



NARMADA GELATINES LIMITED

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

21st September, 2017

BSE Security Code: 526739

Dear Sir,

Sub: Compliance of Regulation 30 of the SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015

Intimation of Proceedings at the 56th Annual General Meeting:

The 56th Annual General Meeting was held on Wednesday, 20th September, 2017 at, Hotel Narmada Jacksons South Civil Lines, Jabalpur at 11:30 a.m.

Company Secretary requested the Directors to suggest the name of the one of the Director as Chairman of the Annual General Meeting.

Justice Gulab Gupta was appointed as Chairman of the Meeting as per Article No. 76 of the Articles of Associations of the Company.

Total Number of Members Present in person at the Meeting were 20.

The Chairman announced that the Company had received resolution under Section 113 of the Companies Act, 2013 from Alfamont (Mauritius) Ltd., the holding company, holding in aggregate 45,37,189 Equity Shares in the Company's paid-up Share Capital represented by Mr. Mahesh Verma. The Chairman declared that the requisite quorum was present.

The requisite quorum being present Justice Gulab Gupta, 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 the Members at the Meeting.

Chairman's Speech

Thereafter, the Chairman gave an overview of the financial performance of the Company for the financial year ended 31st March, 2017, the future outlook, the general business environment, and also Social welfare activities conducted by the company during the financial year ended 31st March, 2017.



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Thereafter, Justice Gulab Gupta requested Mr. Ashok Kapur to continue with other items of the agenda of the meeting on his behalf and sought the members' concurrence. The members approved the same.

Notice

On behalf of the Chairman Mr. Ashok Kapur, Wholetime Director took up the agenda of the meeting. With the concurrence of the members, the Notice of the Meeting together with the Financial Statements and the Board's Report were taken as read.

Auditors' Report

The Members were informed that the Auditor's Report to the members on the Annual Accounts of the Company for the financial year ended March 31, 2017 did not contain any qualification, observation or comments on the financial transactions or matters, which had any adverse effect on the functioning of the Company. The Auditor's Report was taken as read.

Thereafter, members were invited (other than those present through 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 as set out in the Notice of the 56th Annual General Meeting.

The Board Members replied to the queries and clarifications sought by the Members of the company on the future outlook of the company, impact of Goods and Service Tax on the company and also the reason for decline in profits.

E-voting and Polling:

Pursuant to the provisions of the Companies Act, 2013, the Company had provided remote e-voting facility (e-voting) to the Members of the Company in respect of businesses to be transacted at the Annual General Meeting and the Company has engaged the services of Central Depository Services Limited (CDSL) to provide the e-voting facility. It was informed that e-voting commenced on 17th September, 2017 (at 9 am) and ended on 19th September, 2017 (at 5:00 pm) and that Dr. Asim Kumar Chattopadhyay, Practicing Company Secretary had been appointed as the Scrutinizer by the Board for scrutinizing the remote e-voting process.

The members were also informed that in line with the new requirements under the Companies Act, 2013, the voting at the AGM would be conducted by poll through physical polling paper and members / proxies present in the AGM could exercise their voting right on all the resolutions of ordinary business as set out in item number 1 to 4 of the Notice.

It was informed that Mr. Sunil Bhandari, Practicing Chartered Accountant and member had been appointed as the Scrutinizer to scrutinize the poll process and report thereon in the prescribed manner.



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It was also informed that on receipt of the Scrutinizer's Report from Mr. Sunil Bhandari on the poll, the same would be clubbed with the results of remote e-voting and the combined votes for or against each resolution would be determined and the consolidated results would be declared within 48 hours of the conclusion of the Annual General Meeting.

Thereafter, Mr. Sunil Bhandari, the Scrutinizer appointed for the Poll, was requested to handle the Poll process.

The Chairman authorized Mr. Ashok K Kapur, Wholetime Director/ Mr. Mahesh Verma, Company Secretary to declare the consolidated results.

Conduct of Poll

Mr. Sunil Bhandari, Scrutinizer appointed for the Poll, conducted the Poll. The members and proxies present cast their votes. The Scrutinizer then took custody of the polling boxes.

ORDINARY BUSINESS

- (i) Adoption of Audited Financial Statements of the Company for the year ended 31st March, 2017 and the Reports of the Board of Directors and Auditors thereon.
- (ii) Declaration of Dividend on Equity Shares.
- (iii) Re-appointment of Mr. Sanjeev Jain as a Director liable to retire by rotation.
- (iv) Appointment of M/s Lodha & Co., Chartered Accountants, as Statutory Auditors of the Company.

Members present who had not casted their votes through Remote e-voting casted their votes. The Chairman announced that the combined results of the votes cast by ballot paper along with the votes cast through remote e-voting would be declared within 48 hours from the conclusion of the meeting.

All the resolutions set out in the Notice of the Annual General Meeting were passed with requisite majority, as per the report of Scrutinizer submitted on 20th September, 2017.

With a vote of thanks to the Chair, the meeting thereafter concluded at 2:10 p.m.

You are requested to take the same on record.

Thanking you,
Yours faithfully,
For **Narmada Gelatines Limited.**


Mahesh Verma
Company Secretary



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