

CHANDRA PRABHU INTERNATIONAL LIMITED

CIN L51909DL1984PLC019441



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Date: 25th September, 2023

CORPORATE ANNOUNCEMENT

**The Deptt. of Corporate Services,
Bombay Stock Exchange Limited,**
Rotunda Building, P J Towers,
Dalal Street, Fort,
Mumbai – 400 001.

Script Code-530309

SUB: PROCEEDING OF 38th ANNUAL GENERAL MEETING OF M/S CHANDRA PRABHU INTERNATIONAL LIMITED HELD THROUGH VIDEO CONFERENCING ("VC")/OTHER AUDIO VISUAL MEANS {"OAVM"}.

Dear Sir/ Madam,

Pursuant to Regulation 30 of SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015 read with Schedule III Part A Para A (13), this is to inform you that the 38th Annual General Meeting of the Company held on Monday, the September 25, 2023 was duly convened at 11.30 A.M. through Video Conferencing ("VC")/Other Audio Visual Means {"OAVM"} and was duly concluded at 11:57 P.M. The Meeting was held in compliance with the circulars of Ministry of Corporate Affairs (MCA), Securities and Exchange Board of India {SEBI} Circular and other applicable provisions.

DIRECTORS PRESENT:

Mr. Gajraj Jain: Chairman Cum Managing Director- Attended through Video Conferencing/Other Audio Visual Means)

Mr. Jitendra Kumar Mishra: Independent Director- Attended through Video Conferencing/Other Audio Visual Means)

Mr. Punit Jain: Independent Director - Attended through Video Conferencing/Other Audio Visual Means)

Mr. Pradeep Kumar Goyal: Director (Non Executive Non Independent)-Attended through Video Conferencing/Other Audio Visual Means)

IN ATTENDANCE:

Mr. Atul Jain: Chief Operating Officer (COO)- Attended through Video Conferencing/Other Audio Visual Means

Mr. Amar Singh: Chief Financial Officer (CFO) -Attended through Video Conferencing/Other Audio Visual Means

Ms. Komal: Company Secretary & Compliance Officer -Attended through Video Conferencing/Other Audio Visual Means

Mr. Krishna Kumar Singh: Secretarial Auditor & Scrutinizer- Attended through Video Conferencing/Other Audio Visual Means

Mr. J C Verma: Proposed Statutory Auditor- Attended through Video Conferencing/Other Audio Visual Means

The number of shareholders as on record date 18th September, 2023 was 7922.

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

Category	Promoter and Promoter group	Public	Total
In Person	N.A.	N.A.	-
Through Proxy / Authorised Representative	N.A.	N.A.	-
Through Video Conferencing/ Other Audio Visual Means	4	102	106
Total	4	102	106

The Company Secretary welcomed the Members to the Meeting and briefed them on certain procedural and technical points relating to the participation at the Meeting through VC.

It was informed that the Company had tied up with National Securities Depositories Limited (NSDL) to **provide** facility for voting through remote e-voting, e-voting during the AGM and participation in the AGM through VC / OAVM facility. Further the Notice of 38th AGM and Annual Report for FY 2022-23 were sent by e-mail to all the Members whose e-mail address is registered with the Company or the Depository Participant(s) in compliance with aforementioned MCA and SEBI Circulars.

Mr. Gajraj Jain, Chairman Cum Managing Director, after ascertaining the presence of requisite quorum, called the Meeting to order.

The Chairman informed that the meeting has been convened and being conducted in accordance with the circulars issued by Ministry of Corporate Affairs and Securities and Exchange Board of India (SEBI) through VC / OAVM.

The Chairman informed the Members that the report of the statutory Auditors and Secretarial Auditors are unqualified, without any observation, remark, comments in their report and with the

permission of Members/Shareholders the Auditor's Report and the Secretarial Audit Report were taken as read.

The Chairman then delivered his speech and stated about the Financial Performance of the Company, current economic situations and its impact on Company's business and future prospects of the Company.

The followings items of business as set out in the Notice calling the meeting were put for the shareholder's approval through e-voting process:

ORDINARY BUSINESSES:-

1. To receive, consider and adopt the Standalone Audited Financial Statements of the Company for the financial year ended March 31, 2023, together with the Reports of the Board of Directors and the Auditors thereon and in this regard, pass the following resolution as an (Ordinary Resolution)
2. To declare the Final Dividend of Rs. 0.20/- per Equity Shares of Rs. 2/- each declared by the Board of Directors in their meeting held on May 30, 2023 for the Financial Year ended March 31, 2023 and in this regard, pass the following resolution as an (Ordinary Resolution)
3. To appoint a Director in place of Mr. Pradeep Kumar Goyal (DIN: 03568525), who retires by rotation and being eligible, has offered himself for re-appointment and in this regard, pass the following resolution as an (Ordinary Resolution)

SPECIAL BUSINESSES:-

4. Continuation of Mr. Gajraj Jain (DIN : 00049199) as the Chairman Cum Managing director upon attaining age of Seventy years.(Special Resolution)
5. Re-Appointment of Mr. Jitendra Kumar Mishra (DIN: 07983426) as an Independent Director of the company. (Special Resolution)
6. To increase the Borrowing Limit of the Company U/S 180(1)(C) Of The Companies Act, 2013 (Special Resolution)
7. To seek approval under Section 180(1)(a) of the Companies Act, 2013 inter alia for creation of mortgage or charge on the assets, properties or undertaking(s) of the Company. (Special Resolution)
8. To approve the threshold of loans/ guarantees, providing of securities and making of investments in securities under section 186 of the Companies Act, 2013 (Special Resolution)
9. Appointment of Branch Auditors of the Company (Ordinary Resolution)

It was informed the member that Mr. Krishna Kumar Singh, Proprietor of M/s KKS & Associates, Company Secretaries was appointed as scrutinizer for the purpose of scrutinizing the process of remote e-voting held prior and e-voting during the AGM.

It was also informed that remote e-voting from 22th September, 2023 to 24th September, 2023 on all the 9 resolutions has been conducted through NSDL and the e-voting process at the AGM is to continue for next 15 minutes from the conclusion of this AGM and thereafter it would be disabled and the result of remote e-voting and e-voting during the AGM, pursuant to the listing regulations together with scrutinizer report on e-voting shall be submitted separately within 2

working days. Further, it was informed the members that the result of e-voting shall be disseminated to the Stock Exchange and also uploaded on the website of the Company.

On the invitation of the Chairman, Members who had registered themselves as speakers, addressed the Meeting through VC / OAVM and sought clarifications on the Company's accounts and businesses. The Chairman responded to the queries of the Members and provided clarifications.

At the request of the Chairman, the Company Secretary confirmed that there was no question posted in the Question Answer Box and the Chairman then concluded the meeting with vote of thanks.

Thanking you,
Yours faithfully,

FOR CHANDRA PRABHU INTERNATIONAL LIMITED

GAJRAJ JAIN
CHAIRMAN CUM MANAGING DIRECTOR