NARMADA GELATINES LIMITED

The Bombay Stock Exchange Ltd. August 19, 2026
Corporate Relationship Department
1st Floor, New Trading Ring, Ratunda Bldg.,
Phiroze Jeejeebhoy Towers
Dalal Street, Mumbai - 400 001

BSE Security Code: 526739

Sub: Outcome/Proceedings of the 65th Annual General Meeting of the Company

Ref: Pursuant to Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015(Listing Regulations).

Dear Sir/Madam,

In accordance with the Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 we hereby submit the proceedings of 65th Annual General Meeting of the Company held on Wednesday, 19th August, 2026 at 11:00 a.m. through Video Conferencing ("VC") / Other Audio Visual Means ("OAVM"), in compliance with the relevant Circulars issued by the Ministry of Corporate Affairs and the Securities and Exchange Board of India (SEBI) and the provisions of the Companies Act, 2013 and SEBI (LODR) Regulations, as amended from time to time.

The details of voting results (remote e-voting and e-voting at the Annual General Meeting) on the business transacted at the AGM in accordance with Regulation 44(3) of SEBI (LODR) Regulations, 2015 along with Scrutinizer's Report will be sent separately in due course.

This is for your information and records and requests you to treat the same as compliance with the applicable provisions of the SEBI Listing Regulations.

Thanking you,
For Narmada Gelatines Limited

MAHIMA PATKAR
Digitally signed by MAHIMA PATKAR
Date: 2026.08.19 17:10:34 +05'30'

Mahima Patkar
Company Secretary & Compliance Officer

Encl: as above

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SUMMARY OF PROCEEDINGS OF THE 65TH ANNUAL GENERAL MEETING OF THE MEMBERS OF NARMADA GELATINES LIMITED HELD ON WEDNESDAY, AUGUST 19, 2026 THROUGH VIDEO CONFERENCING / OTHER AUDIO VISUAL MEANS FROM 11.00 A.M. TO 12.03 P.M.

S. No.	Name	Designation	Through VC from
1	Mr. Annamalai Sankaralingam	Chairman & Non-Executive Director **Chairman of** CSR Committee	Sivakasi
2	Mr. Sankaralingam Maheswaran	Vice Chairman & Non-Executive	Sivakasi
3	Mr. Ashok Kumar Kapur	Executive Director	Jabalpur
4	Mr. K Krishnamoorthy	Non-Executive Independent Director **Chairman of** Stakeholders Committee	Bangalore
5	Mr. B. Vijayadurai	Non-Executive Independent Director **Chairman of:** Nomination & Remuneration Committee Audit Committee	Sivakasi
6	Mrs. Manimegalai Thangamani	Non-Executive Independent Director	Madurai

IN ATTENDANCE:

S. No.	Name	Designation	Through VC from
1	Ms. Mahima Patkar	Company Secretary	Jabalpur
2	Mr. Arun Jaiswal	Chief Financial Officer	Jabalpur
3	Mr. Anant Jain Lodha & Co. LLP (Chartered Accountants)	Statutory Auditors	Mumbai
4	Mr. Vikas Yadav P.B. Singh & Associates (Chartered Accountants)	Internal Auditors	Delhi
5	Dr. Asim Kumar Chattopadhyay (Company Secretaries)	Secretarial Auditor	Kolkata

SHAREHOLDERS PRESENT:

Total 65 members were present through Video Conferencing ("VC") / Other Audio-Visual Means ("OAVM).

Proxy: As the Annual General Meeting of the Company was held through VC/OAVM the facility of appointment of proxies by members was not available for the Meeting.

Chairman:
Mr. Annamalai Sankaralingam, Chairman of the Company, Chaired the Meeting through VC/OAVM from Madurai, Tamil Nadu.

Quorum:
After ascertaining presence of quorum, the Chairman called the meeting to order.

E-Voting during the Meeting:
The Members attending the Meeting who had the right to vote but had not cast their votes through Remote e-Voting were given the opportunity to vote using the e-Voting platform of CDSL, which was activated from the beginning of the Meeting and till 15 minutes after the conclusion of the proceedings.

Proceedings of the Meeting:
Mr. Annamalai Sankaralingam, Chairman of the Company, welcomes the Members to the Meeting and briefed them on e-voting details and certain other points related to the participation at the Meeting.

The Chairman informed the Members that the proceedings of the Meeting was video recorded and a live streaming was being webcast on the website of Central Depository Services (India) Limited ("CDSL"). The Company had taken requisite steps to enable Members to participate and vote on the items of businesses considered at the AGM.

The requisite quorum for the Meeting being present, the Chairman called the Meeting to order. Statutory Registers under the Act, and other relevant documents as required to be kept open in terms of the resolutions provided in the AGM Notice, were available for inspection of the Members electronically.

Since, the Auditor's Report on the Financial Statements (Standalone as well as Consolidated) for the year ended March 31, 2026, did not have any qualifications, reservations, observations, adverse remarks or disclaimer, the same was not required to be read. Also, the Notice convening the Meeting along with text of resolutions and explanatory statements were taken as read.

In his opening remarks, the Chairman provided a brief overview of the global gelatine business.

Mr. Ashok Kumar Kapur, the Managing Director, proceeded with an overview of the financial and operational performance of the Company for the year ended 31st March 2026. He also briefed the members about the working of the company and company's achievements during the year 2025-26.

Pursuant to the provisions of Section 108 of the Act read with Rule 20 of the Companies (Management and Administration) Rules, 2014, the Company had provided the Remote e-Voting facility to the Members in respect of businesses to be transacted at the AGM. The Remote e-Voting commenced at 9.00 a.m. on Sunday, August 16, 2026 and ended at 5:00 p.m. on Tuesday, August 18, 2026. Further, the Company had also provided the facility for e-Voting during the AGM on all the resolutions to facilitate the Members who had not cast their votes earlier through Remote e-Voting.

The Board of Directors had appointed Dr. Asim Kumar Chattopadhyay (FCS: 2303), Practising Company Secretary as the Scrutinizer to scrutinize the Remote e-Voting process before the AGM as well as e-Voting process during the AGM.

The following resolutions as set out in the Notice convening the AGM were put to vote by Remote e-Voting and e-Voting at the Meeting:

ORDINARY BUSINESS

1. **To receive consider and adopt the audited Standalone and Consolidated Financial Statements of the Company for the year ended 31st March, 2026 including the Reports of the Board of Directors and Auditors thereon and in this respect to consider and if thought fit, to pass the following resolution as an Ordinary Resolution:**

   "**RESOLVED THAT** the audited Standalone and Consolidated Financial Statements of the Company for the year ended 31st March, 2026, including the Balance Sheet as at that date and the Statement of Profit and Loss Account and the Cash Flow Statement for the year ended on that date together with the Reports of the Directors and Auditors thereon as laid before this Meeting be and are hereby approved and adopted."

2. **To declare dividend on equity shares for the financial year ended 31st March, 2026 and in this respect to consider and if thought fit, to pass with or without modification(s), the following resolution as an Ordinary Resolution:**

   "**RESOLVED THAT** in accordance with the recommendation of the Board of Directors, dividend @ 110% i.e. ₹11 per Equity Share of ₹ 10/- each fully paid-up, be and is hereby declared in respect of the financial year ended 31st March, 2026 and that the dividend be paid to those Equity Shareholders whose names appear on the Register of Equity Shareholders as on 12th August, 2026 or to their mandatees."

3. **To approve re-appointment of Shri S. Maheswaran (DIN: 00143046) as a Non-Executive & Non-Independent Director of the Company and in this respect to consider and, if thought fit, to pass the following resolution as a Special Resolution:**

   "**RESOLVED THAT** consent of the members be and is hereby accorded, pursuant to the provisions of Section 152(6) of the Companies Act, 2013, for re-appointment of Shri S. Maheswaran (DIN: 00143046), who retires by rotation and being eligible offers himself for re-appointment, as a Non- Executive, Non-Independent Director of the Company, subject to retirement by rotation.

RESOLVED FURTHER THAT pursuant to the provisions of Regulation 17(1A) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and other applicable provisions, if any, consent of the members be and is hereby also accorded for reappointment and continuation of Mr. S. Maheswaran, who has attained the age of 77 years, as a Non-Executive Non-Independent Director of the Company as long as he continues in the office of the Director of the Company.

RESOLVED FURTHER THAT the Board be and is hereby authorized to delegate all or any of the powers to any committee of directors with power to further delegate to any other officer(s) / authorized representative(s) of the Company to do all acts, deeds and things and take all such steps as may be necessary, proper or expedient to give effect to this resolution."

SPECIAL BUSINESS

4. **RE-APPOINTMENT OF MR. KAILASAM KRISHNAMOORTHY (Mr. K. Krishnamoorthy)- (DIN: 02797916) as a Non-Executive Independent Director of the Company for a second term of five years effective from 20th August, 2026 till 19th August, 2031 and in this respect to consider and, if thought fi t, to pass with or without modification(s), the following resolution as a Special Resolution:**

"RESOLVED THAT pursuant to the provisions of Sections 149, 150, 152 and other applicable provisions, if any, of the Companies Act, 2013 ("the Act"), read with Schedule IV of the Act and the Companies (Appointment and Qualification of Directors) Rules, 2014 (including any statutory modification (s) or re-enactment (s) thereof for the time being in force), Regulation 15, 17, 25 (2A) and other applicable provisions, if any, of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations. 2015 ("SEBI Listing Regulations") as amended from time to time as well as based on the recommendation of the Nomination and Remuneration Committee and approved by the Board of Directors of the Company, Mr. Kailasam Krishnamoorthy ("Mr. K. Krishnamoorthy") (DIN: 02797916), who was appointed as a Non-Executive Independent Director of the Company at the 60th Annual General Meeting of the Company for a period of 5 (five) years, w.e.f. 21st September, 2021 and who has attained the age of 75 years on 26th December, 2025 and whose continuity as a Non-Executive Independent Director of the Company, beyond the age of 75 years , till 20th September, 2026 or till the conclusion of the 65th Annual General Meeting of the Company, whichever is earlier, was approved by the Members by way of a Special Resolution through Postal Ballot and who is eligible for reappointment and who meets the criteria for independence as provided under Section 149 (6) of the Act and Regulation 16(1)(b) of the SEBI Listing Regulations and who has submitted a declaration to that effect and in respect of whom the Company has received a Notice in writing from a Member under Section 160 (1) of the Act proposing his candidature for the office of Director, the consent of the Members of the Company be and is hereby accorded to tendent the reappointment of Mr. K. Krishnamoorthy as a Non-Executive Independent Director, not liable to retire by rotation to hold office for the second consecutive term of 5 (five) years from 20th August, 2026 to 19th August, 2031 (both days inclusive).

RESOLVED FURTHER THAT pursuant to the provisions of Regulation 17 (1A) of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) (Amendment) Regulations, 2018 approval be and is hereby granted for re-appointment of Mr. K Krishnamoorthy as an Independent Director of the Company beyond the age of 75 years.

RESOLVED FURTHER THAT the Board be and is hereby authorized to do all such acts, deeds, things and take all such steps as may be necessary, proper or expedient and to delegate all or any of its powers herein conferred to any committee of directors or director (s), to give effect to this resolution and for matters connected therewith or incidental thereto."

5. **RE-APPOINTMENT OF MR. ASHOK K KAPUR (DIN: 00126807) AS THE MANAGING DIRECTOR**

To consider and, if thought fi t, to pass with or without modification(s), the following resolution as a Special Resolution:

"RESOLVED THAT pursuant to recommendation of the Nomination and Remuneration Committee, and approval of the Board and subject to the provisions of Section 196, 197, 198, 203 and other applicable provisions of the Companies Act, 2013 and the rules made thereunder (including any statutory modification or re-enactment thereof) read with Schedule V of the Companies Act, 2013, approval of the members of the Company be and is hereby accorded to the re-appointment of Mr. Ashok K Kapur (DIN: 00126807), as the Managing Director of the Company for a period of 2 Years with effect from June 1, 2026 to May 31, 2028, not liable to retire by rotation, and to the payment of remuneration to him as per the terms and conditions as detailed in the explanatory statement attached hereto, which is hereby approved and sanctioned with authority to the Board of Directors to alter and vary the terms and conditions of the said re-appointment and/or agreement in such manner as may be agreed to between the Board of Directors and Mr. Ashok K Kapur.

RESOLVED FURTHER THAT the remuneration payable to Mr. Ashok K Kapur, shall not exceed the overall ceiling of the total Managerial remuneration as provided under Section 197 of the Companies Act, 2013 or such other limits as may be prescribed from time to time.

RESOLVED FURTHER THAT the board be and is hereby authorized to do all such acts, deeds and things and execute all such documents, instruments and writings as may be required and to delegate all or any of its powers herein conferred to any Committee of Directors or Director (s) to give effect to the aforesaid resolution."

The Company Secretary then invited the Members to express their views, suggestions and questions, if any, on the operations and financial performance of the Company and related matters. The Members were given an opportunity to speak in the order in which they had registered their names. The Managing Director/CFO appropriately responded to the queries raised by them.

The Company Secretary was authorised, to declare the results of the e-Voting in accordance with the requirements prescribed under the Act and Secretarial Standard-2 on General Meetings issued by The Institute of Company Secretaries of India.

The Chairman stated that the consolidated results of the Remote e-Voting and e-Voting at the AGM venue would be announced within 2 working days of the conclusion of the Meeting and the results along with the Scrutinizer's Report would be intimated to the Stock Exchanges in terms of the SEBI Listing Regulations and would be uploaded on the website of the Company and CDSL, and would also be displayed at the Registered Office of the Company.

The Chairman then thanked the Members for their continued support and for attending and participating in the Meeting. He also thanked the Directors for joining the Meeting.

The e-Voting facility remained available until 15 minutes after the conclusion of the proceedings, allowing Members who had not cast their votes to cast their votes earlier. Once the e-Voting process was finished, the Company Secretary officially declared the Meeting closed.

The Voting results pursuant to Regulation 44(3) of SEBI Listing Regulations and Report of the Scrutinizer, pursuant to Section 108 of the Act and Rule 20 of the Companies (Management and Administration) Rules, 2014 will be submitted in due course.

For Narmada Gelatines Limited

MAHIMA PATKAR Digitally signed by MAHIMA PATKAR Date: 2026.08.19 17:11:03 +05'30'

Mahima Patkar
Company Secretary & Compliance Officer