



HMA AGRO INDUSTRIES LTD.

(STAR EXPORT HOUSE RECOGNISED BY GOVERNMENT OF INDIA)

CIN No. : U74110UP2008PLC034977

Date: August 29, 2023

To, Dept. of Corporate Services-Listing Department Bombay Stock Exchange Limited Phiroze Jeejeebhoy Tower, Dalal Street, Mumbai – 400 001 Scrip Code: 543929	To, Listing Department The National Stock Exchange of India Limited Exchange Plaza,Bandra Kurla Complex, Bandra, Mumbai – 400 051 Scrip Code: HMAAGRO
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Sub: Outcome of Board Meeting Held on August 29, 2023.

Ref: Regulation 33 read with Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

Dear Sir/Madam,

This is in reference to the captioned subject, we hereby inform you that Board of Directors at their meeting held today, i.e 29th August, 2023 at 04:00 PM inter-alia approved the following:

1. Considered and approved the Annual Report along with Director's Report for the financial year ended 31st March 2023.
2. Considered the Audited Annual Accounts (Standalone and Consolidated) along with Auditor's Report on Financial Statements for the Financial year 2022-2023.
3. Considered and approved the Secretarial Audit Report and Internal Audit Report for the Financial Year 2022-2023.
4. Considered the name of Mr. Gulzeb Ahmed (DIN: [06546660](#)) would be retiring by rotation at the 15th Annual General Meeting of the company. He was not disqualified under Section 164 of the Companies Act, 2013 to act as a director of the company and he had offered himself for re-appointment.

The board was also apprised that the proposal of re-appointing Mr. Gulzeb Ahmed as director of the company had been recommended by the nomination and remuneration committee for consideration of the board.

The board, after due consideration, passed the following resolution in this regard:

“RESOLVED THAT pursuant to the provisions of Sections 152(6) and other applicable provisions, if any, of the Companies Act, 2013 and the rules and regulations made thereunder (including any statutory modification(s) or reenactment(s) thereof, for the time being in force), the board hereby recommends the re-appointment of Mr. Gulzeb Ahmed (DIN: [06546660](#)) as a director of the company, who is retiring by rotation at the 15th Annual General Meeting of the company (being eligible and offered himself for re-appointment) to the members of the company for their approval.”

5. Considered and approved the Notice of 15th Annual general Meeting of the Company and decided 22nd Day of September, 2023 as the date, Friday as the Day, 05:00 P.M as time and **“Jaypee Palace & Convention Centre”** as the Venue through physical mode for convening of 15th Annual General Meeting of the company.
6. Considered closure of trading window up to 48 hours after the conclusion of 15th Annual General Meeting of the company.

Registered Office : 18A/5/3, Taj View Crossing, Fatehabad Road, Agra-282001 U.P. (INDIA)

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7. The board of directors of the company have recommended and approved a dividend of Rs. 3/- per Equity Share of the company representing (30%) of the Face value of the share of the company i.e Rs 10/- each.
8. Took on record the appointment of NDSL as an agency to provide remote e-voting facility in the upcoming 15th Annual General Meeting of the company.
9. The register of members and Share Transfers book of the Company shall remain closed from 16th September, 2023 to 22nd September, 2023 (both days inclusive) in connection with ensuing 15th Annual General Meeting of the company. Further the Board of Directors has fixed the Cut-off Date/Record Date i.e. 15.09.2023 for determining the eligibility to vote in the upcoming 15th Annual General Meeting by remote e-voting facility and for dividend distribution purpose.
10. Appointment of R.C Sharma & Associates, Practicing Company Secretary, Agra, as the Secretarial Auditor of the company for the financial year 2023-24 and 2024-25.
11. Approved the Appointment of Mr. Ramesh Chandra Sharma, Company Secretaries in practice (Mem. No. FCS 5524) and proprietor of R. C. Sharma & Associates, Agra as Scrutinizer for e-voting process at the upcoming 15th Annual General Meeting of the company.
12. Took note of resignation tendered by M/s A.L Agarwal & Associates as Internal Auditors of the Company.
13. Appointment M/s S. N. Gupta & Co., Chartered accountants, (Firm Reg. No. 001057C) Agra (U. P.), as the Internal Auditors of the Company for the financial year 2023-24.
14. Approved the proposed transaction to be enter by FNS Agro Foods Limited (a wholly owned subsidiary) for sale of land, resulting in dismantle of its whole of its undertaking located at Manesar and transfer its plant and equipment to other subsidiaries.
15. Approved the authorization of Mr. Faizan Uddin and Mohd Haris as an authorized signatory for Export Bills Collection and Regularization of Bank Realisation Certificate in regard to exports made by the company to foreign buyers in favour of HDFC Bank Limited (A/c no. 01210330001211), Sanjay Place Agra and Yes Bank Limited, (A/c No: 005081300001105), Agra.

Pursuant to Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 we hereby submit the following:

1. Brief profile of Mr. R.C Sharma & Associates, Company Secretary in Practice, Agra as Secretarial Auditor of the Company for FY 2023-24 and FY 2024-25 as 'Annexure A'.
2. Brief Profile of M/s. S.N Gupta & Co., Chartered Accountants, Agra, as Internal Auditor of the Company for FY 2023-24 as 'Annexure B'.

The Board Meeting commenced at 4:00 P.M. and was concluded at 05:50 P.M

You are requested to take the above intimation on record and acknowledge the receipt.

Thanking You

Yours Faithfully,
For **HMA Agro Industries Limited**

Nikhil Sundrani
Company Secretary and Compliance Officer

“Annexure-A”

Disclosure of information pursuant to Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with SEBI Circular No. CIR/CFD/CMD/4/2015 dated September 09, 2015.

Sr. NO.	DETAILS OF EVENTS THAT NEEDS TO BE PROVIDED	INFORMATION OF SUCH EVENT(S)
1	Reason for Change viz. Appointment, Resignation, Removal, Death or Otherwise	Appointed to comply with the Companies Act, 2013 and the requirements under SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.
2	Date of Appointment/ Cessation/ Reappointment (As Applicable) & Term of Appointment	Date: August 29, 2023 M/s. S.N. Gupta & Co (FRN: 001057C), Chartered Accountants, as Internal Auditors of the Company for the FY-2023-24.
3	Brief Profile (In case of Appointment)	M/s. S.N. Gupta & Co (FRN: 001057C), Chartered Accountants firm having a wide experience in the field of audits, taxation, finance & project services, corporate law services, business support services & audit services, audit of Nationalized Banks, Audit of public Sector undertakings, provide services of Company Law Matters, Due Diligence, Tax Consultancy etc. Further the firm also undertakes department administration and working responsibilities of various government departments.
4	Disclosure of relationships between Directors (In case of Appointment of Director)	Not Applicable

“Annexure-B”

Disclosure of information pursuant to Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with SEBI Circular No. CIR/CFD/CMD/4/2015 dated September 09, 2015.

Sr. NO.	DETAILS OF EVENTS THAT NEEDS TO BE PROVIDED	INFORMATION OF SUCH EVENT(S)
1	Reason for Change viz. Appointment, Resignation, Removal, Death or Otherwise	Appointed to comply with the Companies Act, 2013 and the requirements under SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.
2	Date of Appointment/ Cessation/ Reappointment (As Applicable) & Term of Appointment	Date: August 29, 2023 M/s. R.C Sharma & Associates (FCS: 5524), Company Secretary, as Secretarial Auditors of the Company for the FY-2023-24 and FY-2024-25.
3	Brief Profile (In case of Appointment)	M/s. R.C Sharma & Associates (FCS: 5524), Company Secretary proprietor having more than 20 years of experience in the field of Secretarial Audit of Listed Companies, Unlisted Companies, provide services of Company Law Matters, Arbitration Related Matters, Valuations, Due Diligence, etc.
4	Disclosure of relationships between Directors (In case of Appointment of Director)	Not Applicable
