

September 26, 2023

To,
The Listing Department
NATIONAL STOCK EXCHANGE OF INDIA LTD
Exchange Plaza, C-1, Block G.
Bandra Kurla Complex Bandra-East, Mumbai-400051

Name of the Company: Proventus Agrocom Limited (Formerly known as Proventus Agrocom Private Limited) (ISIN: INE0ONE01016) (Symbol: PROV)

Subject: Compliance with Regulations 30 of the Securities and Exchange Board of India (Listing Regulations & Disclosure Requirements) Regulations, 2015 - Proceedings of the 8th Annual General Meeting of the Company

Dear Sir/Ma'am,

This is to inform you that 8th Annual General Meeting of Proventus Agrocom Limited (Formerly known as Proventus Agrocom Private Limited) was held today i.e., on Tuesday, September 26, 2023 at 12.00 p.m. through Video Conferencing / Other Audio Visual Means.

In this regard, please find enclosed the proceedings of the 8th AGM of the Company pursuant to Regulation 30 of the Securities and Exchange Board of India (Listing Regulations & Disclosure Requirements) Regulations, 2015.

Kindly take the same on record.

Thanking you,

Yours Faithfully,
For Proventus Agrocom Limited
(Formerly known as Proventus Agrocom Private Limited)

DURGA PRASAD Digitally signed by
DURGA PRASAD JHAWAR
Date: 2023.09.26 15:27:03
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Durga Prasad Jhawar
Managing Director & CEO
DIN: 02005091

Proventus Agrocom Limited
(Formerly known as Proventus Agrocom Private Limited)

Address: 515, 5th Floor, 215 Atrium, Wing C, Andheri Kurla Road, Andheri East, Mumbai 400059

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Proceeding of the 8th Annual General Meeting of the Company pursuant to Regulation 30 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015

The 8th Annual General Meeting (“AGM” or “Meeting”) of the Members of Proventus Agrocom Limited (“the Company”) was held on Tuesday, September 26, 2023, at 12.00 p.m. through Video Conferencing (“VC”) / Other Audio-Visual Means (“OAVM”) (deemed venue was the registered office of the Company at Unit 515, 5th Floor, C Wing, 1 MTR Cabin, Atrium, Village Mulgaon, MV Road, Near Acme Plaza, Andheri (E), Mumbai-400069). The Meeting was held in compliance with the applicable provisions of the Companies Act, 2013 (“Act”) and the Rules made thereunder, the SEBI (Listing Regulations and Disclosure Requirements) Regulations, 2015 (“the SEBI Listing Regulations”), the General Circulars issued by the Ministry of Corporate Affairs and the circulars issued by the Securities and Exchange Board of India (collectively “Applicable Circulars”).

Ms. Pinal Darji, Company Secretary and Compliance Officer of the Company welcomed all the Members present through VC. She informed the members that pursuant to the Applicable Circulars, Companies were permitted to hold the Meeting through VC / OAVM, without the physical presence of the Members at a common venue. In compliance with the provisions of the Act, SEBI Listing Regulations and the applicable Circulars, the Meeting of the Company was held through VC and the Company had taken all requisite steps to enable Members to participate and vote on the items being considered in the AGM. She then briefed the Members about the basic instructions with respect to the participation at the AGM through VC and informed that no registration from the shareholders willing to share views/raise queries/speak at the AGM were received by the company.

She notified the Members about the presence of the Directors, Statutory Auditor, Secretarial Auditor / Scrutinizer through Video Conferencing from their respective locations.

She then apprised the members that pursuant to the applicable circulars, the Members attending the AGM through VC shall be counted for the purpose of ascertaining the quorum under Section 103 of the Companies Act, 2013.

Further, she also apprised the Members that the register of Directors and Key Managerial Personnel, register of contracts and arrangements, the certificate from Secretarial Auditor on ESOP Scheme of the Company pursuant to SEBI SBEB Regulations 2021 were made available for inspection to the members in accordance with section 170 and section 171 of the Act.

With the permission of the Board of Directors present and read with the Articles of Association of the Company, Mr. Ranganathan Subramanian, Chairman and Independent Director of the Company and Chairman of the Audit Committee, Nomination & Remuneration Committee and the Stakeholders Relationship Committee of the Company was requested to take the Chair.

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The Company Secretary introduced the Chairman of the Board and Mr. Subramanian occupied the Chair.

Consequently, Mr. Subramanian Ranganathan occupied the chair and welcomed the members present at the Meeting and introduced the Directors and Key Executives of the Company attending the Meeting through VC. The requisite quorum being present, Chairman called the Meeting to order. The Chairman himself, Mr. Durga Prasad Jhawar, Managing Director & CEO, Mr. Shalin Sanjiv Khanna, Whole Time Director, Mr. Deepak Agrawal, Whole Time Director, Ms. Sweta Jain, Independent Director, Ms. Swati Jhawar, Director, Mr. Ankush Jain, CFO and Ms. Pinal Darji, Company Secretary and Compliance Officer were present through Video Conferencing from their respective offices and no leave of absence was granted to any of the Directors as all the directors were present in the meeting. The Chairman then introduced the other directors of the Company to the members.

Thereafter, he requested Mr. Durga Prasad Jhawar, Managing Director of the Company to brief the members on the highlights and business updates of the Company.

Mr. Jhawar then addressed the members and put-forth the impressive financial achievements, including a remarkable year-on-year growth in PAT, revenues, and substantial growth in ProV brand sales and EPS, for the members. He highlighted the successful creation of a sustainable, scalable, and profitable brand in the Dry Fruits and Nuts space, positioning the company among the top 5 in India in this category.

He shared proudly, with the members, about the success of the ProV brand, its recognition as a preferred choice for health-conscious snacking, and the partnership with Chef Sanjeev Kapoor and FMCG expert KS Narayanan. Mr. Jhawar then expressed pride in the successful completion of the Company's SME IPO in June 2023 and its consequent listing on the NSE Emerge platform. He concluded his speech by extending gratitude to the entire team of ProV, the Company's stakeholders, customers, and shareholders for their support.

The Chairman thereafter continued with the proceedings of the Meeting.

The Chairman further informed that, there are no qualifications, observations or adverse comments in the Auditor's Report on the Financial Statements (Standalone and Consolidated) and Secretarial Audit Report for the Financial Year ended March 31, 2023. The notice of the 8th AGM, Report of the Board of Directors along with its annexures, Auditors Report and Secretarial Audit Report were taken as read with the permission of the Members present.

He further informed that pursuant to the MCA and SEBI Circulars, the facility to appoint proxy to attend and cast vote on behalf of the Members is not available.

He further informed the Members that the Company, in accordance with the Act and the Listing Regulations, had provided facility to all the Members as on September 19, 2023 ("the Cut-off Date") to exercise their votes on the items of business given in the Notice through remote electronic voting system provided by the National Securities Depository Limited ("NSDL"). The remote e-voting period commenced on Thursday, September 21, 2023 at 9.00

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A.M. (IST) and concluded on Monday, September 25, 2023 at 5.00 P.M. (IST). The Chairman apprised the Members about the availability of e-voting system during the AGM for those present in the AGM and who have not cast their votes through e-voting earlier.

The Chairman proceeded towards the agenda items as per the Notice

The following items of business as laid down in the Notice of 8th AGM held on September 26, 2023, were transacted at the Meeting:

Ordinary Businesses:

1. To receive, consider and adopt the:
 - a) Audited Standalone Financial Statements of the Company for the Financial Year ended March 31, 2023 together with the reports of the Board of Directors and Auditors thereon; and
 - b) Audited Consolidated Financial Statements of the Company for the Financial Year ended March 31, 2023 together with the report of the Auditors thereon.
2. To appoint a Director in place of Mr. Shalin Sanjiv Khanna (DIN: 06734684), who retires by rotation in terms of section 152(6) of the Companies Act, 2013 and, being eligible, offers himself for reappointment.
3. To consider and appoint M/s NBT & Co., Chartered Accountants (ICAI Firm Registration Number 140489W), as Statutory Auditors of the Company.

Special Businesses:

4. To ratify the Proventus Agrocom Private Limited Stock Incentive Plan, 2022 (“PAPL SIP 2022”)
5. To ratify the extension of benefits of Proventus Agrocom Private Limited Stock Incentive Plan, 2022 (“PAPL SIP 2022”) to the Employees of the Subsidiaries of the Company.

The Chairman then instructed that the e-voting window shall remain open for another 15 minutes and requested the Members who had not already voted earlier through remote e-voting facility to vote through e-voting system/facility provided during the AGM.

It was also informed to the Members that there would be no voting by “show of hands”.

The Board of Directors had appointed M/s. M Siroya and Company (Membership No. F5682), Proprietor of M/s. M Siroya and Company, Company Secretaries, as the Scrutinizer for e-voting process for the 8th AGM.

The e-voting on the resolutions was conducted through remote e-voting prior to the AGM and e-voting during the AGM.

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It was announced that the voting results for the resolutions would be declared within 48 hours of the conclusion of AGM on receipt of the Scrutinizer's Report and the Results/ Scrutinizer's report will be placed on the website of the Company, and the same shall also be submitted to the Stock Exchange in compliance with the provisions of the Act and the SEBI Listing Regulations.

The Chairman thereafter thanked the Members for attending and participating in the Meeting and thereafter concluded the meeting.

The results of e-voting prior to the AGM and e-voting during the AGM along with the scrutinizers report shall be disseminated to the stock exchanges separately.

As per the attendance record, 12 Members were present.

The Meeting commenced at 12:00 PM (IST) and concluded at 12:30 PM (IST) post which the E-voting window was opened for next 15 minutes i.e., till 12:45 PM (IST).

For Proventus Agrocom Limited
(Formerly known as Proventus Agrocom Private Limited)

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Date: 2023.09.26
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Subramanian Ranganathan
Chairman and Independent Director
DIN: 00125493

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