



TRANSCRIPT OF THE 46TH AGM OF VENKY'S (INDIA) LIMITED HELD ON 23RD SEPTEMBER, 2022 AT 10:30 A.M

Rohan Bhagwat, Company Secretary:

Good morning ladies and gentlemen. Good morning. I Rohan Bhagwat Company Secretary of Venky's India limited. Welcome you all to the 46th annual general meeting of the company conducted through video conferencing and other audio visual means. I have received confirmation that the requisite quorum for conducting the agent is present and hence we can commence the meeting.

Mr. J. K. Handa Chief financial officer and Mr. N. K. Toshniwal General Manager are attending the meeting from Pune and Mr. Raman Jokhakar, Auditor is attending the meeting from Mumbai. The VC facility is provided by CDSL and any member facing any technical difficulty may contact them details of which are provided in the notice of 46 AGM.

Pursuant to the Articles of Association of the Company, Lt. Col. Ashok Mahajan has been appointed as the Chairman of the meeting. I request Lt. Col. Ashok Mahajan to takeover the proceedings.

Lt. Col. Ashok Mahajan, Chairman:

Good morning ladies and gentlemen I am Ashok Mahajan, Independent Director and Audit Committee chairman of the company attending the meeting from Pune. Before we proceed, I would like to introduce the members of the board.

Lt. Col. Ashok Mahajan, Chairman: Brig. Ashutosh Nargolkar

Brig. Ashutosh Nargolkar: Good morning to everyone. I, Ashutosh Nargolkar am an Independent Director of the Company. I am attending the meeting from Pune.

Lt. Col. Ashok Mahajan, Chairman: Brig. Amrit Kapur Can you introduce yourself. Hello. Can you hear me? We can see you.

Lt. Col. Ashok Mahajan, Chairman: Brig. Rajeshwar Singh Rathore. Can you introduce yourself.

Ashwini CDSL: Mr Rajeshwar Singh is not in the meeting at present.

Lt. Col. Ashok Mahajan, Chairman: Mrs. P. Neeraja.

Mrs. Neeraja Polavarapu: This Neeraja Polavarapu. Thank you sir. Good morning. All. I'm independent director of the company attending the meeting from Chittor.

Lt. Col. Ashok Mahajan, Chairman: Thank you all board members.

I have received confirmation that the required quorum is present and I, therefore, call the Meeting to order. Since the AGM is held through video conference the facility of proxy is not provided. I would like to inform you that the "Register of Directors and Key Managerial Persons and their Shareholding", "Register of Contracts or Arrangements" are open for



inspection of the Members during the AGM and any member intending to inspect the same may contact the Company Secretary.

Now, with your permission, I take the Notice convening 46th Annual General Meeting as read. It gives me great pleasure to welcome you all on behalf of the Board of Directors of Venky's (India) Limited and myself to this 46TH Annual General Meeting of your Company. The Company's Annual Report has been E-mailed to all of you and with your permission I take it as read.

At the outset, I wish to recall with gratitude the stellar role played by the Group's Late Chairman Dr. B.V. Rao who nurtured the poultry industry in India from its backyard stage into a modern and scientific industry. We are committed to live up to the cherished goal set by our late Chairman viz. achieving highest standards in quality and service.

As far as the Indian Economy is concerned, we all know that India is on the path to a sustained economic recovery, thanks to the vigorous countrywide drive to deliver safe and wide-reaching COVID-19 vaccinations, which has greatly helped reduce the severity of the third pandemic wave with minimal disruptions to the economic activity. Several positive steps taken by the Government of India to improve logistics infrastructure, incentives to facilitate industrial production, and measures to improve farmers' income are expected to support the country's accelerated recovery.

The financial performance of Venky's for the financial year ended March, 2022 is seen reasonable in spite of certain adverse factors. As can be seen from the Chairperson's Message, we saw very high increase in the prices of soya and maize during the year. As you know, soya and maize are the major ingredients of the poultry feed and any steep increase in the prices of these commodities do affect the profit margins of the poultry products negatively. While the increase in feed prices has affected the profit margins of the poultry and poultry products segment, the performance of the Animal Health Products and Oilseed segments have been good. Collectively, the performance of Venky's for the year ended March, 2022 has been satisfactory despite challenges. For the year ended March, 2022, the Board has recommended a dividend of Rs.13 per share.

As far as the current year's performance is concerned, as per the financial results for the quarter ended June, 2022, the poultry and poultry products segment witnessed lower realisations from the sale of day old chicks of layer and broiler and grown up broilers. High prices of feed ingredients i.e. maize and soya, has resulted in lower profitability. High feed prices have continued during the months of July and August, 2022 and it is hoped that with the good rainfall and the expected availability of soya and maize at affordable levels, the performance of the Company will improve in the remaining months of the current financial year.

I take this opportunity to thank each one of you for your continued co-operation and support. I also thank the Governments, Banks and all our employees and business associates for their continued commitment and support.



As per the provisions of the Companies Act, 2013, voting on all the items mentioned in the Notice will be conducted by e-voting. Those members, who have not voted during the e-voting period earlier made available, may cast their vote during the AGM. Hence, with your permission I propose to read the items of the notice and then shareholders can ask their questions on the same.

Following are brief items:

1. Approval of audited financial statements for the year ended 31st March, 2022.
2. To declare dividend of Rs.13/- per share on equity shares of the Company.
3. To re-appoint Mr. B. Venkatesh Rao as Director of the Company who retires by rotation and offers himself for re-appointment.
4. To appoint M/s. Sudit K. Parekh and Co. LLP as Statutory Auditors of the Company .
5. To appoint Brig. Ashutosh Nargolkar (Retd.) as Director of the Company.
6. To approve re-appointment of Mr. B. Balaji Rao as Managing Director of the Company for a further period of 5 years w.e.f 1st November, 2022.
7. To ratify remuneration of Cost Auditors

Now, I would like to ask the members if they have any questions on the items of the notice. Since the AGM through VC/OAVM only those members who had registered themselves as speakers will be allowed to speak at the AGM for 5 minutes per speaker, subject to availability of time and at the discretion of the Company. Any member whose questions remain unanswered due to paucity of time or technical issues may email the same to the Company Secretary and we will reply to the same. Mr. J. K.Handa and Mr. N. K. Toshniwal will answer the questions of the members.

Ashwini CDSL : Mr, Rohan, you may take shareholders names 1 by 1 and we will allow them to speak.

Rohan Bhagwat, Company Secretary: You can unmute them by the list provided to you already.

"Ashwini CDSL": Okay,

"Tech Support Oorja": Mr. Jehangir Batiwala Please go ahead and start your video and speak. Yeah. Can you hear me.

"Jehangir Batiwala, Shareholder: Respected chairman, other very distinguished members of the Board, Company Secretary Mr. Rohan Bhagwat and fellow shareholders, Good morning to all of you. My name is Jahangir and thanks for inviting me to speak. Before I start, I just would



like to ask 1 question. We are missing Anuradha Mam. Its been quite some time we have not seen her on the meeting.

At the outset compliments to the company's secretary for bringing out a very colorful and knowledgeable AGM report, which is transparent, full of pictures. The colorful pictures of the products so that it actually makes my mouth salivate, and I wish I could have a few products over here to eat them. Well, it's so beautifully designed. The report is transparent, knowledgeable and confirming to norms of corporate governance. We've received a reports on time Thank you company secretary and also sir I thank the board for declaring a dividend of rupees thirteen per share but still compared to last year this is a bit less, last year it was around seventeen rupees and this year it is thirteen so if the gap could be bridged next year it would be delightful. So, next year, please kindly, uh, work on to hold a physical meeting for the shareholders. We would like to come and meet and greet you, sir you're talking on VC I feel something odd talking into a mobile phone and you're sitting kilometres far and have been listening to us. Sir our EPS compared to last five years we have done very good numbers. Even the figures we've done some good numbers this year compared to the last, at least 5 years put together. We've done very good numbers.

If you can just touch up with what is the roadmap for the next 2 years. The capex that you plan to infuse for the next year and your thoughts on the future of the company. We have just phasing out of the pandemic. It is still not gone, but it is a drastically reduced. So, what you are thought on future of the company and what are the effects of the pandemic on our working? Has it affected any staff? Have you taken care? And, uh, what is the future going ahead with the team Venky's.

Thank you very much, sir I appreciate you heard me out Thank you very much that we support all the resolutions whole heartedly and with the prayer that we hope and meet next year physically also compliments of the festive season to the board and family members of Venky's and the whole group.

Thank you very much Sir!!!

Rohan Bhagwat, Company Secretary: Thank You. Can we have the next speaker we will answer all the questions together.

Tech Support Oorja: Well, I have unmuted, you can you please start your video and say.

Rohinton Batiwala: Can you hear me? Hello good morning to all of you. Can you hear me? We can hear you, sir but your voice is a bit low. Hello, thank you very much for allowing me to speak. I would like to compliment our company secretary and your secretarial team for sending AGM report through email ahead of time so that I could go through it. Sir, I would like to give compliments to the company secretary's team that in spite of pandemic issue he and his team for sharing this to attend the office and make this possible for us. Sir, we dare to come out of the house. The secretary and the company secretary team attended the office and made this AGM possible with the shareholders should give a big round of applause to the company secretary and secretarial team.



Sir, the report is very much educating, knowledgeable, informative and transparent and is adhered to all norms of corporate governance. You can also understand the contents of report. We are happy that we are part and parcel of Venky's India Limited. Sir, I as a shareholder we are very much happy that the board is recommend a dividend of rupees thirteen. The last time dividend was seventeen. Why four rupees less? Instead it should have gone to rupees twenty. At this era of pandemic and loss of any income, it is a wound to shareholder's income. Lets keep hope that it will increase year after year. But anyway, there is substantial improvement in the 1st quarter end result, anyway so we are keeping up in hope of the process for the next season and we hope that we expect much more thundering results in the next quarter and second quarter, but do not worry we are always be here with you till any day any time till the last breath.

Sir, what is the roadmap road map and capex program on this financial year. Sir, today in the market, there are no less 5 to 6 companies that are in the same segment as we are which is processed food and raw chicken, what are your thoughts on the competition with them and what is our market share across India?

How was the staff and team coping up in this pandemic. Are all of them OK in the company and is that company taking good care of staff? I pray to Almighty. God, that company may on the number one spot with your dynamic and recognition.

Thanks once again for inviting me to speak.

Rohan Bhagwat, Company Secretary: Yeah, thank you sir. Can we have the next speaker?

Tech Support Oorja: Sir, I have admitted you, can you please start your video and speak. Sahani sir, can you hear me? Shareholder is not available. We can go to the next speaker.

Rohan Bhagwat, Company Secretary: Okay, sure.

Tech Support Oorja: Uh, further no more has. No people have joined. Uh, I'll stop mine.

Ashwini CDSL: There is no other shareholder in the meeting as of now, we will go back to Mr.Sahani. If you can please start your video and speak.

I think he is not able to speak.

Okay please continue. Thank you.

Rohan Bhagwat, Company Secretary: Okay, I request, uh, Mr Handa, please answer the questions that were posed by Mr Batliwala.

Mr. J. K. Handa, CFO: Good morning. Mr. Batliwata, in regards to your question regarding dividend. In this regard, as you are aware that Venky's is engaged in livestock industry, which is facing frequent ups and downs. It impacts with various factors, like higher mortality, prices of ingredients, mis-match in demand and supply, vagaries of climate condition etc. Keeping



these factors in mind, the requirements to meet the expansion projects, the company has decided to have a payout ratio of up to 10% of the profit after tax.

However, if the overall business prospects improves the board will consider a gradual increase in the payout ratio.

In future, in regard to the physical meeting the board will look into having the physical meeting in the next year.

In regard to the road roadmap for the next 2 years capex plan, in the last year we took up the expansion plan of our AHP unit, which was to the extent of to estimate cost of Rs.30 Cr.

The project is expected to be completed by March 2023, but it's likely to be little carry forward. This project is to manufacture Veterinary Medicines Powders (600 Tonnes/Annum) and Veterinary Medicines Liquids (300 Kilolitres / Annum) to cater the growing demand from poultry industry. The proposed plant will be the second one from the Company and will be in compliance with the latest FDA regulation and expected to cater export needs also. The Company has already one plant located in Pune (Maharashtra) with a capacity of 600 Tonnes/Annum and the said capacity is utilized to the extent of 70-80%.

In regards to that thoughts on the future of the company plans: So, we are having the capacities in regard to our Layer Chicks, Hatching Chicks, Animals health products, as soon as the food we are having the best in our hand, which is likely to be consumed in the years to come. So, as of today, there's no such a new plan, expansion plan, other than the AHP expansion plan. But since our capacities are yet to be fulfilled fully in the years to come. So, there is a very good future for the company to build up the turnover.

As in regards to the thoughts on the competitors. We are having good command over a layer commercial checks as well as broiler chicks. In total layer we are having almost 60 to 65% market share in all over India basis. In broiler segment, broiler parent segment, Bird segment, we are again having the share of almost 70% to 75%. Extraction plant, and so we are, we are having 3 plants in operations, so, in regard to the capacity wise, we are having a number 3 to 4 position all over India as in regard to the production capacities. So, all the segments in our business, we are having the capacity to the turnover in the years to come.

On the pandemic issue on the company: There was a pandemic effect on the company's operation because business is a livestock, poultry, farming and breeding. So, there was a impact, the movement was very slow. The physical availability of material and men was difficult, but some or other way it was managed and handled by our veterinary team. Effect on pandemic was minimal in regard to the manpower. We were having few cases, but in totality, we were having a manpower in order. So we, we are sure that in the years to come, we'll build up a very good turnover to the company.

Rohan Bhagwat, Company Secretary: Thank you, sir. Since there are no more questions I request chairman Col. Mahajan Sir to proceed with the AGM.



Lt. Col. Ashok Mahajan (Retd.) Chairman: Since all the queries of the shareholders have been answered we can now conclude the meeting. In case for any further queries the shareholders may contact the Company Secretary. The scrutinizer will submit the results of the voting to the Company and the same will be published within the statutory timelines. The voting period will be kept open for 15 minutes from now on for voting. I thank my fellow Board members and shareholders for attending the meeting and wish you a safe and healthy day. Thank you.

Tech Support Oorja: Close the meeting for everyone. Thank you. Thank you everyone. Good day.
