

**Date: September 12, 2024**

The Manager Department of Corporate Services <b>Bombay Stock Exchange Limited</b> 1 <sup>st</sup> Floor, New Trading Wing, P.J Towers Dalal Street Fort Mumbai – 400 001 Tel No.: 022.22728073 Scrip Code: 543266	The Manager Listing Department <b>National Stock Exchange of India</b> <b>Limited</b> Exchange Plaza, Bandra Kurla Complex Bandra (East) Mumbai – 400 051 Tel No.: 022-26598235 / 26598458 Scrip Symbol: HERANBA
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Sub: Summary of Proceedings of the 32<sup>nd</sup> Annual General Meeting of the Company under regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

<b>Meeting day, date and Time:</b>	<b>Thursday, September 12, 2024 at 4.00 p.m. through Video Conferencing (VC) / Other Audio Visual through Video Means (OAVM)</b>
<b>Deemed Venue:</b>	Registered Office of the Company at Plot No. 1504/1505/1506/1 GIDC, Phase-III, Vapi, Valsad Gujarat 396195
<b>Directors present:</b>	Mr. Sadashiv Kanyana Shetty, Chairman of the Board & Risk Management Committee attended the meeting through Video Conferencing.  Mr. Raghuram Kanyan Shetty, Managing Director of the Company attended the meeting through Video Conferencing.  Mr. Raunak Raghuram Shetty, Whole Time Director of the Company attended the meeting through Video Conferencing.  Mr. Shirraj Sadashiv Shetty, Whole Time Director of the Company attended the meeting through Video Conferencing.  Mr. Mulky Vishwanatha Shetty, Independent Director and Chairman of Corporate Social Responsibility attended the meeting through Video Conferencing.

**CORPORATE OFFICE:**  
2nd Floor, A Wing, Fortune Avirahi, Jambli Galli  
Jain Derasar Road, Borivali (W), Mumbai - 400 092.

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**HERANBA**<sup>®</sup>  
INDUSTRIES LIMITED

	<p>Mr. Anilkumar Mohanraj Marlecha, Independent Director and Chairman of Stakeholders Relationship Committee attended the meeting through Video Conferencing.</p> <p>Mr. Ganesh Narayan Vanmali, Independent Director of the Company and Chairman of Audit Committee and Nomination and Remuneration Committee attended the meeting through Video Conferencing.</p> <p>Ms. Reshma Dagdu Wadkar, Independent Director of the Company attended the meeting through Video Conferencing.</p>
<b>Other Attendees:</b>	<p>Mr. Raj Kumar Bafna, Chief Financial Officer of the Company attended the meeting through video conferencing.</p> <p>Mr. Abdul Latif, Company Secretary and Compliance Officer of the Company attended the meeting through video conferencing.</p> <p>Mr. N Jayendran, Partner, Natvarlal Vepari &amp; Co., Statutory auditors of the company attended the meeting through video conferencing.</p> <p>Mr. Tapan Gaitonde, Cost auditors, attended the meeting through video conferencing.</p> <p>Mr. Kamal Dharewa, Director, KD Practice Consulting Pvt. Co., Internal auditors attended the meeting through video conferencing.</p> <p>Mr. K. C. Suthar, Practicing Company Secretary, Scrutinizer and Secretarial Auditor attended the meeting through video conferencing.</p>
<b>Chairman:</b>	<p>Mr. Sadashiv Kanyana Shetty, Chairman of the Board chaired the meeting.</p>
<p>Total 61 shareholders were present in the meeting who attended through OAVM mode.</p>	

The Chairman informed that the requisite quorum being present, the proceeding of meeting was commenced at 4.00 p.m.

The Chairman welcomed the members.

The Shareholders were informed that the entire board along with the statutory auditor, cost auditor, internal auditor, secretarial auditor and scrutinizer and CFO, Company Secretary of the Company were present at the meeting.

The Chairman further informed that the reports of the Statutory Auditor on the financial statements and the report of the Secretarial Auditor did not contain any qualification or adverse remarks.

It was further informed that the Registers of Directors and KMP Shareholding / documents required to be placed at the meeting were available on the website for inspection till the conclusion of this meeting.

As the meeting was conducted through video conferencing, the requirement of appointing proxies was also not applicable, except for the authorized representatives of corporate shareholders.

The shareholders were further informed that the Notice convening the 32<sup>nd</sup> AGM and the Annual Report containing Auditor Report and other Statutory Reports for the financial year ended 31<sup>st</sup> March, 2024 was circulated electronically to the members of the Company and physical copy of the Annual Report were also sent to the shareholders who requested for the same. The said Notice comprising the below mentioned Business and Resolutions were taken as read:

### **Ordinary Business:**

#### **RESOLUTION NO.1: Ordinary Resolution**

To receive, consider and adopt the Audited Standalone and Consolidated financial statements as on March 31, 2024 and the reports of the Board of Directors and the Auditors thereon.

#### **RESOLUTION NO.2: Ordinary Resolution**

To confirm and further declare a dividend @ ₹ 1.25/- (Rupees One and Paise Twenty Five) per equity share of the face value of Rs. 10.00 (Rupees Ten) each (i.e. 12.5 % of Face Value of ₹ 10) for the financial year ended March 31, 2024.

#### **RESOLUTION NO.3: Ordinary Resolution**

To appoint a director in place of **Shri Sadashiv K. Shetty (DIN: 00038681)**, Whole-Time Director designated as Executive Chairman retired by rotation being eligible for the re-appointment, offers himself for re-appointment.

#### **RESOLUTION NO. 4: Ordinary Resolution**

To appoint a director in place of **Shri Raghuram K. Shetty (DIN: 00038703)**, Managing Director retired by rotation being eligible for the re-appointment, offers himself for re-appointment.

#### **Special Business:**

#### **RESOLUTION NO.5: Ordinary Resolution**

This Resolution was dropped

#### **RESOLUTION NO.6: Special Resolution**

Approval for increase in overall borrowing limits of the Company as per Section 180 (1) (c) of the Companies Act, 2013:

#### **RESOLUTION NO.7: Special Resolution**

Creation of security on the properties of the Company, both present and future, in favour of lenders:

#### **RESOLUTION NO. 8: Ordinary Resolution**

Ratification of the remuneration payable to the Cost Auditors of the Company for the Financial Year 2023-24 and 2024-25.

The facility of remote e-voting was available from September 09, 2024 at 9:00 a.m. and ended on September 12, 2024 at 5:00 p.m. However, the members who could not avail the remote e-voting facility can vote as per the time allowed by our scrutinizer in this regard.

He also informed that the formality of "proposed by" and "seconded by" need not be adhered to as per the Circular issued by MCA/SEBI".

Thereafter, the Chairman and the Managing Director delivered their speech.

After the Speech by Chairman and Managing Director, the Window for speaker was opened and they raised the queries one by one.

All the queries raised by the speaker shareholders, were answered by the Board.

The Chairman then thanked all the speakers for being active part of our AGM.

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Then the Chairman informed that Mr. K C Suthar, an experienced Practicing Company Secretary, was appointed as the Scrutinizer to scrutinize the remote e-voting and venue e-Voting at the AGM in a fair and transparent manner.

Then Mr. K.C. Suthar was requested to let the shareholders know till what time the voting window shall remain open.

Mr. K C Suthar informed that Venue e-voting would be opened for members for 30 minutes, who could not cast their vote earlier by way of Remote e-voting.

It was informed that the Scrutinizer will prepare the consolidated report (e-voting & Venue Voting) and give to the Authorised Representative of the Company for declaration within 48 hours.

It was informed that the consolidated results along with the Scrutinizer Report would be intimated to the concerned Stock Exchanges and would be placed on the Company's website and on the website of Bigshare Services Private Limited within 48 hours of the conclusion of the meeting.

The meeting ended with a vote of thanks to the Chair.

The Meeting commenced at 4.00 p.m. (IST) and concluded at 4.52 p.m. (IST).

Thanking you.

Yours faithfully,

**For Heranba Industries Limited**

**Abdul Latif**

**Company Secretary and Compliance Officer**

**Membership No.: A17009**