



HMA AGRO INDUSTRIES LTD.

(STAR EXPORT HOUSE RECOGNISED BY GOVERNMENT OF INDIA)

CIN No. : L74110UP2008PLC034977

ANNEXURE-A

SUMMARY OF THE PROCEEDINGS OF 16TH (SIXTEENTH) ANNUAL GENERAL MEETING (“AGM”) OF ‘HMA AGRO INDUSTRIES LIMITED’ HELD ON SATURDAY, 28TH SEPTEMBER, 2024.

Pursuant to clause 13 of Para A of Part A of Schedule III read with Regulation 30 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, we are submitting herewith the summary of proceedings of the 16th Annual General Meeting (AGM) of the company.

In accordance with the Notice of 16th Annual General meeting dated 28th August, 2024, the 16th Annual General Meeting of the company **HMA Agro Industries Limited** held on **Saturday, September 28th, 2024 at 03:30 P.M.** through Video Conferencing (“VC”)/Other Audio-Visual Means (“OAVM”) for which purpose the Registered Office of the Company situated at 18A/5/3, Tajview Crossing, Fatehabad Road Agra, Uttar Pradesh-282001 was deemed as the venue of the meeting. **(The meeting Commenced at 03:30 P.M. and concluded at 04:42 P.M.)** in compliance with applicable provisions of the Companies Act, 2013 and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“SEBI Listing Regulations”).

Directors Present though Video Conference:

Mr. Gulzar Ahmad : Chairperson & Whole-time Director.
Mohd. Mehmood Qureshi : Managing Director
Mr. Gulzeb Ahmed : CFO and Whole-Time Director
Mr. Gaurav R. Luthra : Non-Executive Independent Director
Mrs. Bhumika Parwani : Non-Executive Independent Director
Mr. Abhishek Sharma : Non-Executive Independent Director

Invitees Present through Video Conference:

Mrs. Sushma Tiwari : Representative of M/s. MAPSS & Co., Chartered Accountants, Statutory Auditors.
Mr. Ramesh Chandra Sharma : Proprietor of M/s R.C Sharma & Associates, Company Secretaries in practice as well as Secretarial Auditors and Scrutinizer of 16th Annual General Meeting.

In Attendance (through Video Conference):

Mr. Nikhil Sundrani : Company Secretary & Compliance Officer

The meeting was attended by 68 members through VC/OAVM.

Mr. Nikhil Sundrani, Company Secretary and Compliance Officer of the Company welcomed the Members to the **16th** Annual General Meeting, who had joined the Annual General Meeting of the Company by virtual platform. **68** members had joined the meeting through VC/OAVM. In view of the circulars issued by Ministry of Corporate Affairs, the facility to appoint proxy for attending meeting and casting their vote for the members was not provided in the AGM. He then introduced the Board members, the Statutory Auditor and the Secretarial Auditor.

After the confirmation that the requisite quorum being present, **Mr. Gulzar Ahmad**, the Chairperson of the Company, chaired the meeting and called the meeting to order. The Company Secretary introduced the Chairperson, Directors, Chief Financial Officer, Managing Director, Statutory Auditor, Internal Auditor, Secretarial Auditor and Chairperson of the mandatory Committees of the Company. After ensuring that the requisite quorum was present, the Company Secretary invited **Mr. Gulzar Ahmad**, the Chairperson of the meeting, to commence the proceedings of the meeting and give his opening remarks.

The Chairperson delivered his opening remarks and the requisite quorum being present, the meeting was called to order. He then requested Company Secretary to proceed with meeting.

The Company Secretary informed that members to note the following, as part of the proceeding:

- The Statutory Registers such as Register of Directors and Key Managerial Personnel and their shareholding (as per Section 170 of the Companies Act, 2013) and Register of Contracts (as per Section 189 of the Companies Act, 2013) were made available electronically for inspection by sending mail at cs@hmaagro.com during the AGM.
- As the AGM is being held through video conferencing, the facility for appointment of proxies by the members is not applicable and hence the proxy register is not available for inspection.
- The Company engaged National Securities Depositories Limited (NSDL) to provide remote e-Voting facility to the members to exercise their vote in respect of business proposed at the 16th AGM.
- The Company Secretary also informed that in accordance with the provisions of **Section 108** of the Companies Act, 2013, read with **Rule 20** of the Companies (Management and Administration) Rules, 2014 and **Regulation 44** of the SEBI (LODR) 2015, the members have been provided with the facility to exercise their right to vote by electronic means through remote e-voting through NSDL system. **The remote e-voting period commenced on 25th September, 2024 9:00 a.m. and ended on 27th September, 2024 at 5:00 p.m.**
- Members who could not exercise their vote through remote e-Voting were given an opportunity to cast their vote during the 16th AGM and 15 minutes after the conclusion of the meeting.
- Mr. R.C Sharma, Proprietor of M/s. R.C Sharma & Associates, Practicing Company Secretaries, Agra was appointed as the Scrutinizer for the remote e-Voting and e-Voting during the AGM.

The number of shareholders as on cut-off date/ record date 20th September, 2024 are **61481**.

The details of number of shareholders present in the meeting were as follows:

Category	Promoter and Promoter Group	Public	Total
Video Conference	7	61	68
Total	7	61	68

The Notice of the **16th** Annual General Meeting of the Company, Audited Financial statements for the financial year ended **March 31, 2024**, Auditors' Report and Board Report were taken as read. The shareholders were informed that the Statutory Auditor's Report & Secretarial Audit Report do not contain any qualification, observation or adverse remark and therefore with the concurrence of shareholders were taken as read.

The Company Secretary thereafter requested to **Mr. Gulzar Ahmad**, Chairperson and Whole time Director of the Company for addressing shareholders of the meeting. The Chairperson then delivered his speech and gave an overview of business performance; for the year ended 2024 and expressed his outlook about business. He ended up his speech by expressing his gratitude to our stakeholders, Board members, our human capital, and our bankers, suppliers, vendors, sub-contractors.

The Company Secretary then requested the New Managing Director **Mohammad Mehmood Qureshi**, to address the members of the Company to express his views, about business outlook, future vision and progressive road map of the Company.

After that Company Secretary requested to **Mr. Gulzeb Ahmed**, Chief Financial Officer and Whole time Director of the Company to give an overview on Financials of the Company, Mr. Gulzeb Ahmed gave a financial performance of the Company and thorough analytics on financials of the company.

The Chairperson then requested Company Secretary to initiate the transactions as per the Notice of **16th** AGM of the Company.

With the permission of the Chairperson and all the Members present, the Notice of the 16th AGM together with the Annual Report for the FY 2023-24 already circulated was taken as read. The Company Secretary informed the members that the Reports of Statutory Auditors and Secretarial Auditors did not contain any qualifications, observations and adverse remarks. Thereafter, the headings of the resolution items put to vote through remote e-Voting and e-Voting at the 16th AGM was read out as follows:

SR. NO.	RESOLUTIONS	TYPE OF RESOLUTION
ORDINARY BUSINESS		
1.	To receive, consider and adopt the audited financial statements of the Company (Standalone & Consolidated) for the financial year ended March 31, 2024 together with the reports of the Board of Directors ('the Board') and auditors thereon.	Ordinary Resolution
2.	To declare a dividend of @ 30% i.e. 0.30 (Thirty paisa only) each on Equity Shares of the Company of face value of 1/- each for the financial year 2023-24.	Ordinary Resolution
3.	To appoint a director in place of Mr. Gulzar Ahmad, (DIN - 01312305) who retires by rotation and being eligible, offers himself for re-appointment as a director liable to retire by rotation.	Ordinary Resolution

The Chairperson authorized the Company Secretary to declare the voting results, intimate the stock Exchanges and place the same on the website of the Company. The Company Secretary further informed that the Result of the remote e-voting and voting during the AGM shall be disclosed to the Stock Exchange(s) and will be uploaded on the website of the Company and on the website of NSDL (the agency providing e-voting facility) within 2 working days of the conclusion of the AGM.

Thereafter, the **moderator** was requested to invite the speaker Members who have registered as speakers in order of their registration to ask question or seek clarifications/information one by one, with respect to the performance of the Company along with the resolutions as set out in the Notice of **16th** AGM.

After the respective speakers raised their queries, Mr. Gulzeb Ahmed responded to the same and thanked the speaker shareholders for their feedback, queries and suggestions.

It was further informed that since the Meeting was held through virtual mode and the Company has provided facility of voting through electronic modes, there is no requirement for proposing & seconding the resolutions and therefore invited all the members to cast their votes within next 15 minutes.

Company Secretary informed the shareholders that the e-voting will remain open for **15 minutes** after the closure of this meeting to enable those members who have not cast their vote earlier and would like to cast their vote now. On receipt of the Report from the scrutinizer, results of the Voting will be declared and notified on websites of Company, NSDL, BSE & NSE, within prescribed time limit.

R.C. Sharma & Associates, Practicing Company Secretary (**FCS No. 5524, CP No. 7957**), were appointed as the scrutinizer for the purpose of scrutinizing the Remote E-Voting process of **16th** AGM in a fair and transparent manner. The scrutinizer's report and details on the voting results would be uploaded on the website of the Company i.e. <http://hmagroup.co> as well as website of NSDL and Stock Exchanges i.e. BSE Limited and National Stock Exchange India Limited within two working days from the conclusion of the AGM.

The Company Secretary then extended gratitude to all the Shareholders, Directors, Auditors and others for attending the Meeting on virtual platform and declared conclusion of proceedings of the meeting.

For HMA Agro Industries Limited

Nikhil Sundrani
Company secretary & Compliance Officer
M.No: A53307

Date: 28.09.2024

Place: New Delhi