

Date: 20<sup>th</sup> September, 2024

To, Dept. of Corporate Services, <b>BSE Limited</b> , Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai – 400 001 <b>Company Code: 533161</b>	To, The Listing Department, <b>National Stock Exchange of India Limited</b> , Exchange Plaza, Bandra Kurla Complex, Bandra (East), Mumbai 400051 <b>NSE Symbol: EMMBI</b>
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Dear Sir/ Madam,

**Sub: Proceedings of the 30<sup>th</sup> Annual General Meeting of the Company held on Friday, 20<sup>th</sup> September, 2024.**

Pursuant to Regulation 30 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended from time to time, please find enclosed summary of proceedings of the 30<sup>th</sup> Annual General Meeting of the Company held today i.e. Friday, 20<sup>th</sup> September, 2024 at 11.30 a.m. IST through Video Conferencing/Other Audio Visual Means, in accordance with the Circular(s) issued by the Ministry of Corporate Affairs and the Securities and Exchange Board of India.

Kindly take the same on record.

Thanking you,

Yours faithfully,

**For Emmbi Industries Limited**

**Rinku Appalwar**  
**Executive Director and CFO**  
**(DIN: 00171976)**



Encl: As above

## **Summary of Proceedings of the 30<sup>th</sup> Annual General Meeting of Emmbi Industries Limited**

### **1. Date, Time and Venue of the Meeting:**

The 30<sup>th</sup> Annual General Meeting (AGM) of the Company was held on Friday, 20<sup>th</sup> September, 2024 and the meeting commenced at 11:30 a.m. IST through Video Conferencing (VC)/Other Audio Visual Means(OAVM), in accordance with the Circular(s) issued by the Ministry of Corporate Affairs and the Securities and Exchange Board of India.

The meeting commenced at 11.30 a.m. IST.

### **2. Advisory given to Shareholders:**

- Mr. Rajesh Solanki, Company Secretary and Compliance Officer of the Company, informed the Shareholders that the AGM was held through VC/OAVM facility provided by National Securities Depository Limited (NSDL) and the proceedings of Annual General Meeting were being webcasted live for all the Members, as per details provided in the Notice. The proceedings of the meeting were being recorded for compliance purposes.
- He further informed that the meeting was being held through VC/OAVM facility, in accordance with the relevant circulars issued by the Ministry of Corporate Affairs, applicable provisions of Companies Act, 2013 and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended from time to time.
- The Notice of the 30<sup>th</sup> AGM along with Company's Audited Financial Statements for the financial year ended 31<sup>st</sup> March, 2024 along with the Board's Report and Auditor's Report thereon, had been sent within the statutory time limit to all the shareholders, whose email address were registered either with the Company or with the Company's Registrar & Share Transfer Agent i.e., Datamatics Business Solutions Ltd. or with the Depository Participants.
- He further informed that the relevant documents pertaining to the resolutions and Statutory Registers of the Company were open for electronic inspection.
- As per the Companies Act, 2013 and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company had provided facility of Remote E-voting to the shareholders to enable them to cast their vote electronically. As per the timeline mentioned in the Notice, the Remote e-Voting Facility had commenced from Monday, 16<sup>th</sup> September, 2024 at 9.00 a.m. IST and concluded on Friday, 19<sup>th</sup> September, 2024 at





05:00 p.m. IST. Further, the Voting facility at the AGM was conducted through same procedure of NSDL, which was used for Remote E-voting.

- The shareholders who had not casted their votes through Remote E-voting were eligible to vote, during the AGM, on the resolutions put forth in the Notice convening the 30<sup>th</sup> AGM. Members who participated in the AGM through VC/OAVM were given an opportunity to cast their vote, which ended 30 minutes after the announcement of conclusion of the AGM.
- The Results of the E-voting of the 30<sup>th</sup> AGM, along with the Scrutinizers' Report would be submitted to BSE and NSE and shall be available on the Company website within two working days of the conclusion of the AGM. Mr. Sanjay Dholakia, Practicing Company Secretary was appointed as the Scrutinizer to scrutinize the E-voting process in a fair and transparent manner.

### **3. Brief details of items deliberated at the Meeting and result thereof:**

- Mr. Makrand M. Appalwar, Chairman and Managing Director, chaired the proceedings of the Meeting.
- Post confirmation, as the requisite quorum was present, the Chairman called the Meeting to order.
- After welcoming all the members present, the Chairman introduced the other Board Members, participating through the VC/OAVM, to the members of the Company. The Statutory Auditor and the Secretarial Auditor were also present at the AGM.
- The Chairman informed the members that the Company had also provided live webcast of the proceedings of the Meeting on the website of NSDL, in compliance with the circulars issued by the Ministry of Corporate Affairs, applicable provisions of Companies Act, 2013 and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.
- The Chairman then delivered his speech and briefed about the Company's Operations.
- With the permission of the members present, the Chairman took the Notice of the meeting along with the Audited Financial Statements of the Company for the financial year ended 31<sup>st</sup> March, 2024, Board's Report and Management's Discussion and Analysis thereon, being already circulated, as read.
- The Chairman further informed that the Auditor's Report on the Audited Financial Statement for the financial year ended 31<sup>st</sup> March, 2024, did



not have any qualifications, observations, comments or adverse remarks and with the permission of members, the same was taken as read.

- The following items of business as set out in the Notice convening the 30<sup>th</sup> Annual General Meeting were commended for members consideration:

### **ORDINARY BUSINESS**

1. To receive, consider and adopt the Audited Financial Statements of the Company for the financial year ended 31<sup>st</sup> March, 2024, together with the Reports of the Board of Directors and the Auditors thereon and in this regard pass **an Ordinary Resolution**.
2. To declare and approve payment of Dividend of Re. 0.30 per Equity Share for the financial year ended 31<sup>st</sup> March, 2024 and in this regard pass **an Ordinary Resolution**.
3. To appoint a Director in place of Mr. Makrand Appalwar (DIN 00171950) who retires by rotation and, being eligible, offers himself for re-appointment and in this regard pass **an Ordinary Resolution**.

### **SPECIAL BUSINESS**

4. To re-appoint Mr. Makrand M. Appalwar (DIN 00171950) as the Chairman and Managing Director of the Company and in this regard pass **an Ordinary Resolution**.
5. To re-appoint Mrs. Rinku M. Appalwar (DIN 00171976) as the Executive Director and CFO of the Company and in this regard pass **an Ordinary Resolution**.
6. Regularisation of Additional Director, Mr. Nitin Dattatraya Alshi (DIN: 05252946) by appointing him as Independent Director of the Company and in this regard pass **an Ordinary Resolution**.
7. Increase in Authorised Share Capital of the Company and Consequent Amendment in Capital Clause of the Memorandum of Association of the Company and in this regard pass **an Ordinary Resolution**.
8. Preferential issue of upto 15,50,000 (Fifteen lakh Fifty Thousand) Fully Convertible Equity Share Warrants to Person(s) belonging to Promoter-Group on Preferential Basis and in this regard pass **a Special Resolution**.





- The Chairman informed that since the AGM was held through VC/OAVM, the resolutions mentioned in the Notice convening the 30<sup>th</sup> AGM, had been already put to vote through remote e-voting.
- The Chairman then requested the speaker shareholders, who had registered to come forward, to communicate their concern(s)/query(ies) regarding the operations of the Company. Accordingly, speaker shareholders asked their respective queries and all their queries were satisfactorily answered by the Chairman.

#### **4. Manner of approval:**

- The Company had provided remote e-voting facility to its members to cast votes electronically on all 8 (eight) items of business set out in the Notice convening the 30<sup>th</sup> AGM.
- Further, the facility to vote on resolutions through electronic voting system at the meeting was made available to the members, who participated in the meeting and had not cast their votes through remote e-voting.
- The results of remote e-voting and e-voting during the AGM shall be announced by intimating to the Stock Exchanges and will be placed on the website of the Company as well as on the website of NSDL, being the agency appointed for providing the e-voting platform.
- The Chairman thanked the Directors and the Auditors for attending the meeting and also thanked all the stakeholders associated with the Company.
- The Chairman then thanked members attending the meeting and for their co-operation and concluded the meeting at 12:45 p.m IST.

**For Emmbi Industries Limited**

**Rinku Appalwar**  
**Executive Director and CFO**  
**(DIN: 00171976)**

