



Gelatine

C. J. GELATINE PRODUCTS LIMITED

ISO 9001-2008 Certified

FACTORY :
21, NEW INDUSTRIAL AREA,
MANDIDEEP- Pin : 462046
DIST. RAISEN (M.P.) INDIA

TEL : 07480-423301 (16 Lins)
Fax : 07480-233612
E-mail : contact@cjgelatineproducts.com
CIN : L24295MH1980PLC023208

To,
The Manager
Department of Corporate Services
Bombay Stock Exchange Limited
P.J. Tower, Dalal Street, Fort
Mumbai - 400 001

Date: 01st October, 2019

Sub : Proceedings of 39th Annual General Meeting held on 30th September, 2019
Ref : Scrip Code: 507515, Scrip ID: CJGEL

Dear Sir,

In terms of Regulation 30 of SEBI (Listing Obligations & Disclosure Requirements), Regulations 2015, a summary of the proceedings of the 39th Annual General Meeting (AGM) of the Company held on Monday, 30th September, 2019 at Sher-e-Punjab Gymkhana & Health Club Association, 368/72 Club Premises, Sher-e-Punjab Society, Off. Mahakali Caves Road, Andheri (E), Mumbai - 93 (M.H.) is enclosed herewith for your reference.

Kindly acknowledge the receipt of the same.

Thanking You,

For C.J. GELATINE PRODUCTS LIMITED

PINKI SHARMA
COMPANY SECRETARY & COMPLIANCE OFFICER



Encl: As above



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SUMMARY OF THE PROCEEDINGS OF THIRTY NINTH ANNUAL GENERAL MEETING OF THE MEMBERS OF C.J.GELATINE PRODUCTS LIMITED HELD ON MONDAY, 30TH SEPTEMBER, 2019 COMMENCED AT 12:30 P.M. AND CONCLUDED ON 04:00 P.M. AT SHER -E- PUNJAB GYMKHANA & HEALTH CLUB ASSOCIATION, 368/72 CLUB PREMISES, SHER -E- PUNJAB SOCIETY, OFF. MAHAKALI CAVES ROAD, ANDHERI (E), MUMBAI - 93

PRESENT :

Mr. Jaspal Singh	Chairman of the Meeting, Managing Director
Mr. Amarjot Singh	Non Executive Independent Director (Chairman Nomination & Remuneration Committee)
Mr. Sandeep Singh	Non Executive Independent Director (Chairman Stakeholders Relationship Committee)
Mr. Vikas Gupta	Non Executive Independent Director (Chairman Audit Committee)
Mr. Harman Singh	Chief Financial Officer
Ms. Pinki Sharma	Company Secretary & Compliance Officer

INVITEE:

SPARK & ASSOCIATES	Chartered Accountants, Proposed Statutory Auditors of the Company
R Kini & Associates	Chartered Accountants,
Ms. Sonal Jain	Scrutinizer for the AGM

For C.J. Gelatine Products
P. Sharma
Company Secretary

LEAVE OF ABSENCE:

Leave of absence was granted to Ms. Jasneet Kaur (DIN: 06995139), Director of the company, who expressed her inability to attend the meeting.

Members Present:

In aggregate 19 (Nineteen) members attended the meeting as per the records of attendance.

Mr. Jaspal Singh, Managing Director, chaired the meeting and welcomed all the members present at the meeting. As the requisite quorum was present, the Chairman of the meeting called the meeting to order.

The Chief Financial Officer stated as follows:

- (i) In compliance with the Section 108 of the Companies Act, 2013 along with respective Rules & Regulation 44 of the SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015, the Company had provided a facility to the shareholders to cast their votes electronically through the e-voting services facility arranged by Central Depositories Services Limited for resolutions transacted at the Annual General Meeting. The e-voting commenced at 9:00 A.M. on 27th September, 2019 and ended at 05:00 P.M. on 29th September, 2019.
- (ii) The e-voting detailed instructions for e-voting were provided in the notice of e-voting, sent along with the notice of Annual General Meeting.
- (iii) The Company had appointed Ms. Sonal Jain, Practicing Company Secretary, New Delhi as the Scrutinizer to scrutinize the e-voting and poll process in a fair and transparent manner.
- (iv) Mr. Vikas Gupta, Chairman of the Audit Committee, Mr. Sandeep Singh, Chairman of Nomination & Remuneration Committee and Mr. Amarjot Singh, Chairman of Stakeholders Relationship Committee were present at the Annual General Meeting.
- (v) The following documents and Registers were placed on the Table before the Meeting:
 - a. Directors' Report for the Financial year ended March 31, 2019.
 - b. Auditors' Report for the Financial year ended March 31, 2019.
 - c. Audited Accounts for the financial year ended March 31, 2019.
 - d. Registers of Director's, Directors Shareholding & Members (remain open for inspection during the Meeting).

For C.J. Gelatine Plu...
Sharma
Company Secretary
2019

The Chairman welcomed the members to the meeting and introduced the dignitaries on the dais to the shareholders

Notice convening the meeting and the Directors' Report were taken as read with the permission of the members.

The Chairman stated that as per Sections 107 and 108 of the Companies Act, 2013, the shareholders who have not casted their votes through e-voting facility can cast their votes through ballot paper. The Chairman advised Ms. Sonal Jain to take poll proceedings immediately upon the closure of the meeting.

Ordinary Business:

1. **To consider and adopt the audited Balance Sheet as at 31st March 2019, the Profit and Loss Account for the year ended on that date together with the schedules annexed thereto as well as the Directors Report and Auditors Report thereon**

"Resolved that the audited standalone financial statements of the Company including the balance sheet as at March 31, 2019, the statement of profit and loss, the cash flow statement for the year ended on that date, reports of the Board of Directors and Auditors thereon be and are hereby received, considered and adopted."

2. **To appoint a Director in place of Ms. Jasneet Kaur (DIN: 06995139) who retires by rotation and being eligible, offers herself for re-appointment**

"Resolved that Ms. Jasneet Kaur (DIN: 06995139), Director of the Company who retires by rotation and being eligible offers herself for re-appointment, be and is hereby re-appointed as a Director of the Company liable to retire by rotation."

3. **To appoint Auditor and fix their remuneration by passing the following Resolution with or without modification(s), as an Ordinary Resolution**

"RESOLVED THAT pursuant to provisions of Section 139, 141 and other applicable provisions, if any, of the Companies Act, 2013 and Companies (Audit and Auditors) Rules, 2014, M/s. R Kini and Associates, Chartered Accountant, has completed their tenure and cannot be further re-appointed as per the provisions of the Act.

For C.J. Gelatine Products
Sharma
Company Secretary

Thus, pursuant to the provision of Section 141 of the Companies Act, 2013, M/s SPARK & Associates, Chartered Accountant (Registration No. 005313C), be and is hereby appointed as the Auditor of the Company at the ensuing Annual General Meeting of the members of the company to hold the office till the Conclusion of the Sixth consecutive Annual General Meeting, at such remuneration, as may be applicable and reimbursement of actual out of pocket expenses as may be incurred in the performance of their duties, as the Board of Directors may fix in this behalf."

4. **To re-appoint Mr. Vikas Gupta (DIN: 03603519) as an Independent Director:**

"RESOLVED THAT pursuant to the provisions of Sections 149, 152 and other applicable provisions, if any, of the Companies Act, 2013 ("Act"), the Companies (Appointment and Qualifications of Directors) Rules, 2014, read with Schedule IV to the Act and Regulation 17 and other applicable regulations of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations"), as amended from time to time, Mr. Vikas Gupta (DIN 03603519), who was appointed as an Independent Director at the Thirty Fourth Annual General Meeting of the Company and who holds office up to March 31, 2019 and who is eligible for re-appointment and who meets the criteria for independence as provided in Section 149(6) of the Act along with the rules framed thereunder and Regulation 16(1)(b) of 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, be and is hereby re-appointed as an Independent Director of the Company, not liable to retire by rotation, to hold office for a second term of five years commencing with effect from April 01, 2019 up to March 31, 2024."

5. **To re-appoint Mr. Sandeep Singh (DIN: 03603531) as an Independent Director:**

"RESOLVED THAT pursuant to the provisions of Sections 149, 152 and other applicable provisions, if any, of the Companies Act, 2013 ("Act"), the Companies (Appointment and Qualifications of Directors) Rules, 2014, read with Schedule IV to the Act and Regulation 17 and other applicable regulations of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations"), as amended from time to time, Mr. Sandeep Singh (DIN 03603531), who was appointed as an Independent Director at the Thirty Fourth Annual General Meeting of the Company

For C.J. Gelatine Products Ltd.
[Signature]
Company Secretary

and who holds office up to March 31, 2019 and who is eligible for re-appointment and who meets the criteria for independence as provided in Section 149(6) of the Act along with the rules framed thereunder and Regulation 16(1)(b) of 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, be and is hereby re-appointed as an Independent Director of the Company, not liable to retire by rotation, to hold office for a second term of five years commencing with effect from April 01, 2019 upto March 31, 2024."

6. **To re-appoint Mr. Amarjot Singh (DIN: 07115513) as an Independent Director:**

"RESOLVED THAT pursuant to the provisions of Sections 149, 152 and other applicable provisions, if any, of the Companies Act, 2013 ("Act"), the Companies (Appointment and Qualifications of Directors) Rules, 2014, read with Schedule IV to the Act and Regulation 17 and other applicable regulations of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations"), as amended from time to time, Mr. Amarjot Singh (DIN: 07115513), who was appointed as an Independent Director at the Thirty Fifth Annual General Meeting of the Company and who holds office up to March 31, 2019 and who is eligible for re-appointment and who meets the criteria for independence as provided in Section 149(6) of the Act along with the rules framed thereunder and Regulation 16(1)(b) of 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, be and is hereby re-appointed as an Independent Director of the Company, not liable to retire by rotation, to hold office for a second term of five years commencing with effect from April 01, 2019 upto March 31, 2024."

In response to the Chairman's request to the members to address any comments / questions, members applauded the performance of the Company. The members thanked the Company for excellent investor servicing and management at the meeting and requested clarity on the business aspects including debt position and business operations etc. which were replied by the Chairman satisfactorily.

The Chairman then thanked the members for their participation.

For C.J. Gelatine Products Ltd.
[Signature]
Company Secretary

Ms. Sonal Jain, Scrutinizer then conducted the poll and after closing the poll process at around 04.00 Hrs. took the custody of the polling boxes.

The Chairman informed that the results of the e-voting process and Poll (Ballot Form) process will be announced on receipt of the Scrutinizer's Report and the Scrutinizer's Report will be placed on the Company's website and sent to the Stock Exchanges.

After all the Agendas were duly taken up, meeting concluded with the vote of thanks to the chair.

Ms. Sonal Jain, Scrutinizer ensured the conduction of voting process in a fair and transparent manner. The results of voting (poll process and remote e-voting) shall be intimated as per statutory timelines.

This is for your information and records.

Thanking You

For C.J.GELATINE PRODUCTS LIMITED



PINKI SHARMA
COMPANY SECRETARY & COMPLIANCE OFFICER

