



CERTIFIED TRUE COPY OF THE EXTRACT OF THE MINUTES OF THE MEETING OF THE BOARD OF DIRECTORS OF AVEER FOODS LIMITED HELD ON SATURDAY 12TH AUGUST, 2023 AT 11.00 A.M. AT THE REGISTERED OFFICE OF THE COMPANY AT PLOT 55/A/5 6, HADAPSAR INDUSTRIAL ESTATE NEAR TATA HONEYWELL PUNE- 411013

APPROVAL TO THE APPLICATIONS RECEIVED FROM THE MEMBERS OF THE PROMOTER/PROMOTER GROUP FOR THE RECLASSIFICATION IN 'PUBLIC' CATEGORY

Mr. Rajkumar Chordia, Chairman of the Company disclosed his concern and interest in the matter and left the Meeting Hall. Thereafter Mrs. Samruddhi Mehta an Independent Director requested Mr. Ritesh Mehta to preside over the matter as the Chairman, Mr. Ajitkumar Mandlecha an Independent Director seconded the same. Thereafter Mr. Ritesh Mehta, Independent Director took the Chair for this item.

Mr. Ritesh Mehta Chairman informed the Board that pursuant to Regulation 31A of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended ("LODR"), the Company had received requests from following members of Promoter/Promoter Group, who are presently classified as part of 'Promoter and Promoter Group' of the Company, for reclassification as 'Public' shareholders by their respective letters dated 10th August, 2023: -

Sr. No.	Name of the Shareholder	Category of the Shareholder	Number of Equity Shares held	% of shareholding
1.	Mr. Pradeep Hukmichand Chordia	Promoter Group	1,00,000	2.48
2.	Mrs. Meena Pradeep Chordia	Promoter Group	99,913	2.48
3.	Ms. Anuradha Pradeep Chordia	Promoter Group	486	0.04
4.	Ms. Namita Kushal Pittie	Promoter Group	19	
5.	Ms. Neelam Sameer Goyal	Promoter Group	27	
6.	Chordia Technologies (India) LLP	Promoter Group	969	
Sub Total (A)- PHC Group Shareholders			2,01,414	5.00
7.	Dr. Pravin Hukmichand Chordia	Promoter Group	20,908	0.52
Sub Total (B)- Other Promoter/Promoter Group Shareholders			20,908	0.52
Total (A+B):			2,22,322	5.52



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Website: www.aveerfoods.com **Email id:** contactus@aveerfoods.com **Tel:** 020-26872095 / 67092095
CIN: U15549PN2019PLC183457

Factory: Plot No. 399 & 400, Village Sanghvi, Taluka Khandala, District Satara - 412801 **Tel No.:** 9922990065
Plot No. 545/546 Belur Industrial Area, Village Mumigatti, Dharwad - 580011 **Tel No.:** 083-62001133



He further informed the Board that the Company vide its letter no. AFL/SEC/BSE/040/2023-2024 dated 11th August, 2023 has intimated to BSE Limited about the receipt of the said requests. He further informed that the Company under Regulation 31A (8) (a) of LODR was required to intimate the same to BSE Ltd., where the Shares of the Company are listed, within the stipulated time of 24 hours. He further informed that accordingly the Company has complied with the said requirement.

The letters received from the aforesaid members of Promoter/Promoter Group were placed before the Board for its perusal.

He further informed the Board that the aforesaid members of Promoter/Promoter Group in their respective request letters informed the Company that they are neither a part of the Board nor do they hold any key managerial position in the Company. Further, they had confirmed in their letters that they do not participate in the management of the Company in any manner or capacity and do not have any special rights in the Company through formal or informal arrangements, including any shareholders agreement. The Chairman accordingly confirmed that they meet the criteria of re-classification as mentioned under Regulation 31A (3) (b) of LODR and thus are eligible to be re-classified in 'public' category.

The Board was further informed that in terms of Regulation 31A of the LODR, the said re-classification requires the approval of the Board, shareholders/ members of the Company and BSE Ltd., where the Shares of the Company are listed.

On the basis of the aforesaid submission, the rationale provided above and in their Letters, dated 10th August, 2023 the Board considered their re-classification from the 'Promoter and Promoter Group' category to 'Public' category. The proposal was discussed in detail by the Directors and understood the requirements and compliances for the same.

Thereafter, the Board passed the following Resolution unanimously and none of the Directors voted against the said Resolution: -

“RESOLVED THAT the request letters dated 10th August, 2023 received from the 'PHC Group' Shareholders as defined in Clause No 9.12 of the Scheme of Demerger duly approved by the Hon'ble National Company Law Tribunal, Mumbai Bench vide its Order dated 1st July, 2022, in connection with reclassification of the following 'PHC Group' Shareholders from 'Promoter/ Promoter Group' category to 'Public' category be and are hereby considered, noted and approved: -



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4.	Ms. Namita Kushal Pittie	Promoter Group	19	
5.	Ms. Neelam Sameer Goyal	Promoter Group	27	
6.	Chordia Technologies (India) LLP	Promoter Group	969	
Total - PHC Group Shareholders			2,01,414	5.00

RESOLVED FURTHER THAT the request letter dated 10th August, 2023 received from Dr. Pravin Chordia holding 20,908 Equity Shares of Rs. 10/- each comprising of 0.52% of the total share capital, who is currently categorized as 'Promoter/Promoter Group' shareholder of the Company, for re-classification to the 'Public' category shareholder be and is hereby considered, noted and approved.

RESOLVED FURTHER THAT the names of Mrs. Kamalbai Hukmichand Chordia and Mr. Hukmichand Sukhlal Chordia, appearing in the 'Promoter/Promoter Group' category, who passed away on 11th February, 2020 and 3rd June, 2022 respectively and who were holding 933 Equity Shares each of Rs. 10/- each and whose shares have since been transmitted in favour of Mr. Pradeep Hukmichand Chordia, and who have automatically ceased to be the members of 'Promoter/Promoter Group' category pursuant to Regulation 31A(6)(c) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended ("LODR") be and is hereby noted, approved and confirmed.

RESOLVED FURTHER THAT accordingly the aforesaid PHC Group Shareholders viz., Mr. Pradeep Chordia, Mrs. Meena Chordia, Ms. Anuradha Chordia, Ms. Namita Pittie, Ms. Neelam Goyal & Chordia Technologies (India) LLP and Dr. Pravin Chordia the shareholder, be and are hereby reclassified from 'Promoter/Promoter Group' Category shareholders to 'Public' category shareholders, subject to the completion of other necessary compliances.

RESOLVED FURTHER THAT the names of the deceased shareholders viz., Mrs. Kamalbai Hukmichand Chordia and Mr. Hukmichand Sukhlal Chordia, appearing in the 'Promoter/Promoter Group' category be and are hereby deleted from the 'Promoter/Promoter Group' category.



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RESOLVED FURTHER THAT the confirmations of each of the above persons, who seek the reclassification from 'Promoter/ Promoter Group' category to 'Public' category confirming that all the conditions specified in Regulation 31A(3)(b) of the LODR have been complied with by them, be and is hereby noted.

RESOLVED FURTHER THAT upon receipt of the necessary approval(s) from the BSE Ltd., the Stock Exchange where the Equity Shares of the Company are Listed, for reclassification of the Promoters as stated above, the Company shall effect such reclassification in the statement of shareholding pattern from the immediate succeeding quarter under Regulation 31 of the LODR, and shall ensure necessary compliances under Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011, Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015 and other laws, as may be applicable.

RESOLVED FURTHER THAT approval be and is hereby given to seek shareholders' approval in relation to the re-classification in accordance with Regulation 31A (3)(a)(iii) of the LODR and to recommend the necessary Resolution in the ensuing Annual General Meeting or any adjournment thereof.

RESOLVED FURTHER THAT for the purpose of giving effect to the foregoing resolution, Mr. Vishal Chordia, Managing Director or Mr. Bapu Gavhane, Executive Director or Mrs. Tejashree Wagholikar, Company Secretary and Compliance Officer of the Company be and are hereby singly authorized to apply to BSE Ltd., for the aforesaid reclassification and to do all such acts, deeds, matters and things as they may at their discretion deem necessary or expedient for such purpose, and make all necessary filings including but not limited to making applications to the SEBI/Stock Exchange to seek their approval for the reclassification in accordance with the LODR and other applicable laws, if any, and to execute all such deeds, documents or writings as are necessary or expedient, to settle any questions, difficulties or doubt that may arise in this behalf."

Thereafter, Mr. Rajkumar Chordia resumed the meeting hall and presided over the meeting as the Chairman. The Board of Directors thanked Mr. Ritesh Mehta for presiding over the said item.

For Ameer Foods Limited

Tejashree Wagholikar
Company Secretary & Compliance Officer
Place: Pune
Date: 12/08/2023



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