

EMMESSAR BIOTECH & NUTRITION LIMITED

29, Kamer Building, 4th floor, 38, Cawasji Patel Street, Fort, Mumbai – 400 001
Tel: 022-35661373/35664530 Email: enquiries@ebnl.org Website: www.ebnl.org
Investors Grievance Email: investors@ebnl.org CIN No. L24110MH1992PLC065942

EBN/2021/S-LDF98

September 30, 2021

The Manager
The Department of Corporate Service
BSE Limited
Floor 25, Phiroze Jeebhoy Towers
Dalal Street, Fort, Mumbai – 400 001,

Dear Sir / Madam,

Sub: Outcome of 29th Annual General Meeting held on September 30, 2021 & Scrutinizer Reports
Ref: Scrip Code No. 524768

Dear Sir,

In terms of the General Circulars No. 20/ 2020 dated May 5, 2020; No. 14/ 2020 dated April 8, 2020 and No.17/2020 dated April 13, 2020 issued by the Ministry of Corporate Affairs and in applicable provisions of the Companies Act, 2013 and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('Listing Regulations') the 29th Annual General Meeting of the Company was held on 30th September, 2021 at 10.30 a.m. through Video conferencing (VC)/ Other Audio Visual Means ('OAVM') to transact the business as stated in the Notice of AGM. In this regard, please find enclosed the following Annexures, as required in terms of Regulation 30 of the Listing Regulations.

1. Annexure – A: The summary of the proceedings of the AGM.
2. Annexure – B: The Scrutinizer's Report dated 30th September 2021, pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014, attached and marked as.

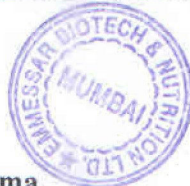
You are kindly requested to take this on record.

Thanking you,

Yours faithfully,

For Emmessar Biotech & Nutrition Limited

Priyanka O. Sharma



Priyanka O. Sharma
Company Secretary
ICSI Membership No.: A52518

Regd. Office & Factory: Plot No. T-3/2, MIDC Area, Talaja – 410208. Dist. Raigad. Maharashtra.
Email: enquiries@ebnl.org Website: www.ebnl.org



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Annexure – A

SUMMARY OF THE PROCEEDINGS OF THE 29th ANNUAL GENERAL MEETING

The 29th Annual General Meeting (AGM) of the members of Emmessar Biotech & Nutrition Limited was held 30.09.2021 at 10.30 a.m. through Video Conferencing (VC) / Other Audio Visual Means (OAVM). The Meeting was conducted in accordance with the circulars issued by the Ministry of Corporate Affairs (MCA) and the Securities and Exchange Board of India (SEBI).

Mr. Ashok M. Kadakia, Chairman, chaired the 29th AGM and welcomed the members. The business before the meeting was taken up as quorum was present at the beginning and throughout the meeting. He also welcomed the members and briefed them on certain points relating to their participation at the Meeting through VC/ OAVM.

Mr. M. S. Raghavan Ayyangar, Managing Director, introduced the members present and spoke about the Company's performance. He also informed the members that he had answered all the queries of the speakers through email.

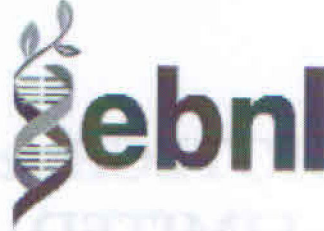
The following members were present at the meeting:

1. Mr. Ashok M. Kadakia – Chairman
2. Mr. M. S. Raghavan Ayyangar – Managing Director
3. Mr. Vijay K. Agrawal – Director
4. Dr. (Mrs.) Anuradha S. Raghavan
5. Mr. Jeyavel B. Nadar – Exe. Director and Chief Financial Officer
6. Mr. Mohan V. – Auditor
7. Mr. Dinesh Kumar Deora – Scrutinizer
8. Mrs. Priyanka O. Sharma – Company Secretary
9. Mr. I.J. Pereira – Compliance Officer

Mrs., Priyanka O. Sharma – Company Secretary & Compliance Officer read the items of Ordinary business as listed under Serial Nos. 1 to 4 below which were transacted through remote e-voting and through e-voting at the AGM venue. All the members present voted in favour and none voted against the same.

1. Ordinary Resolution: Adoption of Directors Report and Audited financial statements for the year ended March 31, 2021 and the Auditors Report thereon.
2. Re-appointment of Director, Dr. (Mrs.) Anuradha Srinivasa Raghavan (DIN No. 06557718), who retires by rotation for a term of 5 (Five) years.
3. Re-appointment of Mr. Anantharama Sethumani Subramanian (DIN No. 00004479) as an Independent Director for a term of 5 (Five) years.
4. To appoint Mr. Jeyavel Balaji Nadar (DIN: 08163899) as Whole Time Director for a term of 5 (Five) years.

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: 2 :

With the permission of the members present, the Notice convening the 29th AGM and the Directors' Report were taken as read.

In accordance with provisions of the Companies Act, 2013, and the rules framed there under and Regulation 44 of the SEBI (LODR) Regulations 2015, the Company had provided electronic facility to the members entitled to cast their vote through remote e-Voting, from 9 a.m. on 27th September, 2021 till 5 p.m. on 29th September, 2021. The Company had also arranged for e-voting at the time of AGM on all 4 (four) Resolutions forming part of the Notice of the AGM for those members who had not cast their vote through remote e-voting. Mr. Dinesh Kumar Deora, Practicing Company Secretary has been appointed as the Scrutinizer for the e-voting at the AGM.

Members present at the Meeting were given an opportunity to ask questions / speak. There were no questions raised during the meeting. There were 4 speakers registered but none attended the meeting.

Post the speech session, the Chief Financial officer informed on the e-voting process and that the consolidated voting results will be disseminated on the website of the Bombay Stock Exchange at www.bseindia.com and will also be made available on the Company's Website at www.ebnl.org.

The Chairman, Mr. Ashok M. Kadakia and the Company Secretary, Mrs. Priyanka O. Sharma, thanked the members present at the meeting. The Chairman also thanked the Directors, Auditors and Scrutinizer for joining the meeting. The e-voting was kept open for next 30 minutes to enable the members to cast their vote.

The meeting concluded at 11.00 a.m. with a vote of thanks to the Chair and e-voting ended at 11:30 a.m.

This is for your information and record.

Thanking you,

For Emmessar Biotech & Nutrition Limited



Priyanka O. Sharma
Company Secretary
ICSI Membership No.: A52518

Regd. Office & Factory: Plot No. T-3/2, MIDC Area, Taloja – 410208. Dist. Raigad. Maharashtra.
Email: enquiries@ebnl.org Website: www.ebnl.org

EMMESSAR BIOTECH & NUTRITION LIMITED

(CIN NUMBER: L24110MH1992PLC065942)

Registered Office: PLOT NO T/3/2 MIDC AREA P OBOX 39 TALOJA RAIGAD,
MAHARASHTRA-410208

CONSOLIDATED SCRUTINISER'S REPORT

ON

THE E-VOTING PROCESS (REMOTE E-VOTING) AND
ELECTRONIC VOTING (E-VOTING) CONDUCTED AT THE
29TH ANNUAL GENERAL MEETING OF EMESSAR BIOTECH
& NUTRITION LIMITED HELD THROUGH VIDEO
CONFERENCING ("VC")/ OTHER AUDIO-VISUAL MEANS
("OVAM") ON THURSDAY, SEPTEMBER 30, 2021

C.S. C.A. Dinesh Kumar Deora
Company Secretaries

[Registered Valuer - Securities & Financial Assets and Insolvency Resolution Professional]

ADDRESS: 205, 2ND FLOOR, NADIADWALA MARKET, PODDAR ROAD, MALAD (EAST),
MUMBAI-400097

Tel 022-28443641 Mob 09321018355

Email: dinesh.deora@yahoo.com Website: www.dmnscs.co.in



C.S. C.A. Dinesh Kumar Deora
Company Secretaries

[Registered Valuer - Securities & Financial Assets and Insolvency Resolution Professional]

ADDRESS: 205, 2ND FLOOR, NADIADWALA MARKET, PODDAR ROAD, MALAD (EAST),
MUMBAI-400097

Tel 022-28443641 Mob 09321018355

Email: dinesh.deora@yahoo.com Website: www.dmnscs.co.in

Report of the Scrutinizer

[Pursuant to Section 108 of the Companies Act, 2013 and Rule 20 of Companies
(Management and Administration) Rules, 2014 as amended]

To,

The Chairman

Of 29th Annual General Meeting of the Members of EMESSAR BIOTECH & NUTRITION LIMITED
Thursday, September 30, 2021 at 10:30 a.m. (IST) through Video Conferencing
("VC")/Other Audio Visual Means ("OAVM")

Dear Sir,

I, Dinesh Kumar Deora, Practicing Company Secretary, having my Office at 205, 2nd Floor, Nadiadwala Market, Poddar Road, Malad(East), Mumbai-400097, appointed by the Board of EMESSAR BIOTECH & NUTRITION LIMITED ("The Company") as the Scrutinizer for the purpose of scrutinizing e-voting process (remote e-voting) and electronic voting (e-voting) conducted at the 29th Annual General Meeting ("AGM") pursuant to the provisions of Section 108 of the Companies Act 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended and in accordance with Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 for the 29th AGM of the Company held *through Video Conferencing ("VC") / Other Audio Visual Means ("OAVM")* on Thursday, September 30, 2021 at 10:30 a.m. (IST). I say, I am familiar and well versed with the concept of electronic voting system as prescribed under the said Rules.

I submit report as under:

- a) The AGM is held in compliance with the MCA Circular dated May 5, 2020 read with circulars dated April 8, 2020, April 13, 2020 and General Circular No. 02/2021 dated January 13, 2021 (collectively referred to as "MCA Circulars") and SEBI Circular dated May 12, 2020 the validity of which has been extended till December 31, 2021 by SEBI, vide its Circular No. SEBI/HO/CFD/CMD2/CIR/P/2021/11 dated January 15, 2021 ("SEBI Circulars") regarding holding of the AGM through Video Conferencing (VC) / Other Audi-Visual Means (OAVM), without the physical presence of the Members at a common venue and as confirmed by the Company, the Notice of the AGM along with the Annual Report 2020-21 has being sent only through electronic mode to those Members whose e-mail addresses are registered with the Company, RTA or CDSL / NSDL ("Depositories").
- b) The Compliance with the provisions of the Companies Act, 2013 and the Rules made there under relating to e-Voting (which includes remote e-Voting and the electronic voting, provided at the AGM) to the Members on the resolutions proposed in the Notice calling the 29th AGM of the Company was the responsibility of the



Management. My responsibility as a scrutinizer was to ensure that the voting process is conducted in a fair and transparent manner, and render a consolidated scrutinizer's report on the voting to the Chairman on the resolutions.

- c) The e-voting facility both for e-voting prior to the AGM (remote e-voting) was provided by *Link Intime India Private Limited ("LI IPL")* and voting at the AGM by electronics means (e-voting) was provided by *Link Intime India Private Limited ("LI IPL")*.
- d) The Members of the Company as on the "cut-off" date i.e., Thursday, September 23, 2021 were entitled to vote on the resolution no's 1 to 4 as set out in the notice of AGM.
- e) The remote e-voting period commenced on Monday, September 27, 2021 09:00 a.m. (IST) and concluded on Wednesday, September 29, 2021 5:00 p.m. (IST).
- f) At the 29th AGM of the Company held on Thursday, September 30, 2021, the facility to vote through electronic voting system had been provided to facilitate voting for those Members who were present at the Meeting through VC/OAVM but could not participate in the Remote e-Voting to record their votes on the resolutions to be passed.
- g) After the closure of the e-voting at the AGM, the votes cast through e-voting at the AGM and through remote e-voting prior to the date of AGM were unblocked on Thursday, September 30, 2021 around 11.12 p.m. in the presence of two witnesses who are not in the employment of the Company.
- h) *I hereby submit a consolidated scrutinizer's report pursuant to rule 20(4) (xii) of the Companies (Management and Administration) Rules, 2014 on the resolutions contained in the Notice of the aforesaid 29th AGM based on the scrutiny of remote e-voting and the electronic voting at the AGM and votes cast therein based on the data downloaded from the Link Intime India Private Limited (LI IPL).*
- i) The results of the Remote e-Voting together with that of the voting through electronic voting system conducted at the AGM through VC/OAVM are as under:

1. RESOLUTION NO. 1 AS AN ORDINARY RESOLUTION

To receive, consider and adopt the Audited Financial Statements of the Company for the Financial Year ended March 31, 2021 along with the reports of the Board of Directors and the Auditors thereon and in this regard to pass the following resolution as an Ordinary Resolution:

RESOLVED THAT the Audited Financial Statements of the Company for the Financial Year ended March 31, 2021 and the reports of the Board of Directors and Auditors thereon laid before this meeting, be and are hereby considered and adopted."

Particulars	No. of Members Voted	No. of Votes cast by them	Total Votes

[Handwritten Signature]

DINESH KUMAR DEORA
 Mem. FCS 5683
 COP 4119
 Company Secretaries

		Remote e-voting	Electronic Voting at AGM	Remote e-voting	Electronic Voting at AGM	No. of votes	%
(a)	Total Votes cast	35	1	490371	1038520	1528891	100.00
(b)	Invalid votes	0	0	0	0	0	0
(c)	Total Valid Votes Cast	35	1	490371	1038520	1528891	100.00
(d)	Votes "FOR" the resolution	35	1	490371	1038520	1528891	100.00
(e)	Votes "AGAINST" the resolution	0	0	0	0	0	0

Thus, the Ordinary Resolution as contained in Item No. 1 of the Notice dated 7th September, 2021 is passed with REQUISITE MAJORITY.

2. RESOLUTION NO. 2 AS AN ORDINARY RESOLUTION

To appoint Dr. (Mrs.) Anuradha Srinivasa Raghavan (DIN: 06557718), who retires by rotation at this Annual General Meeting and being eligible, offers herself for reappointment as Director and in this regard to pass the following resolution as an Ordinary Resolution.

"RESOLVED THAT pursuant to the provisions of Section 152 of the Companies Act, 2013, Dr. (Mrs.) Anuradha Srinivasa Raghavan (DIN: 06557718), who retires by rotation at this meeting and being eligible has offered herself for re-appointment, be and is hereby re-appointed as a Director of the Company, liable to retire by rotation."

Particulars	No. of Members Voted		No. of Votes cast by them		Total Votes	
	Remote e-voting	Electronic Voting at AGM	Remote e-voting	Electronic Voting at AGM	No. of votes	%
(a) Total Votes cast	35	1	490371	1038520	1528891	100.00
(b) Invalid votes	0	0	0	0	0	0
(c) Total Valid Votes Cast	35	1	490371	1038520	1528891	100.00
(d) Votes "FOR" the resolution	35	1	490371	1038520	1528891	100.00

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(e)	Votes "AGAINST" the resolution	0	0	0	0	0	0
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Thus, the Ordinary Resolution as contained in Item No. 2 of the Notice dated 7th September, 2021 is passed with REQUISITE MAJORITY.

3. RESOLUTION NO. 3 AS AN ORDINARY RESOLUTION

To consider appointment of Mr. Anantharama Sethumani Subramanian (DIN: 00004479) as an Independent Director for a term of 5 (Five) years effective from November 06, 2020 till November 05, 2025 and in this regard, pass the following resolution as an Ordinary Resolution:

Particulars	No. of Members Voted		No. of Votes cast by them		Total Votes	
	Remote e-voting	Electronic Voting at AGM	Remote e-voting	Electronic Voting at AGM	No. of votes	%
(a) Total Votes cast	35	1	490371	1038520	1528891	100.00
(b) Invalid votes	0	0	0	0	0	0
(c) Total Valid Votes Cast	35	1	490371	1038520	1528891	100.00
(d) Votes "FOR" the resolution	35	1	490371	1038520	1528891	100.00
(e) Votes "AGAINST" the resolution	0	0	0	0	0	0

Thus, the Ordinary Resolution as contained in Item No. 3 of the Notice dated 7th September, 2021 is passed with REQUISITE MAJORITY.

4. RESOLUTION NO. 4 AS AN ORDINARY RESOLUTION

To appoint Mr. Jeyavel Balaiah Nadar (DIN: 08163899) as Whole Time Director and in this regard, pass the following resolution as an Ordinary Resolution:

Particulars	No. of Members Voted	No. of Votes cast by them	Total Votes

[Handwritten Signature]



		Remote e-voting	Electronic Voting at AGM	Remote e-voting	Electronic Voting at AGM	No. of votes	%
(a)	Total Votes cast	35	1	490371	1038520	1528891	100.00
(b)	Invalid votes	0	0	0	0	0	0
(c)	Total Valid Votes Cast	35	1	490371	1038520	1528891	100.00
(d)	Votes "FOR" the resolution	35	1	490371	1038520	1528891	100.00
(e)	Votes "AGAINST" the resolution	0	0	0	0	0	0

Thus, the Ordinary Resolution as contained in Item No. 4 of the Notice dated 7th September, 2021 is passed with REQUISITE MAJORITY.

All the relevant records of Voting are under my safe custody until the Chairman considers, approves and signs the Minutes of the 29th Annual General Meeting and the same shall be handed over to the Chairman or the Company Secretary of the Company for safe keeping.

Thanking You,

Sincerely,




Dinesh Kumar Deora
Practising Company Secretary
FCS No. 5683 CP No. 4119
[UDIN: F005683C001045755]

Place: Mumbai

Date: September 30, 2021