



INDIA GELATINE & CHEMICALS LTD.

Plot No. 1/A, G.I.D.C. Industrial Estate, National Highway, VAPI - 396 195. (Gujarat). INDIA

Tel.: (260) 240 1741, 240 1584, 240 1385, 240 0795

E-MAIL : igclvapi@indiagelatine.com • Web : www.indiagelatine.com • CIN - L99999GJ1973PLC002260

Date: October 15, 2020

BSE Limited

Department of Corporate Services – CRD,
PJ Towers, Dalal Street,
Mumbai 400 001

BSE (Scrip Code: 531253)/ (Scrip Id: INDGELA)

Sub: Minutes of 48th Annual General Meeting of the Company

Dear Sir/Madam,

With reference to the above subject, we are enclosing herewith Minutes of 48th Annual General Meeting of the Company held on Tuesday, 22nd September, 2020 at 12.15 p.m. through Video Conferencing ("VC") / Other Audio Visual Means ("OAVM").

This is for your information & record.

Thanking you,

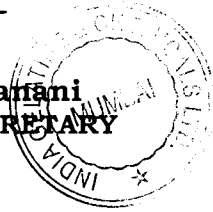
Yours faithfully,

For **INDIA GELATINE & CHEMICALS LIMITED**



Tanaya Daryani
COMPANY SECRETARY
A37181

Encl.: as above.



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Regd. Office : 703/704, "SHILP", 7th Floor, Near Municipal Market, Sheth C. G. Road, Navrangpura,
Ahmedabad - 380 009 (Gujarat). Tel.: (079) 2646 6737, 2646 9514 • Fax : +91-79-2646 5569.

INDIA GELATINE & CHEMICALS LIMITED

In pursuance of the notice dated 21st day of August, 2020 the Forty-eighth Annual General Meeting of the Members of INDIA GELATINE & CHEMICALS LIMITED, was held on Tuesday, 22nd September, 2020 at 12.15 p.m. and concluded at 1.00 p.m. through Video Conferencing ("VC")/Other Audio Visual Means ("OAVM") where 31 Members were present.

The following Directors were present:

- | | | |
|--------------------------|---|--|
| Mr. Pradip P. Madhavji | - | Chairman & Non Executive Independent Director
Also, as the Chairman of Audit Committee and the Stakeholder Relationship Committee |
| Mr. Viren C. Mirani | - | Managing Director and
As a Member of the Company |
| Mrs. Shefali V. Mirani | - | Executive Director & as a Member of the Company |
| Mr. Shridhar N. Pittie | - | Non Executive Independent Director
Also, as the Chairman of Nomination and Remuneration Committee and as Member of the Company |
| Mr. Jayprakash M. Tiwari | - | Non Executive Independent Director and
As a Member of the Company |
| Mr. Malay M. Khimji | - | Non Executive Independent Director |

Present by Invitation:

- | | | |
|-------------------|---|--|
| Mr. Arpit D. Shah | - | Partner of M/s Chandulal M. Shah & Co.,
Statutory Auditors of the Company |
| Mr. Chirag Shah | - | Proprietor of Chirag Shah & Associates,
as a Scrutinizer for e-voting/ballot. |



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- Mr. Chirag Shah - Partner of Samdani Shah & Kabra & Secretarial Auditor of the Company
- Mr. Nishant P. Odhvani - The Chief Financial Officer of the Company
- Mrs. Tanaya T. Daryanani - The Company Secretary of the Company.

Proceedings

The Company Secretary welcomed everyone and informed the members that 48th Annual General Meeting of India Gelatine & Chemicals Limited is conducted through Video Conferencing ("VC") / Other Audio Visual Means ("OAVM") in accordance with the relevant circulars issued by the Ministry of Corporate Affairs and SEBI.

Mr. Pradip P. Madhavji, Chairman of the Company, took the Chair.

At 12.15 p.m. the Chairman commenced the meeting by welcoming the members to 48th Annual General Meeting of the Company. As the requisite quorum was present, the Chairman called the meeting in order.

Total 31 members attended the meeting through VC/OAVM.

The requisite quorum was present at the commencement of meeting as well as at the time of consideration of each item of business.

The Chairman, after welcoming the members present, asked the Secretary to read the notice convening the General Meeting and the Auditors Report as required u/s 143 of Companies Act, 2013. The Auditors Report for the financial year 2019-2020 did not contain any qualifications, observations or comments on financial transactions or matters, which had adverse effect on the functioning of the Company, which was taken as read.

The Managing Director then gave a brief speech with general reference to the Company's activities in respect of the Gross Profit of the current year.

The Managing Director then invited the questions and allowed the Registered Speakers named below to raise their queries during the Annual General Meeting:

1. Vaibhav Badjatya

2. Rupesh Shah



3. Tejas Shah

4. Keshav Garg

The Questions raised by the members were replied by the Managing Director. The Chairman appreciated the views expressed on the support provided by the Independent Directors and ensured the announcement of better results in future.

Thereafter, the Company secretary proceeded to read out the e-voting provisions pursuant to the Companies Act, 2013 and SEBI (Listing Obligations and Disclosures Requirements) Regulations, 2015. She brought it to the notice of the members that Company has engaged the services of Central Depository Services India Ltd (CDSL) and had provided Remote e-voting facilities to all the shareholders from 19/09/2020 to 21/09/2020. The Company has appointed Mr. Chirag Shah, Practicing Company Secretary as a Scrutinizer. The Company has entered into an arrangement with Link Intime India Private Limited for conducting the AGM through VC/OAVM through INSTAMEET which facilitates the e-voting during the meeting. She announced that the members who had not already cast their votes through remote e-voting can cast their vote electronically during the course of AGM and till 15 minutes after completion of the AGM.

Mr. Chirag Shah, Practicing Company Secretary (CP No. 3498) acted as the Scrutinizer for the purpose of voting through the Remote e-voting and E-voting facility to the members participated in the AGM through Video Conferencing/Other Audio Visual means ("VC/OAVM") in a fair and transparent manner.

According to the reports given by the scrutinizer Mr. Chirag Shah and the Registrar and Share Transfer Agents M/s. Link Intime (India) Pvt. Ltd., the following is the final result of the total votes cast through Remote E-Voting and through E-voting facility during AGM through VC/OAVM.:

ORDINARY BUSINESS:

Agenda 1 – (Ordinary Resolution)

Adoption of the Audited Financial Statements of the Company for the financial year ended 31st March, 2020, Directors' Report and the Auditors' Report thereon

"RESOLVED THAT Balance Sheet as on 31st March, 2020 and the Statement of Profit and Loss statement together with the Directors' and the Auditors' Report thereon and all documents annexed to the said Balance Sheet and Statement of Profit and Loss be and are hereby approved and adopted.



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I. Voted 'FOR' the resolution

Mode of Voting	Number of members voted	Number of shares for which votes casted	% of total number of valid votes cast
E-voting by members through VC/OAVM	6	6250	100.00%
Remote Evoting	24	3811490	99.99%
Total	30	3817740	99.99%

II. Voted 'AGAINST' the resolution

Mode of Voting	Number of members voted	Number of shares for which votes casted	% of total number of valid votes cast
E-voting by members through VC/OAVM	0	0	0.00%
Remote Evoting	1	200	0.01%
Total	1	200	0.01%

III. Invalid/abstain votes

Mode of Voting	Total number of members whose votes were declared 'Invalid'	Total number of shares for which votes casted
E-voting by members through VC/OAVM	0	0
Remote Evoting	0	0
Total	0	0

The Ordinary resolution on being put to vote by Remote E-Voting and through E-voting during AGM through VC/OAVM, was passed with requisite majority i.e. 99.99% of the votes were cast in favor of the resolution and 0.01% of the votes were cast against it.

Agenda 2 – (Ordinary Resolution)

Declaration of Dividend for the financial year ended 31st March, 2020 (Rs. 1.50 per Equity Share of Rs. 10 each)

The Chairman confirmed the payment of Dividend and took up the matter of declaration of Dividend for the financial year ended 31st March, 2020



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"RESOLVED THAT the members hereby declare a dividend @ 15% (i.e. Rs. 1.50/- per share) on the Paid up Share Capital of the Company for the year ended 31st March, 2020."

I. Voted 'FOR' the resolution

Mode of Voting	Number of members voted	Number of shares for which votes casted	% of total number of valid votes cast
E-voting by members through VC/OAVM	6	6250	100.00%
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Agenda 3 – (Ordinary Resolution)

To appoint a Director in place of Mrs. Shefali Viren Mirani (DIN: 03107547) who retires by rotation and being eligible, offers herself for re-appointment

“RESOLVED THAT Mrs. Shefali Viren Mirani (DIN: 03107547) who retires by rotation at this meeting, being eligible, be and is hereby re-appointed as the Director of the Company.”

I. Voted 'FOR' the resolution

Mode of Voting	Number of members voted	Number of shares for which votes casted	% of total number of valid votes cast
E-voting by members through VC/OAVM	6	6250	100.00%
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The Ordinary resolution on being put to vote by Remote E-Voting and through E-voting during AGM through VC/OAVM, was passed with requisite majority

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i.e. 99.99% of the votes were cast in favor of the resolution and 0.01% of the votes were cast against it.

SPECIAL BUSINESS:

Agenda 4 – (Ordinary Resolution)

To ratify the appointment of Mr. Malay M. Khimji (DIN: 00402675), as an Independent Director of the Company

RESOLVED THAT Mr. Malay Mahendra Khimji (DIN: 00402675), who was appointed as an additional Non Executive independent director, pursuant to 149, 150, 152 read with schedule IV and Section 161(1) read with Companies (Appointment and Qualification of Directors) Rules, 2014, and other applicable provisions, sections, rules of the Companies Act, 2013, and Regulation 17 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, be and is hereby appointed as Non-Executive Independent Director, for a term of five (5) consecutive years from March 13, 2020 to March 12, 2025, not liable to retire by rotation,.

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."

I. Voted 'FOR' the resolution

Mode of Voting	Number of members voted	Number of shares for which votes casted	% of total number of valid votes cast
E-voting by members through VC/OAVM	6	6250	100.00%
Remote Evoting	24	3811490	99.99%
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II. Voted 'AGAINST' the resolution

Mode of Voting	Number of members voted	Number of shares for which votes casted	% of total number of valid votes cast
E-voting by members through VC/OAVM	0	0	0.00%
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Total	1	200	0.01%

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Mode of Voting	Total number of members whose votes were declared 'Invalid'	Total number of shares for which votes casted
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Remote Evoting	0	0
Total	0	0

The Ordinary resolution on being put to vote by Remote E-Voting and through E-voting during AGM through VC/OAVM, was passed with requisite majority i.e. 99.99% of the votes were cast in favor of the resolution and 0.01% of the votes were cast against it.

After all agenda items were taken up, the Managing Director then thanked all the members for attending the meeting and their co-operation throughout the Meeting and concluded the meeting with vote of thanks to the Chairman.

PLACE: Mumbai
DATE : 14/10/2020


CHAIRMAN