



Date: September 9, 2023.

To,
National Stock Exchange of India Limited
Exchange Plaza,
Bandra Kurla Complex,
Bandra (E),
Mumbai- 400051

BSE Limited
Listing Department
P.J. Towers, 1st Floor,
Dalal Street, Fort,
Mumbai - 400 001

Scrip Name: BHAGERIA

Scrip Code: 530803

Sub: Proceedings of the 34th Annual General Meeting (AGM) of the Company.

Dear Sir / Ma'am,

In accordance with Regulation 30 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations"), we are pleased to submit the summary proceedings of the 34th Annual General Meeting ("AGM") of the Company held on Saturday, September 9, 2023 through Video Conferencing / Other Audio Visual Means. The AGM commenced at 11:30 a.m. and concluded at 11:55 a.m. (excluding the time allowed for e-voting at the AGM)

This is for your information and records.

Thanking you
Yours faithfully,
For Bhageria Industries Limited

KRUNAL
SANJAYKUMAR
ARWALA

Digitally signed by
KRUNAL
SANJAYKUMARWALA
Date: 2023.09.09
14:10:40 +05'30'



Krunal Wala
Company Secretary
& Compliance Officer

Encl. As above



Summary of proceedings of 34th Annual General Meeting of Bhageria Industries Limited

The 34th Annual General Meeting ("AGM") of the Members of **Bhageria Industries Limited** was held on Saturday, September 9, 2023 at 11:30 a.m. (IST) through Video Conferencing ("VC") / Other Audio Visual Means ("OAVM"). The Company, while conducting the Meeting, adhered to the circulars issued by the Ministry of Corporate Affairs ('MCA') and the Securities and Exchange Board of India ('SEBI').

Chairman: Mr. Suresh Bhageria - Chairman, joined the meeting from the registered office of the Company situated at Office No. 1002, 10th Floor, Topiwala Centre, Off S.V. Road, Goregaon (West), Mumbai - 400062 (hereinafter referred as "**Common Venue**") over Video Conference.

The following Directors were present:

Sr. No.	Name	Designation	Location
1.	Mr. Suresh Bhageria	Executive Chairman (WTD) and Chairperson of Risk Management Committee.	Joined over VC from the Common Venue in Mumbai
2.	Mr. Vinod Bhageria	Managing Director	Joined over VC from the Common Venue in Mumbai
3.	Mr. Vikas Bhageria	Jt. Managing Director	Joined over VC from the Common Venue in Mumbai
4.	Mr. S. S. Gupta	Independent Director and Chairperson of Audit Committee, Stakeholders Relationship Committee and Nomination & Remuneration Committee	Joined over VC from the Common Venue in Mumbai
5.	Ms. Ameya Jadhav	Independent Director and Chairperson of Corporate responsibility Committee.	Joined over VC from the Common Venue in J&K.
6.	Prof. (Dr.) G. D. Yadav	Independent Director	Joined over VC from the Common Venue in Mumbai
7.	Mr. M. M. Chitale	Independent Director	Joined over VC from the Common Venue in Mumbai
8.	Mr. Vikas Goel	Independent Director	Joined over VC from the Common Venue in Mumbai

In attendance of:

Sr. No.	Name	Designation	Location
1.	Mr. Krunal Wala	Company Secretary	Joined over VC from the Common Venue in Mumbai
2.	Mr. Rakesh Kachhadiya	Chief Financial Officer	Joined over VC from the Common Venue in Mumbai

The representatives of the Statutory Auditors, Cost Auditors and Secretarial Auditors were present at the Common Venue in Mumbai.





Members attending the Meeting: 42 Members attended the meeting virtually in person/through authorized representatives. In terms of the circulars issued by MCA and SEBI, the requirement of appointing proxies was not applicable.

Quorum: The requisite quorum as required under Section 103 of the Companies Act, 2013 was present.

E-voting: The Members, attending the meeting, who had the right to vote but had not cast their votes through remote e-Voting were given the opportunity to vote using the e-voting platform of CDSL, which was activated at the beginning of the meeting.

Proceedings: After declaring that the requisite quorum for the meeting being present, Mr. Krunal Wala – Company Secretary, welcomed the members of the Company. Thereafter, he introduced all the Directors presented at the Meeting.

It was informed that All the Directors are present at the Annual General Meeting.

Pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014, the Company had provided the remote e-voting facility to the Members in respect of businesses to be transacted at the AGM. The remote e-voting period had commenced on Wednesday, September 6, 2023 at 9:00 a.m. and ended on Friday, September 8, 2023 at 5:00 p.m. Further, the Company had also provided the facility for e-voting during the AGM on all the resolutions to facilitate the Members who were attending the meeting and had not cast their votes earlier through remote e-voting.

Mr. Mahesh Soni failing him Ms. Sonia Chettiar, Partner of M/s. GMJ & Associates, Company Secretaries as Scrutinizer for scrutinizing the remote e-voting process before the AGM and e-voting during the AGM of the Company, in a fair and transparent manner.

It was further informed that the Statutory Registers, as required under the Companies Act, 2013, and the documents that are required to be kept open in terms of the resolutions provided in the AGM Notice, were available for inspection of the Members electronically.

Thereafter, Mr. Suresh Bhageria delivered the Chairman's speech to the members, which includes current scenario, future expansion and operational highlights etc.

With the permission of the members, the Company Secretary stated that the Notice of the 34th Annual General Meeting and the Board's Report along with annexures were taken as read. The Auditors' Report and Secretarial Audit Report, did not contain any observations, qualifications or adverse remarks, were taken as read.

Thereafter, the speaker members were invited to ask their questions and give their opinions and suggestions, if any, and the same were addressed by the Chairman & Chief Financial Officer. The Company Secretary communicated that, if the Members have any queries, they can write to the Company's designated e-mail id, which is info@bhageriagroup.com.

The following resolutions as set out in the Notice convening the AGM were put to vote by Remote e-voting and e-voting during the AGM:





Ordinary Business:

- 1) **As an Ordinary Resolution** - To receive, consider and adopt the Audited Financial Statement (i.e. Standalone & Consolidated) for the financial year ended March 31, 2023 along with reports of the Board of Directors and Auditors thereon.
- 2) **As an Ordinary Resolution** - To declare Dividend on Equity Shares for the year ended March 31, 2023.
- 3) **As an Ordinary Resolution** - To appoint a Director in place of Mr. Suresh Bhageria who retires by rotation and being eligible, offers himself for re-appointment.

Special Business:

- 4) **As a Special Resolution** - To re-appoint Mr. Suresh Bhageria (DIN: 00540285) as the Whole-time Director of the company designated as "Executive Director & Chairman" for a term of 3 (Three) years.
- 5) **As a Special Resolution** - To re-appoint Mr. Vinod Bhageria (DIN: 00540308) as Managing Director of the company for a term of 3 (Three) years.
- 6) **As a Special Resolution** - To re-appoint Mr. Vikas Bhageria (DIN: 02976966) as the Whole Time Director of the company designated as "Jt. Managing Director" for a term of 3 (Three) years.
- 7) **As a Special Resolution** - To re-appoint Mr. M. M. Chitale (DIN 00101004) as Non-Executive Independent Director for a second and final term of 5 (Five) consecutive years.
- 8) **As a Special Resolution** - To appoint Mr. Vikas Goel (DIN 08265897) as Non-Executive Independent Director for a first term of 5 (Five) consecutive years.
- 9) **As an Ordinary Resolution** - Payment of Remuneration to M/s Poddar & Co., Cost Accountants (Firm Registration No. 101734), the Cost Auditors of the Company for the Financial Year 2023-24.

The Chairman authorized the Company Secretary to accept, acknowledge and countersign the Scrutinizers report in connection with the AGM and declare the results of the e-voting in accordance with the requirements prescribed under the Companies Act, 2013 and other applicable laws.

The Chairman stated that the consolidated results of the remote e-voting and e-voting at the AGM venue would be announced within 2 working days of the conclusion of the meeting and the results along with the Scrutinizer's Report would be intimated to the Stock Exchanges in terms of the Listing Regulations and would be placed on the website of the Company and Central Depository Services (India) Limited (CDSL).

A vote of thanks was delivered by the Chairman to the Members for attending and participating in the AGM.

The e-voting facility remained available until 15 minutes after the conclusion of the meeting's proceedings, allowing Members to cast their votes. Once the e-voting process was finished, the Company Secretary officially declared the meeting closed.

The Voting results pursuant to Regulation 44(3) of SEBI (Listing Obligations and Disclosures Requirements) Regulations, 2015 and Report of the Scrutinizer, pursuant to Section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014 will be submitted in due course.

The meeting concluded at 11:55 a.m. (IST). (Excluding the time allowed for e-voting at the AGM)

