., 2021 Circular No. 02/2021 dated 13 th January, 2021 and Circular No. 2/2022 dated 5 th May, 2022
- Public:	
No. of Shareholders attended the meeting through Video Conferencing	
- Promoters and Promoter Group:	6
- Public:	14

Agenda- wise disclosure

Item No.1: Ordinary Resolution:

Adoption of the Standalone Audited Financial Statements for the year ended 31st March, 2022 containing the Balance Sheet as at 31st March, 2022, the Statement of change in Equity, Profit & Loss and Cash Flow, and notes thereto of the Company for the Financial year ended 31st March 2022 and the reports of the Board of Directors and Auditors thereon as on that date.

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	1756180	1081000	61.55%	1081000	0	100.00%	0	
	Poll		0	0	0	0	0	0	
	Postal Ballot		0	0	0	0	0	0	
	Total		1756180	1081000	61.55%	1081000	0	100.00%	0
Public Institutions	E-Voting	72340	0	0	0	0	0	0	
	Poll		0	0	0	0	0	0	
	Postal		0	0	0	0	0	0	



Kailash Chand Sharma
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Date: 2022.09.27 12:17:22 +05'30'

	Ballot							
	Total	72340	0	0	0	0	0	0
Public Non Institutions	E-Voting	1918480	56415	2.94%	56415	0	100.00%	0
	Poll		0	0	0	0	0	0
	Postal Ballot		0	0	0	0	0	0
	Total		1918480	56415	2.94%	56415	0	100.00%
Total		3747000	1137415	30.35%	1137415	0	100.00%	0

On the basis of the above mentioned voting results the Chairman declared that Resolution No. 1 was passed AS AN ORDINARY RESOLUTION BY UNANIMOUS CONSENT.

Item No.2: Ordinary Resolution:

For re-appointment of Mr. Sharad Kumar Jain (DIN: 02757935) who retires by rotation at this Annual General Meeting and being eligible offers himself for re-appointment.

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	1756180	1081000	61.55%	1081000	0	100.00%	0
	Poll		0	0	0	0	0	0
	Postal Ballot		0	0	0	0	0	0
	Total		1756180	1081000	61.55%	1081000	0	100.00%
Public Institutions	E-Voting	72340	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot		0	0	0	0	0	0
	Total		72340	0	0	0	0	0
Public Non Institutions	E-Voting	1918480	56415	2.94%	52945	3470	93.85%	6.15%
	Poll		0	0	0	0	0	0
	Postal Ballot		0	0	0	0	0	0
	Total		1918480	56415	2.94%	52945	3470	93.85%
Total		3747000	1137415	30.35%	1133945	3470	99.69%	0.31%

On the basis of the above mentioned voting results the Chairman declared that Resolution No. 2 was passed AS AN ORDINARY RESOLUTION BY REQUISITE MAJORITY.

Item No.3: Ordinary Resolution:

Approval for the Appointment of M/s Bhutoria Ganesan & Co., Chartered Accountants as the Statutory Auditors for the first term of 5 years in place of the Retiring Auditors for a term of 5 consecutive years and authority to Board to fix their remuneration

Resolution required: (Ordinary/ Special)	<i>Ordinary</i>
Whether promoter/ promoter group are	<i>No</i>



interested in the agenda/resolution?								
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	1756180	1081000	61.55%	1081000	0	100.00%	0
	Poll		0	0	0	0	0	0
	Postal Ballot		0	0	0	0	0	0
	Total		1756180	1081000	61.55%	1081000	0	100.00%
Public Institutions	E-Voting	72340	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot		0	0	0	0	0	0
	Total		72340	0	0	0	0	100.00%
Public Non Institutions	E-Voting	1918480	56415	2.94%	56415	0	100.00%	0
	Poll		0	0	0	0	0	0
	Postal Ballot		0	0	0	0	0	0
	Total		1918480	56415	2.94%	56415	0	100.00%
Total		3747000	1137415	30.35%	1137415	0	100.00%	0

On the basis of the above-mentioned voting results the Chairman declared that Resolution No. 3 was passed AS AN ORDINARY RESOLUTION BY UNANIMOUS CONSENT.

Item No. 4: Ordinary Resolution:

For ratification of the Remuneration payable to the Cost Auditors for the year 2022-23.

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	1756180	1081000	61.55%	1081000	0	100.00%	0
	Poll		0	0	0	0	0	0
	Postal Ballot		0	0	0	0	0	0
	Total		1756180	1081000	61.55%	1081000	0	100.00%
Public Institutions	E-Voting	72340	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot		0	0	0	0	0	0
	Total		72340	0	0	0	0	0



Public Non Institutions	E-Voting	1918480	56415	2.94%	56415	0	100.00%	0
	Poll		0	0	0	0	0	0
	Postal Ballot		0	0	0	0	0	0
	Total	1918480	56415	2.94%	56415	0	100.00%	0
Total		3747000	1137415	30.35%	1137415	0	100.00%	0

On the basis of the above-mentioned voting results the Chairman declared that Resolution No. 4 was passed AS AN ORDINARY RESOLUTION BY UNANIMOUS CONSENT.

For, NATRAJ PROTEINS LIMITED

Kailash Chand Sharma
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**KAILASH CHAND SHARMA
CHAIRMAN & MANAGING DIRECTOR**

Date: 27.09.2022

Place: Itarsi

SCRUTINIZERS' REPORT

*For Consolidated Results of Remote E-voting and E-Voting at the
31st Annual General Meeting*

of

Natraj Proteins Limited

held on Saturday, the 24th September, 2022

(Through Video Conferencing/Other Audio Video Mode (VC/OAVM) at 2:00 P.M. for which the venue of the Meeting was deemed the Registered Office of the Company situated at Nagpur Kalan, Ordinance Factory Road, Itarsi (M.P.) 461111)

ISHAN JAIN & CO.

Company Secretaries

401-402, Silver Ark Plaza, 20/1, New Palasiya, Indore (M.P.) 452001

Email: ishan1619@yahoo.co.in, cell 09479555060 Phone 0731 4972275

IJ/NPL/2022

24th September, 2022

To,
The Chairman of the Board/AGM of
NATRAJ PROTEINS LIMITED
Nagpur Kalan, Ordinance Factory Road,
Itarsi (M.P.) 461111

Sub: Submission of the Consolidated Scrutinizers' Report for Remote E-voting and E-voting at the Annual General Meeting (AGM) for the 31st AGM held on Saturday, the 24th September, 2022 at 2:00 P.M. through Video Conferencing/Other Audio Video Mode ('VC'/OAVM').

Dear Sir,

We refer to our appointment made as the scrutinizer by the Board of Directors of Natraj Proteins Limited (the Company), to Scrutinize the remote E-voting and E-voting at the AGM conducted in a fair and transparent manner in respect of the below mentioned resolutions as per the provision of section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (the rule), as applicable and the Circulars issued by the Ministry of Corporate Affairs. The 31st AGM of the Company held on Saturday, the 24th September, 2022 at 2:00 P.M. through VC/OAVM and for which purposes the Registered Office situated at Nagpur Kalan, Ordinance Factory Road, Itarsi (M.P.) 461111 was deemed as the venue for the meeting and the proceedings of the 31st AGM made thereat.

We have carried out the work as Scrutinizer of the 31st AGM, commenced at 2.00 P.M. which was concluded at 2:35 P.M. on Saturday, the 24th September, 2022 and scrutinized and reviewed the voting through Remote-E voting and voting by electronic mode at the 31st AGM through the platform of CISCO WEBEX organized by Central Depository Services (India) Ltd. (CDSL) for the purposes of recording of attendance and voting and other technical support by the CDSL at the 31st AGM.

The management of the Company is responsible to ensure compliance with the requirements of;

- (i) the Act and the Rules made thereunder;
- (ii) the MCA and SEBI Circulars, as applicable; and
- (iii) the SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015, ("LODR") relating to e-voting on the resolutions contained in the Notice calling the AGM.

The management of the Company as well as CDSL is responsible for ensuring a secured framework and robustness of the electronic voting systems.

Our responsibility as a scrutinizer for the remote e-voting and vote through electronic mode in AGM is to make a consolidated scrutinizers' report of the votes cast in "*Favour*" or "*Against*" or "*Invalid*" for the resolutions as stated in the Notice of the 31st AGM dated 22nd August, 2022 which is based on the reports as generated and provided by CDSL, the authorized agency to provide remote e-voting facility and facility at the 31st AGM and for conducting meeting through VC/OAVM.

I, **CS Ishan Jain** (FCS 9978: CP 13032) proprietor of **M/s Ishan Jain & Co.**, Company Secretaries, Indore, (FRN: S2021MP802300), submit my consolidated report for remote e-voting and e-voting scrutinized based for the 31st AGM along with the relevant details as under:



Dispatch of Notice convening the AGM:

- a. The Company has informed that on the basis of the Register of Members and the details of beneficiaries of the share capital of the Company as per records of the depositories viz., National Securities Depository Limited ("NSDL") and Central Depository Services (India) Limited ("CDSL") respectively made available by Ankit Consultancy Pvt. Ltd., the Registrar and Share Transfer Agents ("RTA"), the RTA and CDSL have completed dispatch of Notice of the 31st AGM alongwith Annual Report for the financial year 2021-22 by e-mail on 1st September, 2022 to those Members/beneficiaries who had registered their email ids with the Company/RTA/Depositories.
- b. The Company also hosted the notice of the 31st AGM alongwith the Annual Report on its website www.natrajproteins.com and also submitted to BSE Ltd.
- c. Pursuant to the relevant circulars issued by the MCA for holding the AGM or other general meetings of Members through VC/OAVM, the advertisements of notice of the 31st AGM, etc. were published in Free Press Journal (English) and in Choutha Sansar, (Hindi) on 31st August, 2022, specifying the date and time of the 31st AGM, confirming availability of the notice on the Company's website and website of BSE Ltd., manner of registration of email ids by the Members (both physical and demat) who are yet to register their email ids with the Company, manner of voting through remote e-voting or through e-voting system at the 31st AGM etc. as required.

Cut off Date

For ascertainment for eligibility for the voting rights were reckoned as on *Saturday, the 17th September, 2022* being the cut-off date for the purpose of eligibility for voting by the members though the remote e-voting and voting through electronic mode at the 31st AGM.

Quorum

As on the cut-off date, there were total **2637 members** holding total **37,47,000 equity shares** of Rs.10/-each and there was requirement of having minimum 15 members present at the Meeting to constitute valid quorum. *However, 20 members were present and attended the meeting at the 31st AGM through the VC as per the Venue Attendance Report generated from the CDSL Portal.*

Remote E-Voting Process:

- a. The Company had appointed CDSL providing facility of casting votes by a member using remote e-voting system as well as e-voting on the day of the 31st AGM and allotted **EVSN: 220901032** for the same.
- b. The facility was provided for Remote E-voting for the 31st AGM which was commenced on **Wednesday, September 21st 2022 at 9:00 A.M. [IST] and remained open for 3 days and ended on Friday, September 23rd 2022 at 5:00 P.M. [IST]**. The Remote E-voting facility was blocked by CDSL thereafter. The Company has also provided e-voting facility to the shareholders who present at the 31st AGM through VC and who have not casted their vote earlier, through the Remote E-voting facility.

Counting Process:

On completion of e-voting at the AGM, we unblocked the results of the remote e-voting and e-voting by Members at the AGM, on the CDSL e-voting platform and downloaded the results for scrutiny.

Results:

- a. Total **20 (Twenty)** members were present at the Meeting through VC/OAVM out of which **15 (Fifteen)** members have casted their votes through Remote e-voting and **1 (One) member had casted his vote through e-voting at AGM** and 4 (Four) Member has not exercised their voting rights in any manner.
- b. As per the data provided by CDSL, total **25 (Twenty Five)** members have casted their votes through remote e-voting.
- c. After the closure of e-voting at 31st AGM, the report on e-voting at the 31st AGM and the votes casted under remote e-voting facility prior to the 31st AGM were unblocked in the presence of Mr. Sumit Patel and Ms. Hussaina Chandanwala witnesses who are not in the employment of the



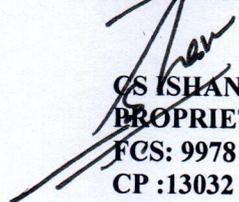
Company as prescribed under sub-rule 4(xii) of Rule 20 of the Companies (Management and Administration) Rules, 2014.

Report of the Scrutinizer to the Chairman of the Meeting:

- a. Consolidated Scrutinizers Report showing the results with respect to the **4 (Four)** agenda items as was set out in the Notice of the 31st AGM dated 22nd August, 2022 is enclosed herewith as **Annexure A**.
- b. Based on the aforesaid results, we report that all the Ordinary Resolutions as set out in Item Nos. 1,3 and 4 in the Notice of the 31st AGM dated 22nd August, 2022 have been passed unanimously and Item No. 2 have been passed with requisite majority.
- c. The registers, all other papers and other relevant records relating to electronic voting shall remain in our safe custody until the Chairman considers, approves and declare the results for the 31st AGM and the same shall thereafter be handed over to the Company Secretary for safe keeping.

Date: 24.09.2022
Place: Indore
Peer Review: 842/2020
UDIN: F009978D001039094

For, ISHAN JAIN & CO.
COMPANY SECRETARIES
FRN: S2021MP802300


CS ISHAN JAIN
PROPRIETOR
FCS: 9978
CP :13032



Consolidated Results of Remote E-Voting and E-voting done at the 31st AGM**Item No.1: Ordinary Resolution:**

For Adoption of the Standalone Audited Financial Statements for the year ended 31st March, 2022 containing the Balance Sheet as at 31st March, 2022, the Statement of change in Equity, Profit & Loss and Cash Flow, and notes thereto of the Company for the Financial year ended 31st March 2022 and the reports of the Board of Directors and Auditors thereon as on that date.

Particulars	Remote e-votes		E- Voting at AGM		Total		Percentage
	No.	Votes	No.	Votes	No.	Votes	
Favor	25	1137414	1	1	26	1137415	100.0000%
Against	0	0	0	0	0	0	0.0000%
Total	25	1137414	1	1	26	1137415	100.0000%

The aforesaid ordinary resolution was passed with the *unanimous consent*.

Item No.2: Ordinary Resolution:

For Re-appointment of Mr. Sharad Kumar Jain (DIN: 02757935) who retires by rotation at this Annual General Meeting and being eligible offers himself for re-appointment.

Particulars	Remote e-votes		E- Voting at AGM		Total		Percentage
	No.	Votes	No.	Votes	No.	Votes	
Favor	24	1133944	1	1	25	1133945	99.6949%
Against	1	3470	0	0	1	3470	0.3051%
Total	25	1137414	1	1	26	1137415	100.0000%

The aforesaid ordinary resolution was passed with the *requisite majority*.

Item No.3: Ordinary Resolution:

Approval for the Appointment of M/s Bhutoria Ganesan & Co., Chartered Accountants as the Statutory Auditors in place of the Retiring Auditors for a term of 5 consecutive years and authority to Board to fix their remuneration

Particulars	Remote e-votes		E- Voting at AGM		Total		Percentage
	No.	Votes	No.	Votes	No.	Votes	
Favor	25	1137414	1	1	26	1137415	100.0000%
Against	0	0	0	0	0	0	0.0000%
Total	25	1137414	1	1	26	1137415	100.0000%

The aforesaid ordinary resolution was passed with the *unanimous consent*.

Item No.4: Ordinary Resolution:

For ratification of the Remuneration payable to the Cost Auditors for the year 2022-23:

Particulars	Remote e-votes		E- Voting at AGM		Total		Percentage
	No.	Votes	No.	Votes	No.	Votes	
Favor	25	1137414	1	1	26	1137415	100.0000%
Against	0	0	0	0	0	0	0.0000%
Total	25	1137414	1	1	26	1137415	100.0000%

The aforesaid ordinary resolution was passed with the *unanimous consent*.

Date: 24.09.2022

Place: Indore

Peer Review: 842/2020

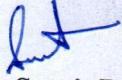
UDIN: F009978D001039094

For, ISHAN JAIN & CO.
COMPANY SECRETARIES
FRN S2021MP802300

CS ISHAN JAIN
PROPRIETOR
FCS: 9978
CP :13032



We the undersigned witnessed that the votes were unblocked/finalized from the e-voting website of Central Depositories (India) Limited (CDSL) (www.evotingindia.com) and the votes were reckoned after the conclusion of the 31st AGM of the Company in our presence on 24th September, 2022.



Mr. Sumit Patel



Ms. Hussaina Chandanwala