



**SARDA PROTEINS LTD**

**TRANSCRIPT OF THE 30<sup>TH</sup> ANNUAL GENERAL MEETING ("AGM")**

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**Day: Friday**

**Date/Time: 17<sup>th</sup> September 2021/12:30 P.M.**

**Venue: Through video-conferencing facility**

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**CORPORATE PARTICIPANTS:**

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|------------------------------|------------------------------------------------------------------------------------------|
| 1. Mr. Deepak Data           | Managing Director                                                                        |
| 2. Mrs. Vanita Bhanot        | Director and Chairperson of the Stakeholders' Relationship Committee                     |
| 3. Mr. Tarun Kumar Taunk     | Independent Director and Chairman of the Audit and Nomination and Remuneration Committee |
| 4. Mr. Mahavir Pratap Sharma | Independent Director                                                                     |
| 5. Mr. Himanshu Gupta        | Chief Financial Officer                                                                  |
| 6. Mr. Amit Kumar Modi       | Company Secretary & Compliance Officer                                                   |
| 7. Mrs. Shally Agarwal       | Partner of M/s Khetawat Agarwal & Company,<br>Statutory Auditor                          |
| 8. Mr. Manoj Maheshwari      | Partner of M/s V. M. & Associates, Secretarial Auditors and Scrutinizer                  |
| 9. Mr. Saurabh Avasthi       | Internal Auditor                                                                         |

**Ms. Mansi Jain: Moderator**

Dear Shareholders, a very Good afternoon!

My name is Mansi Jain and I will be moderating this meeting today. On behalf of the Board of Directors of Sarda Proteins Ltd ("the company"), I extend a warm welcome to each one of you present at the 30<sup>th</sup> Annual General Meeting ("AGM") of your Company.

A virtual Annual General Meeting is a novelty for most of us and I hope you will excuse any inconvenience or any other glitches such an event might lead to. My apologies, in advance, if something in technical front doesn't work at the last minute.

In view of the ongoing COVID-19 pandemic and considering the health and safety of all the stakeholders of the company, this 30<sup>th</sup> AGM of the Company is being conducted through video conferencing in compliance with applicable provisions of the Companies Act, 2013 and in accordance with the circulars issued by Ministry of Corporate Affairs and Securities Exchange Board of India.

Before we start the proceedings of this AGM, I would like to give you an overview of the process to participate at this meeting through VC. The facility of joining this AGM through Video Conference is being made, members on first come first served basis. All members who have joined this meeting are by default, placed on mute mode by the host

to avoid any disturbance arising from background noise and ensure smooth and seamless conduct of the meeting.

Now let me first introduce the respected Directors/KMPs with us today.

Mr. Deepak Data, Managing Director of your Company, attending this meeting from Jaipur.

Mrs. Vanita Bhanot, Director and Chairperson of the Stakeholders' Relationship Committee of your Company, attending this meeting from Jaipur.

Mr. Tarun Kumar Taunk, Independent Director and Chairman of Audit Committee and Nomination and Remuneration Committee of your Company, attending this meeting from Jaipur.

Mr. Mahavir Pratap Sharma, Independent Director of your Company, attending this meeting from Jaipur.

Mr. Himanshu Gupta, Chief Financial Officer of your Company, attending this meeting from Jaipur.

Mr. Amit Kumar Modi, Company Secretary & Compliance Officer of your Company, attending this meeting from Jaipur.

A very warm welcome to each one of you again.

We also have with us Mrs. Shally Agarwal, Partner of M/s Khetawat Agarwal & Co. who are Statutory Auditors of the Company, Mr. Manoj Maheshwari, Partner of M/s V.M. & Associates, who are Secretarial Auditors of the Company and Scrutinizer of the e-voting process for this AGM and Mr. Saurabh Avasthi, Internal Auditor of the Company.

Dear members, they all have joined this meeting through Video Conferencing (VC) from their respective locations.

I would now request to the directors present to elect the Chairman of the meeting.

**Mrs. Vanita Bhanot: Director**

We would like to propose Mr. Deepak Data as the Chairman of this meeting.

**Mr. Tarun Kumar Taunk: Independent Director**

I propose Mr. Deepak Data to be the Chairman of this meeting.

**Mr. Mahavir Pratap Sharma: Independent Director**

I propose Mr. Deepak Data to be the Chairman of this meeting.

**Ms. Mansi Jain: Moderator**

Since all the Board Members have proposed Mr. Deepak Data as the Chairman of the Meeting, I now request Mr. Deepak Data to be the Chairman of this meeting and to occupy the Chair.

**Mr. Deepak Data, Managing Director**

Thank you all. I am happy to Chair this meeting today. May I now request Ms. Mansi Jain to confirm whether the requisite quorum is available.

**Ms. Mansi Jain: Moderator**

Participation of members through video conference is being recorded for the purpose of quorum, as per the circulars issued by MCA, and as per section 103 of the Companies Act, 2013.

At this moment, there are 16 members present through Video Conferencing. We have sufficient quorum for the meeting.

I would now request the elected Chairman, Mr. Deepak Data to take forward the proceedings of this meeting. Over to you sir!

**Mr. Deepak Data, Managing Director:**

Thank you, Ms. Mansi. Good afternoon everyone. I welcome you all once again to this AGM. On behalf of the Board of Directors, I would like to thank you for taking the time out to join us for this AGM today. We have requisite quorum present through Video Conference to conduct the proceedings of this meeting. I call this meeting to order.

I want to take this opportunity to briefly review the company's performance for the financial year 2020-21. I am happy to share that your company is growing and there was a significant increase of about 110.30 % in the Revenue from operations for the financial year gone despite of COVID-19 pandemic.

Your Company's management is trying their level best to improve company's performance and are hopeful to come out with better results in the coming years.

Your support and confidence in us, even in uncertain times like these, drive us to look for more ways to do more, and create greater value.

Now I request Mr. Amit Kumar Modi, Company Secretary & Compliance Officer to take up the proceedings of the AGM further.

Thank you.

**Mr. Amit Kumar Modi, Company Secretary & Compliance Officer:**

Thank you, Sir.

A warm welcome to all the Members attending this 30th Annual General Meeting of the company.

Dear Members, the Company had through a Notice published in the Newspapers, provided the facility to all those Members whose email addresses were not registered, to register the same, for the limited purpose of receiving the AGM Notice along with the Annual Report and the login credentials for participating and voting at the AGM.

The Company also published a notice in the Newspapers furnishing the requisite information relating to the AGM, the remote e-voting and participation in the AGM through Video Conferencing.

Your Company's Annual report for the financial year ended on 31<sup>st</sup> March, 2021 and the Notice of 30th AGM along with the Board's report and the audited financial statements have been duly circulated to you through electronic mode. I seek your permission to take it as read.

There are no qualifications in the reports of the Statutory and the Secretarial Auditors. The requisite statutory registers under the Companies Act, 2013 have been made available electronically for inspection by the members during the AGM. Members seeking to inspect such documents can send their requests to [sardaproteins@yahoo.com](mailto:sardaproteins@yahoo.com).

With this, now I request Ms. Mansi to proceed with items of the AGM notice.

**Ms. Mansi Jain: Moderator**

Thank you, Sir.

Before we proceed, I am pleased to bring to your notice that, the Company had provided the members an opportunity to cast their vote on the resolutions contained in the AGM Notice, by means of remote e-voting. The process of remote e-voting commenced on Monday, September 13, 2021 (09:00 A.M.) and ended on Thursday, September 16, 2021 (05:00 P.M.).

Members who have not cast their vote through remote e-voting and who are participating in this meeting will have an opportunity to cast their votes through voting on e-voting platform of CDSL through which you are joining this meeting. Members may please note that there will be no voting by show of hands. I hope the process is clear to you all.

As the Notice and explanatory statement is already circulated to all the members, I take the Notice convening the meeting as read.

Now, let us begin with the agendas of this meeting.

### **1. Item No. 1 of the Notice – Adoption of Financial Statements**

Members are hereby informed that the Ordinary Resolution as per Item No. 1 of the Notice was pertaining to adoption of the Audited Financial Statements of the Company for the financial year ended on March 31, 2021 together with the Reports of the Board of Directors and Auditors thereon. Further it is to be informed that the same has been circulated to all the members of the Company for their perusal and taken as read.

### **2. Item No. 2 of the Notice – Appointment of Director liable to retire by rotation**

The members are hereby informed that the Ordinary Resolution as per Item No. 2 of the Notice was pertaining to appointment of Director liable to retire by rotation, further the Nomination and Remuneration Committee and Board of Directors in their respective meetings had approved and recommended the appointment of Mrs. Vanita Bhanot (DIN:

08189799), Director, who is liable to retire by rotation, and being eligible offered herself for re- appointment.

**3. Item No. 3 of the Notice – Approval for giving Loan, Guarantee and providing Security to Babulal Edible Oils Private Limited in whom Director of the Company is interested u/s 185 of the Companies Act, 2013.**

The members are hereby informed that the Special Resolution as per Item No. 3 of the Notice was pertaining to approval for giving loan, guarantee and providing security to Babulal Edible Oils Private Limited in whom director of the company is interested u/s 185 of the Companies Act, 2013 duly approved by the Board for adoption.

Further, the approval of Members for an amount of Rs. 1,00,00,000/- (Rupees One Crore Only) in connection with any loan taken by Babulal Edible Oils Private Limited (Borrower Company) was obtained in the 29th Annual General Meeting, but the company found it prudent to extend the limits to Rs. 2,00,00,000/- (Rupees Two Crore Only) considering the future prospects.

Dear Members, as the meeting is convened through VC today, resolutions have already been put to vote through remote e-voting and the requirement to propose and second is not applicable.

The members who wish to speak at the meeting were requested to register themselves as a speaker by sending an e-mail to the Company by 07th September, 2021. Since there were no speakers registered with your company and all the agendas as per the notice have been taken up, this brings us to the end of this meeting.

The Board of directors has appointed Mr. Manoj Maheshwari, Practicing Company Secretary and partner of M/s V. M.& Associates as the scrutinizer to supervise the e-voting process in a fair and transparent manner and issue a report.

The results of the remote e-voting and e-voting during AGM and Scrutinizer report shall be submitted to the Stock Exchange and will also be displayed on the website of the Company within 2 working days from the conclusion of the Meeting.

Now, I request Mr. Amit Kumar Modi, to extend the vote of thanks to the Chair.

**Mr. Amit Kumar Modi, Company Secretary & Compliance Officer:**

It was a pleasure to meet all of you through video conferencing today. I would like to thank our members, directors, auditors, and other stakeholders for their continued support during these challenging times and for their support, cooperation and confidence towards the Company and participations at AGM. We look forward to seeing you all in the next annual general meeting.

Thank You!! Stay Safe & Stay Healthy.

**Ms. Mansi Jain: Moderator**

Thank you, Sir.

Dear members, e-voting facility will be available for the next 15 minutes from now. Members who still not have voted on resolutions are requested to cast their vote on CDSL e-voting system. The detailed process of voting is mentioned in the AGM notice.

Thank You.

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Dear members due to some technical & connectivity issues, now its continuing, the time for e-voting has been completed and the company is of the view that all members who have participated in the Annual General Meeting have been given adequate time and opportunity to vote at the AGM and this concludes the proceedings of the AGM.

The meeting has now been concluded.

Thank you all for participating in the AGM and for e-voting.