

PROCEEDINGS OF THE 38TH ANNUAL GENERAL MEETING

The Annual General Meeting of the Company was held on Tuesday, 21st September, 2021 at the Registered Office of the Company at Vision House, Tivim Industrial Estate, Mapusa, Goa, also Video Conferencing/Other Audio Visual Means facility was provided to attend the meeting to the Members, Directors, Auditors and Scrutinizer.

The following Directors were present:

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| Mr. Sadashiv Shet | - Chairman and Member |
| Mr. A. Y. Fazalbhoy | - Director – attended through video conferencing |
| Mr. Sayed Abbas | - Director |
| Mr. K. D. Bhat | - Director and Member |
| Mr. John Silveira | - Managing Director and Member |
| Mrs. Mona D'souza | - Director and Member |

In attendance:

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| Mrs. Puja Joshi | - Company Secretary-cum-Compliance Officer |
| Mrs. S. V. Shah | - Partner of Auditors Firm – attended through video conferencing |
| Mr. Shivaram Bhat | - Scrutinizer (E-voting and Poll) |
| Mrs. Shalini Lobo - | -Chief Financial Officer |

Due to some reason Ms. Girija Nagvekar, Secretarial Auditor could not attend the meeting and the same was informed by her.

Members Present:

The requisite quorum was present for the meeting which includes Physical Members as well as Members attended through Video Conferencing/Other Audio Visual Means.

The meeting started at 11.00 A.M.

Puja Joshi, Company Secretary –cum-Compliance Officer welcomed the members and informed that in this Covid-19 Pandemic situation and pursuant to Circulars issued by Ministry of Corporate Affairs and SEBI the Company is conducting this meeting through physical presence with the permission of the North Goa Deputy Collector, Bardez, Goa, as well as Video Conferencing(VC)/Other Audio Visual Means facility (OAVM) is also provided for the members to attend the meeting. She further informed that the Company has provided Remote E-voting facility from 17th September, 2021 from 9.00 a.m. to 20th September, 2021 till 5.00 p.m. and E-voting facility for voting at the Meeting for those who are attending the meeting through video conferencing and voting by poll for those members who are attending the meeting through physical presence.

It was further informed that the notice of this meeting along with Annual Report was uploaded on the website of the Company at www.korefoods.in and advertisement to this effect was also published in the newspapers. The Notice was also made available on www.bseindia.com and www.evotingindia.com.

It was informed that the proceedings of the meetings will be recorded and members were requested to send their questions on the chat box or send a note to the Company Secretary and the same will be communicated to the Chairman to respond accordingly. It was also informed that the company has received some questions and also received advance indication from the shareholders who has

indicated their interest to speak at the meeting.

Pursuant to the Articles of Association of the Company, Mr. Sadashiv Shet Chaired the proceedings of the Meeting.

The Company Secretary confirmed that the requisite quorum is present and the formal proceedings of the meeting could commence and thereafter, the Chairman called the Meeting to order.

The Chairman welcomed the Members to the 38th Annual General Meeting. The Chairman introduced all the Directors who attended the meeting and Ms. Sheetal Shah, Partner of S. V. Shah & Associates, Statutory Auditors and Mr. Shivaram Bhat, Scrutinizer.

The Chairman informed that the requisite quorum was present and Register of Directors and Key Managerial Personnel and their Shareholdings, Copies of Directors' Report, Auditors' Report, Audited Balance Sheet and Profit and Loss Account for the year ended 31.03.2021, copy of Agreement entered for reappointment of Managing Director and Register of Proxies are kept at the meeting for inspection. He also informed that no proxy was received for this Meeting.

With the permission of the members the Notice convening the 38th Annual General Meeting was taken as read.

The Chairman informed that the Auditors Report and Secretarial Auditors Report for the year ended 31.03.2021 does not contain any qualification and adverse remarks so with the permission of Members the said reports were taken as read.

The Chairman informed the Members that the Company had arranged for the Remote E-Voting facility from 17th September, 2021 to 20th September, 2021. Members who had participated in remote E-voting are not entitled to cast their vote in the meeting and Members who had not participated in the Remote e-voting and who are attending the meeting through video conferencing or other audio visual means can cast their vote in the meeting through evoting and those members who are attending the meeting through physical presence and who have not voted through remote evoting can cast their vote through poll. He further informed that after scrutiny, the Scrutinizers Report and declaration of results will be done the next day.

Thereafter all 4 resolutions were proposed and seconded.

The Resolution voted for by the members through E-voting or through poll briefly relates to the following:

ORDINARY BUSINESS:

Item No. 01 : Adoption of Financial Statements - Ordinary Resolution

The Chairman moved to Resolution No. 1 for Adoption of Financial Statements for the year ended 31st March, 2021 and the Reports of Board of Directors' and Auditors'.

In this respect a resolution was put forward by the Chairman and accordingly the resolution was seconded by Mr. G. P. Harmalkar.

The Chariman put Resolution to vote.

The Chairman informed that the Company has received request from some shareholders for participating in the meeting as a Speaker and he announced their names but it was found that they had not attended the meeting.

The Chairman informed that the Company has received some questions from the shareholders, he requested the Company Secretary to read those questions.

The Company Secretary read all the questions received from shareholders. The Chairman then requested Mr. John Silveira to answer the questions. Mr. John Silveira, Managing Director of the Company, answered all the questions.

The Chairman proceeded to take the next item of the Agenda.

Item No. 02: Re-appointment of Director retiring by Rotation – Ordinary Resolution

The Chairman informed that Mrs. Mona D'Souza being interested in this item of agenda will not participate in the meeting. Mrs. Mona D'Souza did not participated in the meeting for this agenda item.

The matter concerning the Re-appointment of Mrs. Mona D'Souza (DIN:08459994), as a Director of the Company was placed before the Members for their consideration and approval. In this respect a resolution was put forward by the Chairman and accordingly, Mr. Gireesh Pai proposed the resolution. The resolution was seconded by Mr. Bharat Tanavade.

The Chariman put Resolution to vote.

The Chairman proceeded to take up the next matter on the agenda and requested Mrs. Mona D'Souza to participate in the meeting for remannig items of Agenda. Mrs. Mona D'Souza participated the meeting for the remaining items of Agenda.

SPECIAL BUSINESS

Item No. 03: Re-appointment of Mr. John Silveira as Managing Director of the Company.

The Chairman informed that Mr. John Silveira being interested in this item of agenda will not participate in the meeting. Mr. John Silveira did not participated in the meeting for this agenda item.

The Resolution pertaining to Re-appointment of Mr. John Silveira as Managing Director of the Company was placed before the Members for their consideration and approval. In this respect a resolution was put forward by the Chairman and accordingly, Mr. Sadashiv Shetty, proposed the resolution. The resolution was seconded by Mr. Mohamad Jamotkar.

The Chariman put Resolution to vote.

The Chairman proceeded to take up the next matter on the agenda.

Item No. 04: Approval on Related Party Transactions (RPT) under the Companies Act, 2013 and clause 23 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 – Ordinary Resolution.

The Chairman informed that Mr. John Silveira, Mrs. Shalini Lobo, Mr. Abdullah Fazalbhoy and his relatives and interested promoters and promoter group being interested will not participate in the meeting for this item.

They did not participated for this item of Agenda.

The Resolution concerning the Approval on Related Party Transactions under the Companies Act, 2013 and clause 23 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 was placed before the Members for their consideration and approval. In this respect a resolution was put forward by the Chairman and accordingly, Mr. Prasad Deshprabhu proposed the resolution. The resolution was seconded by Mr. Sonu Khandeparkar.

The Chariman put Resolution to vote.

The Chairman requested Mr. John Silveira, Mrs. Shalini Lobo, Mr. Abdullah Fazalbhoy and his relatives and interested promoters and promoter group to participate in the meeting. On request they participated in the Meeting.

The Chairman informed that the Board of Directors has appointed Mr. Shivaram Bhat, Practising Company Secretary as a Scrutinizer for conduct the E-voting and Poll process for this Meeting and the report will be submitted by him by next day of the meeting. He also informed that all the shareholders are given the Remote E-voting facility and E-voting facility for those attending the meeting through VC/OAVM and those attending the meeting physically are given the facility to vote through poll. The E-voting facility is be kept open for the next 15 minutes to enable the members to caste their vote.

The Chairman requested Mr. John Silveira, Managing Director of the Company to propose Vote of Thanks. Mr. John Silveira, Managing Director of the Company proposed vote of thanks.

Thereafter the meeting was concluded by the Chairman at 11.18 A.M.

For Kore Foods Limited



Puja Joshi

Company Secretary-cum-Compliance Officer.

