



PPAP Automotive Limited

B-206A ■ Sector-81 ■ Phase-II ■ Noida 201305 ■ Uttar Pradesh ■ India
☎ +91-120-4093901 ✉ info@ppapco.com 🌐 www.ppapco.in

15th September, 2023

The Listing Department
BSE Limited
Phiroze Jeejeebhoy Towers,
Dalal Street,
Mumbai – 400001
Symbol: 532934

The Listing Department
The National Stock Exchange of India Limited
Exchange Plaza,
Bandra Kurla Complex,
Bandra (E), Mumbai - 400051
Symbol: PPAP

Subject: Proceedings of 28th Annual General Meeting ("AGM") of PPAP Automotive Limited ("Company") under Regulation 30 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015

Dear Sir,

This is to inform-you that the 28th AGM of the Company was duly held today i.e. Friday, 15th September, 2023 at 11.30 a.m. through Video Conferencing ("VC") / Other Audio Video Means ("OAVM"), in compliance with the circulars issued by the Ministry of Corporate Affairs and the Securities and Exchange Board of India from time to time. In this regard, please find enclosed the proceedings of the AGM in compliance with Regulation 30 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

This is for your information and record.

Thanking you,

Yours faithfully,
For **PPAP Automotive Limited**

Pankhuri Agarwal
Company Secretary & Compliance Officer



Proceedings of 28th Annual General Meeting

The 28th Annual General Meeting ("AGM") of the Company was duly held today i.e. Friday, 15th September, 2022, commenced at 11:30 a.m. (IST) and concluded at 12:45 p.m. (IST), through Video Conferencing ("VC") / Other Audio Video Means ("OAVM") without physical presence of members.

Ms. Pankhuri Agarwal, Company Secretary of the Company informed the members that this AGM is being held through VC / OAVM in compliance with the circulars issued by the Ministry of Corporate Affairs and the Securities and Exchange Board of India.

The Company Secretary also informed the members about the key regulatory points and provided some general instructions regarding the AGM through VC.

The quorum was present throughout the meeting.

The following Directors, Key Managerial Personnel and Auditors were present in the meeting through VC:

- Mr. Ajay Kumar Jain (DIN: 00148839), Chairman and Managing Director of the Company
- Mr. Abhishek Jain (DIN: 00137651), Chief Executive Officer & Managing Director of the Company
- Mr. Pravin Kumar Gupta (DIN: 06491563), Independent Director and Chairman of the Audit Committee and Stakeholders Relationship Committee of the Company
- Mr. Bhuwan Kumar Chaturvedi (DIN: 00144487), Independent Director and Chairman of Corporate Social Responsibility Committee of the Company
- Mrs. Celine George (DIN: 02563846), Independent Director and Chairperson of the Nomination and Remuneration Committee of the Company
- Mrs. Vinay Kumari Jain (DIN: 00228718), Non-Executive Director of the Company
- Mr. Deepak Kumar Sethi (DIN: 03605973), Independent Director of the Company
- Mr. Sachin Jain, Chief Financial Officer of the Company
- Ms. Pankhuri Agarwal, Company Secretary of the Company
- Mr. Neelesh Kumar Jain representing NKJ & Associates, Secretarial Auditors of the Company
- Mr. Sanjeev Agarwal, representing O.P Bagla & Co. LLP, Statutory Auditors of the Company
- Mr. Chetan Gupta, managing partner of APAC & Associates LLP acting as scrutinizer for scrutinizing the e-voting process at the AGM.

The Chairman delivered his speech and shared his thoughts about the progress of the Company. With the permission of the members the Notice of the 28th AGM was taken as read.

The Chairman requested statutory and secretarial auditors of the Company to confirm their reports. The Auditors confirmed their respective reports.

The following business, as per the Notice of AGM dated 12th August, 2023, were transacted at the AGM:

S.No.	Ordinary Business	Resolution Type
1	Adoption of audited financial statements (standalone and consolidated) of the Company for the financial year ended 31 st March, 2023, together with the Reports of the Board of Directors and Auditors' thereon	Ordinary
2	Declaration of final dividend of Rs. 0.5/- (5%) and confirmation of payment of interim dividend of Rs. 1/- (10%) per equity share (face value of Rs 10/- each) for the financial year ended 31 st March, 2023	Ordinary
3	Appointment of M/s TR Chadha & Co LLP, Chartered Accountants (ICAI Firm Registration No. 006711N/ N500028), as the Statutory Auditors of the Company from the conclusion of	Ordinary



	the 28 th Annual General Meeting of the Company to hold such office for a period of 5 (five) consecutive years till the conclusion of the 33 rd Annual General Meeting of the Company	
4	Re-appointment of Mr. Abhishek Jain, Chief Executive Officer and Managing Director of the Company who retires by rotation and being eligible, offers himself for re-appointment	Ordinary
Special Business		
5	Re-appointment of Mr. Ajay Kumar Jain (DIN: 00148839) as Chairman and Managing Director of the Company, not liable to retire by rotation, for a term of 3 years from 1 st November, 2023 to 31 st October, 2026.	Special
6	Waiver of recovery of excess managerial remuneration paid to Mr. Ajay Kumar Jain (DIN: 00148839), Chairman & Managing Director of the Company for the financial year 2022-23, due to inadequacy of profit in the said financial year.	Special
7	Ratification of the remuneration payable to Jangira & Associates, Cost Accountants for the financial year 2023-24	Ordinary

The Company Secretary informed the members that Register of Directors & Key Managerial Personnel, the Register of Contracts or Arrangements in which directors are interested and other documents were made available for inspection electronically during the AGM.

The Company Secretary further informed the members that in accordance with Section 108 of the Companies Act, 2013, the remote e-voting facility commenced on 11th September, 2023 at 9:00 a.m. and concluded on 14th September, 2023 at 5:00 p.m.

The members who had pre-registered themselves were given the opportunity to speak. All queries raised by the members through chat box facility, email and by pre-registered speaker shareholders were addressed.

The Company Secretary announced the activation of the e-voting window for 15 minutes from the conclusion of the AGM. She further informed the members that voting results will be announced within two working days by posting on the website of the Company and shall be filed with the Stock Exchanges, National Stock Exchange of India Limited and BSE Limited.

The AGM concluded with a vote of thanks to the members.



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Details of Directors eligible for appointment/re-appointment pursuant to Regulation 36(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Secretarial Standards-2.

Name of the Director	Mr. Abhishek Jain	Mr. Ajay Kumar Jain
Director Identification Number (DIN)	00137651	00148839
Nationality	Indian	Indian
Date of Birth and Age	24 th September, 1981 (41 years)	3 rd December, 1954 (68 years)
Date of first appointment	1 st December, 2006	18 th October, 1995
Qualification	Bachelor of Science in Industrial Engineering from Purdue University, West Lafayette, USA	Bachelor of Commerce from Shriram College of Commerce, Delhi University
Expertise in specific functional area	Having vast experience in automotive industry.	Having experience of more than four decades in automotive industry.
Terms and condition of appointment/re-appointment	Chief Executive Officer & Managing Director	Chairman & Managing Director
Details of remuneration last drawn (Financial year 2022-23) and sought to be paid, if applicable	74.37 lakhs	120.57 lakhs
Number of Board meetings attended during the financial year 2022-23	5 (Five)	5 (Five)
Relationships with other Directors, Manager and other Key Managerial Personnel	Son of Mr. Ajay Kumar Jain, Chairman and Managing Director & Mrs. Vinay Kumari Jain, Non-Executive Director	Father of Mr. Abhishek Jain, Chief Executive Officer and Managing Director & husband of Mrs. Vinay Kumari Jain, Non-Executive Director
List of Directorships held in other companies (excluding foreign, private and section 8 Companies) as on 31 st March 2023.	PPAP Technology Limited	PPAP Technology Limited
Name of listed entities from which the Director has resigned during last 3 years.	None	None
Memberships/ Chairmanships of Audit and Stakeholders Relationship Committees across Public companies including PPAP Automotive Limited	Member of following committees of PPAP Automotive Limited: - Stakeholders Relationship Committee - Audit Committee - Corporate Social Responsibility Committee	-
No. of shares held in the company (a) Own (b) For other persons on a beneficial basis	10,02,404 equity shares	38,67,180 equity shares
Skills and capabilities required for the role and the manner in which the proposed person meets such requirements	Refer corporate governance report	Refer corporate governance report