



# INTEGRATED PROTEINSLIMITED

City Point, 5<sup>th</sup> Floor, Opp. Town Hall, Jamnagar – 361 001, Gujarat, India

Phone: (0288) 2551901 Fax: (0288) 2552566

Email ID: [ipl.complianceofficer@gmail.com](mailto:ipl.complianceofficer@gmail.com)

Website: [www.integratedproteins.com](http://www.integratedproteins.com)

CIN: L15400GJ1992PLC018426

6<sup>th</sup> August, 2024

To,  
**The Department of Corporate Services**  
BSE Limited  
Phiroze Jeejeebhoy Towers,  
Dalal Street,  
Mumbai 400 001

**Scrip Code: 519606**

Dear Sir,

**Sub: - Outcome of the Meeting of the Board of Directors held on 6<sup>th</sup> August, 2024**

**Ref.: Disclosure under Regulation 30 read with Schedule III Part A of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 [“SEBI (LODR) Regulations, 2015”]**

Pursuant to Regulation 30 read with Schedule III of the SEBI (LODR) Regulations, we hereby inform you that the Audit Committee and Board of Directors of the Company at their respective meetings held today i.e Tuesday, 6<sup>th</sup> August, 2024 inter alia, have transacted the following items of business: -

1. Decided to Sale/Dispose of the land of the Company surplus land of the Company and the construction thereon, admeasuring 36,643 Sq. Mtrs. (approximately), and a constructed area of 1915 Sq. Mtrs.(approximately), located at Revenue Survey No 3, Dhichada, Jamnagar, Gujarat to the Related Parties, and which is not ‘Substantial Undertaking’ of the Company as per Section 180(1)(a) of the Companies Act, 2013 and subject to the approval of the Shareholders proposed to be taken in the ensuing Annual General Meeting of the Company.

The aforesaid proposed transaction is a material related party transaction in terms of 1<sup>st</sup> proviso to Regulation 23(1) of the SEBI (LODR) Regulations, 2015 and hence, the prior approval of the Audit Committee is also taken herewith even though the provisions of Regulation 23(1) are not applicable to the company due to the non-applicability of the provisions of Corporate Governance.

The details as required under Regulation 30 read with Schedule III of the SEBI (LODR) Regulations and SEBI Master Circular No. SEBI/HO/CFD/PoD2/CIR/P/2023/120 dated July 11, 2023 is enclosed herewith as Annexure – A.



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2. Considered and approved the financial statements for the year 2023-24 and the draft of Board's Report along with its annexures and the report of Statutory Auditor thereon.
3. Approved the Draft of Notice of 31<sup>st</sup> Annual General Meeting and authorized the company secretary to dispatch the notice of the meeting along with the Annual Report of the Company.
4. Appointed CS Ankita Shah and in her absence CS Vidhya Ravi, Practicing Company Secretaries, Vast and Co, Company Secretaries LLP as the Scrutinizer to scrutinize the e-voting procedure at the ensuing AGM of the company.

The details as mentioned in Annexure A also uploaded on the Company's website which can be accessed at <https://integratedproteins.com/investor-relation.html>

The Meeting of the Board of Directors of the Company commenced at 6:00 p.m. and concluded at 7:30 p.m.

You are requested to take the same on your record.

Thanking you,

Yours faithfully,

**For, Integrated Proteins Limited**

**CS Devanshi V. Shah (A50711)**  
**Company Secretary & Compliance Officer**

Encl: As above



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## ANNEXURE - A

<b>Sr. No.</b>	<b>Particulars</b>	<b>Details of Material Related Party Transaction by the Company</b>
1.	Name of the Related Parties	Mr. Amrish V. Mehta and Mr. Vinit A. Shah
2.	Type of Transaction	Sale/Disposal of surplus land and construction thereon
3.	Material Terms and particulars of the proposed transaction	Material terms and conditions will be based on the Agreement to sale/Sale Deed
4.	Nature of Relationship with the Company including nature of its concern or interest (financial or otherwise)	Mr. Amrish V. Mehta, Member of Promoter Group and relative of Mr. Vinod P. Mehta and Mrs. Neepa Kothari, Director of the Company and Mr. Vinit A. Shah, Member of Promoter Group and relative of Mr. Arvind K. Shah, Director & Mr. Chintan A. Shah, Managing Director of the Company
5.	Tenure of the proposed transaction	The proposed transaction will be completed within one month after receipt of approval from the Members of the Company
6.	Value of the proposed transaction (not to exceed)	Consideration for the proposed transfer/sale would not be more than Rs. 6.50 Crores.
7.	Value of RPT as % of Company's audited consolidated annual turnover of Rs 48.63 Lakhs for the year 2023-24	Exceeds 10% of the Annual Turnover of the Company for the financial year 2023-24
8.	If the transaction related to any loans, inter-corporate deposits,	None



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	advances or investments made or given by the listed entity	
	(i) Details of financial indebtedness incurred	Not Applicable
	(ii) Applicable terms, including covenants, tenure, interest rate and repayment schedule, whether secured or unsecured; if secured, the nature of security	Not Applicable
	(iii) The purpose for which the funds will be utilized by the ultimate beneficiary of such funds pursuant to the related party transaction	Not Applicable
9.	Justification as to why the RPT is in the interest of the Company	The funds that will be realised pursuant to the sale of aforesaid surplus land will be used for working capital requirements.
10.	Copy of the Valuation or other external party report, if any such report has been relied upon	The Valuation Report considered by the Audit Committee and the Board of Directors will be sent through email to the Shareholder who will request copy of the same.
11.	Any other information relevant or important for the members to take a decision on the proposed transaction.	None

**For, Integrated Proteins Limited**

**CS Devanshi V. Shah (A50711)**  
**Company Secretary & Compliance Officer**