



## LUDLOW JUTE & SPECIALITIES LIMITED

**Registered Office:**

KCI Plaza, 4<sup>th</sup> Floor, 23C Ashutosh Chowdhury Avenue, Kolkata – 700 019, India

CIN: L65993WB1979PLC032394

GSTIN: 19AACCA2034K1ZU

Phone: 91-33-4050-6300/6330/31/32

Fax No: 91-33-4050-6333/6334

E-Mail: [info@ludlowjute.com](mailto:info@ludlowjute.com)

Website: [www.ludlowjute.com](http://www.ludlowjute.com)

Date: 24<sup>th</sup> September 2024

To,  
The Secretary  
BSE Limited  
Phiroze Jeejebhoy Towers,  
Dalal Street, Mumbai – 400 001  
Scrip Code No.526179

Dear Sir,

**Sub: Submission of Proceedings of the 45<sup>th</sup> Annual General Meeting of the Company**

We are enclosing herewith the Proceedings of the Annual General Meeting held today as per Regulation 30 of the SEBI (Listing Obligations & Disclosure Requirements) Regulation, 2015.

This is for your information & records.

Thanking you,

**For Ludlow Jute & Specialities Limited**

*Spivual*

**Company Secretary**





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### SUMMARY OF PROCEEDING OF THE FORTY FIFTH ANNUAL GENERAL MEETING OF THE COMPANY HELD ON 24<sup>TH</sup> SEPTEMBER 2024

#### **Date of the Meeting**

The 45<sup>TH</sup> Annual General Meeting (“AGM”) of the Company was scheduled to be held on Tuesday, 24<sup>th</sup> September, 2024 at 11:00 A.M. through Video Conferencing/Other Audio-Visual Means. Accordingly, the AGM commenced on the date and time mentioned above and concluded at **11:55 A.M.** The e-voting continued for another 15 minutes thereafter.

#### **Brief summary of the proceedings and items deliberated**

**72** Members (including corporate representatives) representing **72,41,210** equity shares participated in the Annual General Meeting through Video Conference.

Mr. Rajya Vardhan Kanoria, Chairman of the Company, took the Chair and extended warm welcome to each one participating in the Annual General Meeting of the Company through Video Conference.

The Chairman introduced the following Directors of the Company joining the Meeting through Video Conference.

1. Mr. Manoj Mohanka, Independent Non-Executive Director, Chairman of the Audit Committee and Nomination and Remuneration Committee.
2. Mr. Jugal Kishore Bhagat, Independent Non-Executive Director, Chairman of the Stakeholders’ Relationship Committee.
3. Mr. Satish Kapur, Independent Non-Executive Director.
4. Ms. Nayantara Palchoudhuri, Independent Non-Executive Director.
5. Mr. Bharat Kumar Jalan, Independent Non-Executive Director.
6. Mr. Ashish Chandrakant Agrawal, Managing Director.

The Chairman declared that Mr. Rajesh Kumar Gupta, Chief Financial Officer and Ms. Pratibha Jaiswal, Company Secretary were also participating in the meeting from the registered office of the Company at Kolkata.

The Chairman further announced that the representative of JKVS & Co., the Statutory Auditors & Secretarial Auditor of the Company were also participating in the Meeting.

Ms. Pratibha Jaiswal, Company Secretary confirmed to the Chairman that in accordance with the prevailing laws and circulars issued thereunder, the requisite quorum was present through Video Conference and that the Meeting was in order.

The Company Secretary further announced that: -

The 45<sup>TH</sup> AGM of the Company was being held through Video Conference (‘VC’) in due compliance with the relevant Circulars issued by MCA and SEBI.





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As the AGM was being held through VC, physical attendance of Members had been dispensed with. Facility for joining the meeting through VC had been made available to the Members 15 minutes before the commencement of the AGM.

For the smooth conduct of the Meeting, all Members were in mute mode and Members who had pre-registered themselves as speakers at the AGM were unmuted when invited to speak.

She requested the Speakers to unmute their audio/video after their names are called and to express their views or ask questions. In case of any connectivity issue at the speaker's end, the next Speaker was invited to express his/her views or ask question, if any. Opportunity was provided to the earlier speaker after all other registered speakers have spoken.

The Statutory Registers required to be available during the AGM were made available for inspection by the Members at the NSDL website.

The Chairman intimated that the Reports of the Statutory Auditors and the Secretarial Auditor of the Company for the year ended 31<sup>st</sup> March, 2024 did not contain any qualification, reservation or adverse remark so there was no need to read the same.

The Notice of the 45<sup>TH</sup> Annual General Meeting dated 6<sup>th</sup> August 2024 as sent to the Members by email and public notice published in the Newspapers was taken as read.

The Chairman briefed the shareholders on the current status of the Company.

### Agenda Items of Notice

The following items were transacted at the meeting:

#### Ordinary Business

1.	Adoption of the Audited Financial Statements of the Company for the financial year ended 31 <sup>st</sup> March 2024 and the Reports of the Board of Directors and Auditors thereon.
2.	Appointment of Mr. Rajya Vardhan Kanoria (DIN: 00003792), who retires by rotation and being eligible, offers himself for re-appointment.

#### Special Business

3.	Ratification of remuneration of the Cost Auditors for the financial year 2024-25.
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### Manner of approval for Agenda Items of Notice

As the resolutions for the Items included in the Notice had already been put to vote through remote e-Voting and were also being put for e-Voting during the AGM, therefore, no resolution was required to be proposed or seconded by the Members at the AGM.

As per the applicable provisions of the Companies Act, 2013 and Listing Regulations and the Rules thereunder, the Company had provided the facility of remote e-voting on the resolutions proposed at the 45<sup>TH</sup> AGM. The period for remote e-voting commenced on 21<sup>st</sup> September, 2024 at 9.00 A.M. and ended on 23<sup>rd</sup> September, 2024 at 5.00 P.M. Further the Members who were participating in the AGM and had not cast their votes by remote e-voting were given the facility to cast their votes during the AGM through the e-voting system of National Securities Depository Limited (NSDL). The e-voting during the AGM remained open till **12:10 P.M.**

During the conduct of the Meeting, the Chairman being interested in Item No. 2, pertaining to appointment of himself as a director retiring by rotation at the AGM, entrusted the conduct of the proceedings to Mr. Manoj Mohanka, a disinterested Director, and resumed the Chair after the respective Item of Business was transacted.

### Speaker Shareholders

The Members were given the facility to register in advance as a Speaker at the AGM, through the designated email of the Company.

The following **Sixteen** Members had registered as speakers at the AGM: -

1. Mr. Manoj Kumar Gupta
2. Mr. Sujan Modak
3. Mr. Subhash Kar
4. Mr. Amit Kumar Banerjee
5. Mr. Bimal Sarkar
6. Mr. Amarendra Nath Ray
7. Mr. Santosh Kumar Saraf
8. Mr. Jaydip Bakshi
9. Mr. Goutam Nandy
10. Mr. Sudipta Chakraborty
11. Ms. Indrani Chakraborty
12. Ms. Lily Pradhan
13. Mr. Abhirup Nandy
14. Mr. Abhijit Panda
15. Mr. Ashit Kumar Pathak
16. Mr. Abhishek Kalra

The Company Secretary called the names of the Members one by one to express their views or ask questions.

The speakers were unmuted by the host when they spoke.





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When called upon to speak, Mr. Amit Kumar Banerjee, Mr. Abhirup Nandy & Mr. Abhijit Panda did not respond.

The other speakers among other general queries asked about the performance and status of the Company.

The Chairman replied to the queries/comments of the speaker shareholders suitably.

### **Voting Results**

Mr. Sachin Kumar, Practicing Company Secretary, appointed as the Scrutinizer to scrutinize the e-voting process in a fair and transparent manner, was also present at the meeting.

The voting results of the aforesaid Agenda Items along with the Scrutinizer's Report pursuant to Regulation 44 of the Listing Regulations read with Rule 20 of the Companies (Management and Administration) Rules, 2014, will be submitted with the Stock Exchange(s) once the same is obtained by the Company from the Scrutinizer.

The Chairman authorised Ms. Pratibha Jaiswal Company Secretary of the Company, to declare the results in respect of the resolutions proposed at the 45<sup>th</sup> Annual General Meeting of the Company.

This is for your information and records.

Thanking You,

**For Ludlow Jute & Specialities Limited**

**Company Secretary**

