



Date: September 25, 2023

To:

The Manager Listing Department BSE Limited P.J. Towers, Dalal Street Mumbai – 400001 Scrip Code: 543283	The Manager Listing & Compliance Department National Stock Exchange of India Limited Exchange Plaza, Bandra Kurla Complex Bandra East, Mumbai – 400051 Scrip Symbol: BARBEQUE
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Dear Sirs,

Subject: Proceedings of the 17th Annual General Meeting (“AGM”) of Barbeque-Nation Hospitality Limited (the “Company”) held on Monday, September 25, 2023

We hereby inform you that the 17th Annual General Meeting (“AGM”) of Shareholders/Members of the Company was held today i.e. Monday, September 25, 2023 at 11:00 AM (IST) through Video Conferencing (VC) / Other Audio Video Means (OAVM) in compliance with the circulars issued by the Ministry of Corporate Affairs (“MCA”) and the Securities and Exchange Board of India (“SEBI”) in connection with the conducting of AGM through VC or OAVM and applicable provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“SEBI Listing Regulations”), the Companies Act, 2013 and rules made thereunder.

Pursuant to the provisions of Regulation 30 read with Para A of Part A of Schedule III of the SEBI Listing Regulations and Section V-A of Chapter V of SEBI Master Circular No. SEBI/HO/CFD/PoD2/CIR/P/2023/120 dated July 11, 2023 read with SEBI Circular No. SEBI/HO/CFD/CFD-PoD-1/P/CIR/2023/123 dated July 13, 2023, we hereby enclose the summary of proceedings of AGM of the Company.

Further, the summary of proceedings of the AGM is also available on the Company’s website at www.barbequenation.com.

Further, pursuant to the provisions of Regulation 44 of the SEBI Listing Regulations and Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014, voting results of the business transacted and resolutions passed at the AGM along with the Scrutinizer’s Report will be submitted in due course.

This is for your information and record.

Thanking you.

Yours faithfully,

For Barbeque-Nation Hospitality Limited

Nagamani C Y
Company Secretary and Compliance Officer

M. No: A27475

Encl.: As above

Page | 1

BARBEQUE-NATION HOSPITALITY LIMITED

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E-mail: corporate@barbequenation.com, **CIN:** L55101KA2006PLC073031 **www.barbequenation.com**



Summary of Proceedings of the 17th Annual General Meeting

The 17th Annual General Meeting (“AGM”) of Members/Shareholders of Barbeque-Nation Hospitality Limited (‘the Company’) was held today i.e. Monday, September 25, 2023 at 11:00 A.M. (IST) through Video Conferencing (“VC”)/ Other Audio Visual Means (“OAVM”) in compliance with the circulars issued by the Ministry of Corporate Affairs (“MCA”) and the Securities and Exchange Board of India (“SEBI”) in connection with the conducting of AGM through VC or OAVM and applicable provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Companies Act, 2013 and rules made thereunder.

The Meeting was commenced at 11:00 AM (IST) and concluded at 12:00 PM (IST). 43 (Forty Three) Members, in total, attended the AGM through VC.

Directors present at the AGM:

Mr. T.N. Unni	Chairman of the Board (also Chairman of the Audit Committee)
Mr. Kayum Dhanani	Managing Director
Mr. Rahul Agrawal	Chief Executive Officer & Whole Time Director
Mr. Abhay Chaudhari	Non-Executive Director; and Chairman of the Nomination & Remuneration Committee and Stakeholders Relationship Committee
Ms. Revathy Ashok	Independent Director
Mr. Azhar Dhanani	Non-Executive Director

In Attendance:

Mr. Amit V Betala	Chief Financial Officer
Ms. Nagamani CY	Company Secretary & Compliance Officer

By Invitation:

Mr. Satya P. Koushik	Representative of Messrs. Deloitte Haskins & Sells, Statutory Auditors of the Company
Mr. Vijayakrishna K T	Secretarial Auditor of the Company
Mr. Parameshwar G. Bhat	Scrutinizer for the AGM

Mr. T N Unni, Chairman, chaired the Meeting at 11:00 AM (IST). The requisite quorum being present, Chairman called the Meeting to order. Chairman extended a warm welcome to all the Directors, Members and invitees present at the Meeting.

Chairman thereafter introduced the Directors, Key Managerial Personnel and Auditors of the Company to the Members present and further apprised the Members on the regulatory provisions relating to conducting of AGM through VC.

Ms. Nagamani CY, Company Secretary & Compliance Officer informed the members that the Company had provided remote e-voting facility through Central Depository Services (India) Limited, agency for providing e-Voting Service, to enable the Members to cast their vote on the Resolutions set out in the Notice of the AGM as per the timelines mentioned in the AGM Notice.



The Company had also provided e-voting facility to the Members who had not cast their vote earlier and present at the AGM through VC. The e-voting module was disabled by CDSL 30 minutes after the conclusion of the Meeting for voting thereafter. She further informed the members that the Company has appointed Mr. Parameshwar G Bhat, a Practising Company Secretary (C.P. No. 11004; Membership No. FCS: 8860), Bengaluru, as the Scrutinizer to scrutinize the e-voting process (remote e-voting and e-Voting at the AGM) in a fair and transparent manner.

Mr. Kayum Dhanani, Managing Director, addressed the Members and gave a brief overview on the Company's performance during the year. He also briefed on the initiatives undertaken by the Company including "Hunar Ki Udaan" which has an aim of equipping economically disadvantaged youth with employable skills. He thanked all the Stakeholders for their continued support and trust placed on the Company.

Mr. Rahul Agrawal, Chief Executive Officer & Whole Time Director addressed the Members and made a presentation, which, inter-alia, covered business performance of FY 23, launch of new biryani brand "Dum Safar", initiatives undertaken under ESG and outlined Company's strategic focus area.

Ms. Nagamani C Y, Company Secretary & Compliance Officer, provided summary of the Statutory Auditors' Report and Secretarial Auditors' Report for the financial year ended March 31, 2023 and noted that the Statutory Auditors' Report and Secretarial Auditors' Report for the financial year ended March 31, 2023 do not contain any qualification, observation, adverse remark or disclaimer. She further briefed on the Resolutions set out in the Notice of the AGM.

The following business items (ordinary and special), as stated in the AGM Notice dated August 7, 2023 which was circulated to the Shareholders on September 2, 2023, were transacted at the AGM:

Ordinary Business:

Item No.	Particulars	Type of Resolution
1	Adoption of Financial Statements for the financial year ended March 31, 2023	Ordinary
2	Re-appointment of Mrs. Suchitra Dhanani (DIN: 00712187), Director, who retires by rotation	Ordinary
3	Re-appointment of Mr. Raof Razak Dhanani (DIN: 00174654), Director, who retires by rotation	Ordinary
4	Appointment of Messrs. S.R. Batliboi & Associates LLP (ICAI Firm Registration Number: 101049W/E300004), Chartered Accountants, as Statutory Auditors of the Company	Ordinary



Special Business:

Item No.	Particulars	Type of Resolution
5	Appointment of Mr. Azhar Yusuf Dhanani (DIN: 07694732) as a Non-Executive Director of the Company	Ordinary
6	Re-pricing of the Employee Stock Options granted to the employees of the Company and its Subsidiaries during the financial years 2021-22 and 2022-23 under 'Barbeque Nation Hospitality Limited - Employee Stock Option Plan 2015' and extending Vesting Period of the same	Special
7	Re-pricing of the Employee Stock Options granted to the employees of the Company and its Subsidiaries during the financial year 2022-23 under 'Barbeque Nation Hospitality Limited - Employees Stock Option Plan 2022' and extending Vesting Period of the same	Special
8	Modification of 'Barbeque Nation Hospitality Limited - Employees Stock Option Plan 2015'	Special
9	Modification of 'Barbeque Nation Hospitality Limited - Employees Stock Option Plan 2022'	Special

Thereafter, the Members attending the AGM and who had timely pre-registered themselves as Speakers Shareholders were given an opportunity to raise questions and express their views & Opinions. All the queries were duly responded by the Management of the Company.

Chairman, informed the Members that the results of the e-voting shall be submitted to BSE Limited and National Stock Exchange of India Limited i.e the Stock Exchanges where shares of the Company are listed and will also be placed on the website of the Company and Central Depository Services (India) Limited.

The AGM was concluded with a vote of thanks to the Chairman, Directors, Key Managerial Personnel and Invitees present at the AGM.

