

Hatsun Agro Product Limited

CIN: L15499TN1986PLC012747

Registered Office:

No.41 (49), Janakiram Colony Main Road, Janakiram Colony,
Arumbakkam, Chennai - 600 106, Tamil Nadu.

E: info@hap.in | www.hap.in | P: +91 44 4365 9999 | F: +91 44 4365 9998

Corporate Office:

Plot No 14, TNHB, TN Housing Board 'A' Road,
Sholinganallur, Chennai - 600 119, Tamil Nadu.

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05th September, 2023

HAPL\SEC\41\2023-24

**BSE Limited
Corporate Relationship Department,
2nd Floor, New Trading Ring,
Phiroze Jeejeebhoy Towers,
Dalal Street, Mumbai - 400 001.**

**National Stock Exchange of India Ltd.
Exchange Plaza, 5th Floor,
Plot No.C/1, G Block,
Bandra Kurla Complex,
Bandra (E), Mumbai 400 051.**

**Stock Code: BSE: 531531,
NSE: HATSUN**

Dear Sir / Madam,

Sub: Proceedings of the 38th Annual General Meeting of Hatsun Agro Product Limited held on 05th September, 2023 through Video Conferencing (VC) – Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015 as amended – reg.

This is to inform you that the 38th Annual General Meeting (AGM) of the Company was held on Tuesday, the 05th September, 2023 at the Corporate Office of the Company as deemed venue at 10:45 A.M through video conferencing to transact the business as set out in the Notice of the 38th Annual General Meeting circulated to the members of the Company.

In this regard we enclose a summary of proceedings of the 38th AGM.

Kindly take the above information on record.

Thanking you,

Yours faithfully,

For HATSUN AGRO PRODUCT LIMITED



**G. Somasundaram
Company Secretary & Compliance Officer
Encl: As above**



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CERTIFIED COPY OF THE PROCEEDINGS OF THE 38TH ANNUAL GENERAL MEETING OF THE MEMBERS OF HATSUN AGRO PRODUCT LIMITED HELD ON TUESDAY, THE 05TH SEPTEMBER 2023 AT 10.45 AM THROUGH VIDEO CONFERENCING (VC) AT THE CORPORATE OFFICE OF THE COMPANY AS THE DEEMED VENUE:

DIRECTORS PRESENT IN PERSON AT THE VENUE FOR THE AGM:

Mr. R G Chandramogan	Chairman and Non-Executive Director
Mr. C Sathyan	Managing Director
Mr. K S Thanarajan	Non-Executive Director
Dr Chalini Madhivanan	Independent Director
Mr. S Subramanian	Independent Director and the Chairman of Audit Committee, Stakeholders' Relationship Committee and Nomination and Remuneration Committee

DIRECTORS PRESENT THROUGH VIDEO CONFERENCING:

Mr. V R Muthu	Independent Director
Mr. B Thenamuthan	Independent Director
Mr. D Sathyanarayan	Non-Executive Director
Mr. P Vaidyanathan	Non-Executive Director
Mr. Balaji Tammineedi	Independent Director

MEMBERS ATTENDANCE:

Promoter and Promoter Group Member who are Members of the Company present at the Meeting physically – **2 (Two)**

Promoter Group Members who are Members of the Company present at the Meeting through video conferencing – **5 (Five)**

Members belonging to the public category present at the Meeting through video conferencing – **63 (Sixty Three)**



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AUDITORS PRESENT THROUGH VIDEO CONFERENCING:

Mr. E Krishna Prakash	Statutory Auditor	Deloitte Haskins & Sells
Mr. Ravi Seshadri	Statutory Auditor	Deloitte Haskins & Sells
Mrs. Smita Chirimar	Secretarial Auditor	S Dhanapal & Associates
Mr. N Ramanathan	Secretarial Auditor and Scrutinizer for voting	S Dhanapal & Associates

IN ATTENDANCE:

Mr. H Ramachandran	Chief Financial Officer
Mr. G Somasundaram	Company Secretary

REGISTERS AND DOCUMENTS:

The following documents were made available electronically for inspection at the time of Annual General Meeting:

1. The Register of Directors and Key Managerial Personnel and their Shareholdings & Declarations;
2. The Register of Contracts or Arrangements in which Directors are interested

CHAIRMAN:

Mr. R G Chandramogan, Chairman, took the Chair and conducted the proceedings. The Meeting commenced at 10:45 AM

QUORUM:

Upon being advised by the Company Secretary, Mr. G. Somasundaram that the necessary quorum was present, the Chairman called the Meeting to Order.



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The Chairman then welcomed the Members present through video conferencing and briefed the Members that the AGM is conducted through Video Conferencing availing the services of NSDL in compliance with applicable provisions of the Companies Act, 2013 and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 as amended and as per the provisions of Circulars issued by MCA and SEBI.

The Chairman delivered his speech and briefed the Members on the general Industrial Scenario, Operational and Financial performance of the Company for the financial year ended 31st March, 2023.

NOTICE OF THE MEETING AND ANNUAL REPORT 2023:

The Chairman informed the Members that the Notice convening the 38th Annual General Meeting along with the Annual Report for the year ended 31st March 2023 were sent to all the Members. Hence, with the consent of the Members present, the Notice convening the Meeting and the Annual Report of the Company for the financial year ended 31st March, 2023 are taken as read.

AUDITORS' REPORT:

The Chairman informed the members that the Report of the Auditors are clean reports i.e., without any qualifications, observations or comments on financial transactions or matters which have any adverse effect on the functioning of the Company, which is not required to be read at the Meeting. Hence, with the consent of the Members present, the Auditors' Reports were taken as read.

The Chairman stated that the Company had provided e-voting facility as per the Provisions of the Companies Act, 2013 and the Rules made thereunder, through NSDL [National Securities Depository Limited]. The Chairman further briefed that the said e-voting was available from 9.00 AM on Saturday, the 02nd September, 2023 and ended at 5.00 PM on Monday, the 04th September, 2023. Mr. N. Ramanathan, Partner, Dhanapal & Associates LLP was appointed as Scrutinizer for remote e-voting facility and voting at the AGM. The Chairman thanked the Shareholders who participated in the e-voting process.

The following Resolutions as mentioned in the Notice of Annual General Meeting were placed before the Members who did not participate in the e-voting process and are attending the Meeting through Video Conferencing to enable them to vote at the time of AGM.



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ORDINARY BUSINESS:

1. To receive, consider and adopt the financial statements of the Company for the year ended 31st March, 2023, including the Audited Balance Sheet as at 31st March, 2023, the Statement of Profit and Loss and Cash Flow Statement for the year ended on that date and the reports of the Board of Directors and the Auditors thereon.
2. To ratify and confirm the payment of interim dividend made on the fully paid up Equity Shares of the Company for the financial year 2022-23.
3. To appoint a Director in the place of Mr. P. Vaidyanathan (DIN 00029503) who retires by rotation and being eligible, offers himself for re-appointment.
4. To appoint a Director in the place of Mr. K. S. Thanarajan (DIN 00012285) who retires by rotation and being eligible, offers himself for re-appointment.

SPECIAL BUSINESS:

5. Ratification of Remuneration of Cost Auditors.
6. Continuation of Office of Non-Executive Non-Independent Director in the capacity of Chairman by Mr. R. G. Chandramogan (DIN 00012389)
7. Continuation of Office of Non-Executive Non-Independent Director by Mr. K. S. Thanarajan (DIN 00012285)

At this juncture, the Chairman invited queries from the speaker shareholders who have registered themselves as such on the Annual Report and Accounts of the Company. The Chairman replied to the queries raised by the speaker shareholders to their satisfaction.

Chairman announced that those members who had not exercised their votes through remote e-voting could do so through e-voting system provided by NSDL upto 15 minutes after the conclusion of the meeting. The Chairman added that the shareholders who have already cast their votes through e-voting cannot vote again at the AGM.

Then the Chairman informed the Members that the results of voting would be posted on the Company's website and the websites of NSDL and the Stock Exchanges viz., BSE Limited and National Stock Exchange of India Limited where the Company's shares are listed, after receiving the Report from the Scrutinizer within two days from the conclusion of the Meeting. In this regard, the Company Secretary of the Company, Mr. G. Somasundaram was authorized to receive the Report of the Scrutinizer, showing the number of votes cast for and against, countersign the same and declare the results of voting.

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Having concluded the business of the Meeting, the Chairman thanked the Members for their participation.

The Annual General Meeting came to a close at 11:53 A.M.

For Hatsun Agro Product Limited



G Somasundaram

Company Secretary & Compliance Officer



Hatsun Agro Product Limited

