

Agro Tech Foods Limited

11th December, 2024

The Manager,
BSE Limited,
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Listing Department,
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Codes: BSE Scrip code 500215, Co. code 1311
NSE Symbol ATFL, Series EQ-Rolling Settlement

Dear Sir,

Proceedings of the 12th Extraordinary General Meeting held on 11th December, 2024

Pursuant to Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we submit herewith the details regarding the proceedings of the 12th Extraordinary General meeting (EGM) of the Company held today viz., 11th December, 2024 through Video Conference from 11.00 a.m. and concluded at 11.47 a.m.

Summary of proceedings of the 12th Extraordinary General Meeting

The 12th Extraordinary General Meeting (EGM) of the Members of Agro Tech Foods Limited was convened at 11.00 a.m. (IST) on Wednesday, 11th December, 2024 through video conference. Ms. Jyoti Chawla, Company Secretary briefed the instructions for participation in the EGM. Ms. Richa Arora, Chairperson, chaired the meeting. The requisite quorum being present as confirmed by the Company Secretary, the Chairperson called the meeting to order. She introduced the Board Members and Management team members who participated in the EGM through video conference. The Chairperson then delivered her speech.

The Chairperson informed that the Notice dated 14th November 2024 convening 12th EGM along with Explanatory Statement pursuant to Section 102 of the Companies Act, 2013 and Corrigendum to the Notice of EGM dated 29th November 2024, were duly sent to the members by email at their registered email addresses and a public notice in this regard was published in newspapers as well.

The Chairperson informed that the Company had provided the Members the facility to cast their vote electronically, on all resolutions set forth in the EGM Notice. Members who had not cast their votes electronically during the e-voting period, were provided an opportunity to cast their votes at the end of the meeting.

Thereafter, the Chairperson explained the agenda items mentioned in Serial Nos. 1 to 8 in the EGM Notice.

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CIN: L15142TG1986PLC006957

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The Chairperson, then gave the opportunity to the registered speaker shareholders to ask questions or seek clarifications on the agenda items. The Chairperson authorized Mr. Nitish Bajaj, Group Managing Director, Mr. Asheesh Kumar Sharma, Executive Director & CEO, Mr. Harsha Raghavan, Director, Mr. Manish Mehta, Director and Mr. KPN Srinivas, CFO of the Company to answer the questions of the Shareholders. The queries raised by the speaker shareholders were replied by the Mr. Asheesh Kumar Sharma, Mr. Manish Mehta and Mr. KPN Srinivas.

The Chairperson, then thanked all the stakeholders for taking the initiative to join this Meeting. She acknowledged and appreciated the members' sentiments and long cherished relationship with the Company.

The Chairperson authorized, Ms. Jyoti Chawla, Company Secretary, to conduct the voting procedure and conclude the Meeting. She informed that the e-voting facility would remain open for the next 15 minutes to enable those of the Members who had not cast their vote and would like to cast it then. The Chairperson further informed that the results would be announced on or before 13th December 2024 and the same would be intimated to the Stock Exchanges and also uploaded on the website of the Company and RTA (KFintech).

The Company Secretary informed the Members that Mr. B V Saravana Kumar, Practicing Company Secretary had been appointed as the Scrutinizer and who would report on the voting results of e-voting for each of the items as per the Notice of the EGM.

The following items of business as per the Notice of the 12th EGM were taken up at the Meeting and approved by requisite majority:

RESOLUTION NO.	DESCRIPTION	TYPE OF RESOLUTION	RESULT
SPECIAL BUSINESS			
1.	To approve alteration in Authorised Share Capital and consequent alteration of Memorandum of Association	Ordinary Resolution	Approved by requisite majority
2.	To accord approval to issue and allot, an aggregate of 1,33,27,589 Equity shares having a face value of INR 10/- each of the Company on Preferential basis to Non-Promoter Group as specified in the resolution	Special Resolution	Approved by requisite majority
3.	To accord approval to the Board of Directors to make investments, give Loans, Guarantees and Security in excess of limits specified under Section 186 of the Companies Act, 2013 but upto a maximum limit of INR 2,500 crores	Special Resolution	Approved by requisite majority
4.	To approve and adopt new set of Articles of Association of the Company as per the provisions of Companies Act, 2013	Special Resolution	Approved by requisite majority

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5.	To approve and adopt new set of Memorandum of Association of the Company as per the provisions of Companies Act, 2013	Special Resolution	Approved by requisite majority
6.	To approve the appointment of Mr. Nitish Bajaj, (DIN: 10835891) as the Managing Director, designated as 'Group Managing Director' of the Company, liable to retire by rotation, for a term of 5 years commencing from November 25, 2024 and payment of remuneration to him	Special Resolution	Approved by requisite majority
7.	To approve the appointment of Dr. Om Prakash Manchanda (DIN: 02099404) as Non-Executive Independent Director for a period of 5 years with effect from November 15, 2024, who will not be liable to retire by rotation	Special Resolution	Approved by requisite majority
8.	To approve change in designation of Mr. Asheesh Kumar Sharma (DIN: 10602319) from Managing Director and CEO to Whole-Time Director (Designated as 'Executive Director And CEO-Sundrop and Act-II business' of the Company and payment of remuneration to him	Special Resolution	Approved by requisite majority

The video recording of 12th EGM will be made available on the website of the company at <https://www.atfoods.com/investors-information.aspx>.

We request you to take the above on record.

Thanking you,

Yours faithfully,
For Agro Tech Foods Limited

Jyoti Chawla
Company Secretary & Compliance Officer