



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/2022/S-LDF 037

August 08, 2022

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

Sub: Outcome of 30th Annual General Meeting held on August 08, 2022 & Scrutinizer Reports
Ref: Scrip Code No. 524768

Dear Sir / Madam,

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, 22/2020 dated June 15, 2020, 33 / 2020 dated September 28, 2020, 39/2020 dated December 31, 2020 and 02/2021 dated January 13, 2021 issued by the Ministry of Corporate Affairs and in applicable provisions of the Companies Act, 2013 and Securities and Exchange Board of India (SEBI) Circular Number SEBI / HO / CFD / CMD1 / CIR / P / 2020 / 79 dated May 12, 2020 and SEBI / HO / CFD/ CMD2/ CIR / P/ 2021/11 dated January 15, 2021 and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('Listing Regulations') the 30th Annual General Meeting of the Company was held on 08th August, 2022 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 read with Part A of Schedule III of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

1. Annexure – A: The summary of the proceedings of the AGM.
2. Annexure – B: The Scrutinizer's Report dated 08th August 2022, 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


Jeyavel B. Nadar
Executive Director
DIN No.: 08163899



Encl: Annexure A & Annexure B

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

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

Annexure – A

SUMMARY OF THE PROCEEDINGS OF THE 30th ANNUAL GENERAL MEETING

The 30th Annual General Meeting (AGM) of the members of Emmessar Biotech & Nutrition Limited was held on Monday, August 08, 2022 at 10.45 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 30th AGM. Ms. Priyanka O. Sharma, Company Secretary and Compliance Officer welcomed the members. The business before the meeting was taken up as quorum was present at the beginning and throughout the meeting. She also welcomed the members and briefed them on certain points relating to their participation at the Meeting through VC/ OAVM.

Mr. Srinivasa Raghavan Mathurakavi 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:

01. Mr. Ashok M. Kadakia – Chairman & Independent Director
02. Mr. Srinivasa Raghavan Mathurakavi Ayyangar – Managing Director
03. Mr. Vijaykumar R. Agrawal – Independent Director
04. Mrs. Rajalakshmi S. Raghavan – Non-Executive Director
05. Dr. (Mrs.) Anuradha S. Raghavan – Non-Executive Director
06. Dr. (Mrs.) Sarada S. Raghavan – Non-Executive Director
07. Mr. Jeyavel B. Nadar – Exe. Director and Chief Financial Officer
08. Mr. Dinesh Kumar Deora – Scrutinizer
09. Mrs. Priyanka O. Sharma – Company Secretary & 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.

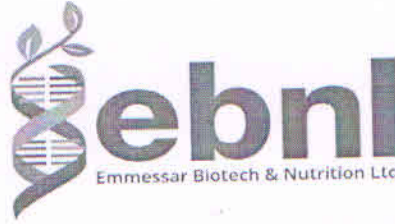
ORDINARY BUSINESS:

1. Adoption of Directors Report and Audited financial statements for the year ended March 31, 2022 and the Auditors Report thereon.
2. Re-appointment of Director, Dr. (Mrs.) Sarada Srinivasa Raghavan (DIN No. 06641146), who retires by rotation.

SPECIAL BUSINESS:

3. Appointment of Mrs. Rajalakshmi Srinivasa Raghavan (DIN No. 00091382) as a Non-Executive Director.
4. Re-appointment of Mr. Srinivasa Raghavan Mathurakavi Ayyangar (DIN: 00090266) as Managing Director.

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



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

: 2 :

With the permission of the members present, the Notice convening the 30th 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 09.00 a.m. on 5th August, 2022 till 05.00 p.m. on 7th August, 2022. 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 6 speakers registered for the meeting. 4 speakers raised the questions which were answered by Srinivasa Raghavan Mathurakavi Ayyangar, Managing Director and Mr. Jeyavel B. Nadar, Executive Director.

Post the speech session, Mr. Jeyavel B. Nadar, 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 began at 10.45 a.m. and concluded at 11.10 a.m. with a vote of thanks to the Chair and e-voting ended at 11:40 a.m.

This is for your information and record.

Thanking you,

For Emmessar Biotech & Nutrition Limited


Jeyavel B. Nadar
Executive Director
DIN No.: 08163899
Encl: Annexure A & Annexure B



Regd. Office & Factory: Plot No. T-3/2, MIDC Area, Talaja – 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
30TH ANNUAL GENERAL MEETING OF EMESSAR BIOTECH
& NUTRITION LIMITED HELD THROUGH VIDEO
CONFERENCING ("VC")/ OTHER AUDIO-VISUAL MEANS
("OVAM") ON MONDAY, AUGUST 08, 2022



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 30th Annual General Meeting of the Members of EMESSAR BIOTECH & NUTRITION LIMITED
Monday, August 08, 2022 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 30th 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 30thAGM of the Company held *through Video Conferencing ("VC") / Other Audio Visual Means ("OVAM")* on Monday, August 08, 2022 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 General Circular No. 2/2022 dated May 5, 2022 read with General Circular Nos. 20/2020 dated May 5, 2020, Circular No. 14/2020 dated April 8, 2020, Circular No. 17/2020 dated April 13, 2020 and Circular No. 02/2021 dated 13.01.2021 (hereinafter collectively referred to as "MCA Circulars") and SEBI Circular SEBI/HO/CFD/CMD2/CIR/P/2022/62 dated May 13, 2022 read with SEBI circular No. SEBI/HO/CFD/CMD1/CIR/P/2020/79 dated May 12, 2020 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 2021-22 has been 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 30th 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., Friday, July 22, 2022 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 Friday, August 05, 2022 09:00 a.m. (IST) and concluded on Sunday, August 07, 2022 5:00 p.m. (IST).
- f) At the 30th AGM of the Company held on Monday, August 08, 2022, 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 Monday, August 08, 2022 around 11.40 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 30th 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, 2022 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.

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	40	0	1615396	0	1615396	100.00
(b)	Invalid votes	0	0	0	0	0	0
(c)	Total Valid Votes Cast	40	0	1615396	0	1615396	100.00
(d)	Votes "FOR" the resolution	38	0	1582740	0	1582740	97.9785
(e)	Votes "AGAINST" the resolution	2	0	32656	0	32656	2.0215

Thus, the Ordinary Resolution as contained in Item No. 1 of the Notice dated 21st May, 2022 is passed with REQUISITE MAJORITY.

2. RESOLUTION NO. 2 AS AN ORDINARY RESOLUTION

To appoint Dr. (Mrs.) Sarada Srinivasa Raghavan (DIN: 06641146), who retires by rotation at this Annual General Meeting and being eligible, offers herself for re-appointment as Director and in this regard to 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	40	0	1615396	0	1615396	100.00
(b) Invalid votes	0	0	0	0	0	0
(c) Total Valid Votes Cast	40	0	1615396	0	1615396	100.00
(d) Votes "FOR" the resolution	38	0	1582740	0	1582740	97.9785
(e) Votes "AGAINST" the resolution	2	0	32656	0	32656	2.0215



Thus, the Ordinary Resolution as contained in Item No. 2 of the Notice dated 21st May, 2022 is passed with REQUISITE MAJORITY.

3. RESOLUTION NO. 3 AS A SPECIAL RESOLUTION

Regularization of Additional Director Mrs. Rajalakshmi Srinivasa Raghavan (DIN: 00091382) as the Director of the Company

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	40	0	1615396	0	1615396	100.00
(b)	Invalid votes	0	0	0	0	0	0
(c)	Total Valid Votes Cast	40	0	1615396	0	1615396	100.00
(d)	Votes "FOR" the resolution	38	0	1582740	0	1582740	97.9785
(e)	Votes "AGAINST" the resolution	2	0	32656	0	32656	2.0215

Thus, the Special Resolution as contained in Item No. 3 of the Notice dated 21st May, 2022 is passed with REQUISITE MAJORITY.

4. RESOLUTION NO. 4 AS A SPECIAL RESOLUTION

RE-APPOINTMENT OF MR. SRINIVASA RAGHAVAN MATHURAKAVI AYYANGAR (DIN NUMBER: 00090266) AS MANAGING DIRECTOR:

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	40	0	1615396	0	1615396	100.00
(b)	Invalid votes	0	0	0	0	0	0
(c)	Total Valid	40	0	1615396	0	1615396	100.00



	Votes Cast						
(d)	Votes "FOR" the resolution	38	0	1582740	0	1582740	97.9785
(e)	Votes "AGAINST" the resolution	2	0	32656	0	32656	2.0215

Thus, the **Special Resolution** as contained in Item No. 4 of the Notice dated 21st May, 2022 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 30th 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: F005683D000757797]

Place: Mumbai
Date: August 08, 2022