



Syncom Formulations (India) Limited

CIN No.: L24239MH1988PLC047759

A WHO-GMP & ISO 9001-2015 Certified Company

SYNCOM/SE/2018-19

12th Oct, 2018

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To,
The General Manager
DCS-CRD
BSE Ltd.
Rotunda Building
P.J. Tower, Dalal Street, Fort,
MUMBAI-400001

BSE CODE: 524470

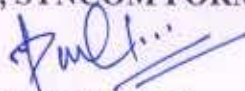
Sub: Submission of the Minutes of the 30th Annual General Meeting held on 28th September, 2018.

Dear Sir/Madam,

With reference to the Regulation 30 read with Schedule III of SEBI (LODR) Regulation, 2015, we hereby submit the detailed Proceedings/Minutes of the 30th Annual General Meeting of Company held on Friday, 28th September, 2018 at 03:00 P.M. (IST) and concluded at 04.30 P.M. (IST) at Ola Vakola Banquet, B-25/198, Anand Nagar, Vakola, Near Vakola Police Station, Opp. Kohinoor Marbles, Near Western Express Highway, Santacruz East, Mumbai, Maharashtra 400055.

You are requested to please take on record the above said document for your reference and further needful.

Thanking You,
Yours Faithfully,
FOR, SYNCOM FORMULATIONS (INDIA) LTD.


PAYAL MANGAL
COMPANY SECRETARY &
COMPLIANCE OFFICER
ENCL.: a/a



Bringing a smile on every face...

HELD AT ON TIME

PROCEEDINGS OF THE 30TH ANNUAL GENERAL MEETING OF SYNCOM FORMULATIONS (INDIA) LIMITED HELD ON FRIDAY THE 28TH DAY OF SEPTEMBER, 2018 AT 03.00 P.M. AND CONCLUDED AT 03.30 P.M. AT OLA VAKOLA BANQUET, B-25/198, ANAND NAGAR, VAKOLA, NEAR VAKOLA POLICE STATION, OPP. KOHINOOR MARBLES, NEAR WESTERN EXPRESS HIGHWAY, SANTACRUZ EAST, MUMBAI, MAHARASHTRA 400055.

PRESENCE AT THE DAIS:

1. Shri Kedarmal Shankarlal Bankda : Chairman & Whole-time Directors
2. Shri Vijay Shankarlal Bankda : Managing Director
3. Shri Krishna Das Neema : Independent Director
4. Shri Vinod Kumar Kabra : Independent Director

FOR ASSISTANCE:

5. CS Payal Mangal : CS and Compliance Officer

SPECIAL INVITEE:

6. CS D. K. Jain : Secretarial Auditor
7. CA Anmol Porwal (Authorized : Statutory Auditor
Representative of M/s Sanjay
Mehta & Associates)
8. PCS Shri Anish Gupta : Scrutinizer

LEAVE OF ABSENCE:

Leave of Absence was granted to Mrs. Rinki Ankit Bankda, Whole-Time Director, Shri Praveen Jindal, Independent Director and Shri Ankur Bankda, Chief Financial Officer of the company from attending the meeting on their request due to their pre-occupation.

CHAIRMAN OF THE MEETING:

As per Article 102 of the Article of Association of the Company, Shri. Kedarmal Shankarlal Bankda, Chairman of the Board was requested to occupy the Chair for the Meeting. The Chairman occupied the Chair and welcomed all the directors and members at the 30th AGM of the company.

NUMBER OF MEMBERS AS ON THE CUTOFF DATE AND REQUIREMENT OF QUORUM FOR THE AGM:

As per records made available by M/s Ankit Consultancy Pvt. Ltd., the Share Transfer Agent on the Cut-off date i.e. 21st September, 2018 there were 39906 members of the Company who were entitled to attend and vote at the 30th AGM. And minimum 30 members were required to constitute the valid quorum for the 30th AGM.

PRESENCE OF QUORUM:

At the 30th AGM total 38 (Thirty-Eight) Members were present in person including 5 (Five) members were present by Proxy and participated at the AGM as per the Attendance Records maintained at the Company.

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BOOKS & STATUTORY REGISTER:

The CS informed that the Register of Director and Key Managerial Personnel and their shareholding and Share Transfer Book and the Register of Members along with other statutory books, as required under other provisions of the Companies Act, 2013 have been kept at the meeting and open for inspection of the members.

PROCEEDINGS AT THE AGM:

The CS introduced and welcomed all the dignitaries present on the dais and Chairman delivered the Chairman's Speech.

Thereafter the Company Secretary informed the Members that Electronic copies of the Annual Report for financial year 2017-18 have been sent to all the members whose Email Ids were registered with the Company or Depository Participant(s). Physical copies of same have also been sent to all other members at their registered address in permitted mode; as per the records made available by CDSL, NSDL & Registrar & Share Transfer Agent of the Company.

With the permission of the Members present at the Meeting the Chairman declared that the Notice of the 30th Annual General Meeting, Independent Auditors' Report on financial statements of the company and observation made by the Secretarial Auditor and management comments are taken as read.

Thereafter the CS requested the Members to consider and approve the ordinary and special businesses as mentioned in the Notice of AGM from Item No. 01 to 09 and on the instructions of the Chairman the CS then read out the following Agenda Items one by one.

No.	Type of Resolution	Item
1.	Ordinary	Approval of the Audited Financial Statements for the year ended 31 st March, 2018, the Statement of Profit & Loss and Cash Flow for the financial year ended 31 st March, 2018 and the Reports of the Boards' and Auditors thereon
2.	Ordinary	To appoint a director in place of Shri Vijay Shankarlal Bankda (DIN: 00023027) who is liable to retire.
3.	Ordinary	To ratify re-appointment of the Statutory Auditor M/s Sanjay Mehta & Associates, Chartered Accountants (FRN: 011524C) of the Company for the year 2018-19 and till the conclusion of the 34th Annual General Meeting of the Company to be held in the year 2022.
4.	Ordinary	To fix the remuneration of M/s M. Goyal & Co., Cost Accountants (FRN: 000051) as the Cost Auditors for the year 2018-19 on remuneration of Rs. 25,000/- plus GST.
5.	Special	To approve the Appointment of Mrs. Rinki Bankda

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		as the Whole-Time Director of the Company for a period of 5 (Five) years w.e.f. 15 th November, 2017.
6.	Special	To approve the Re-appointment of Shri Vinod Kumar Kabra as an Independent Director of the Company for a second term of 5 (Five) consecutive years w.e.f., 1 st April 2019 to 31 st March, 2024.
7.	Special	To approve the Re-appointment of Shri Krishna DasNeema as an Independent Director of the Company for a second term of 5 (Five) consecutive years w.e.f., 1 st April 2019 to 31 st March, 2024.
8.	Special	To approve the Re-appointment of Shri Praveen Jindal as an Independent Director of the Company for a second term of 5 (Five) consecutive years w.e.f., 1 st April 2019 to 31 st March, 2024
9.	Special	To authorize Board of Directors to make loans to companies/ body corporate under section 185 of the Companies Act, 2013 and maximum amount of Loans/Advances and or guarantee and securities not exceeding Rs. 200.00 Lakhs (Rs. Two Crores only) at any point of time:

The CS further informed that the Company has provided e-voting facility to its members whose names appeared in the Register of Members as on cutoff date i.e. 21st September, 2018; to cast their votes on the resolutions proposed to be passed at this 30th Annual General Meeting through remote e-voting. The e-voting commenced from Tuesday, 25th September, 2018 at 09.00 a.m. (I.S.T.) and ended on Thursday, 27th September, 2018 at 05.00 p.m. (I.S.T.) and voting at this Annual General Meeting shall be conducted by way of poll therefore the members personally present at the Meeting who have not casted their votes through remote e-voting were requested to cast their votes through poll paper and mark their assent or dissent on the Poll paper (MGT-12) provided to them and also she requested to ensure that if any member has already casted their vote by E-voting process, they would not be entitled to cast their votes by Poll and if in any case it is casted, the Vote given by e-voting shall be considered as final.

The CS further informed that the Company has appointed CS Anish Gupta (FCS 5733, CP 4092) Practicing Company Secretary as scrutinizer to scrutinize the remote e-voting as well as voting through poll in a fair and transparent manner.

The CS offered an opportunity to the members of the Company to ask the queries about any of the agenda item of the notice, financial statements and the business activities.

There were no specific query and the members presented at the meeting appreciated the working and financial statements of the Company.

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The Scrutinizer then asked the members to cast their votes through poll papers and drop the same in Poll Box. The Scrutinizer after ascertaining that no member was left for polling; locked the Poll Box in presence of the two Witnesses and collected the Poll Box for scrutiny of the Poll Papers.

The CS asked scrutinizers for time required for providing his report. The Scrutinizer replied to submit the report within 48 hours from the conclusion of the Annual General Meeting.

The CS considered and informed to the members that the results of the Meeting would be announced within 48 hours from the conclusion of the Annual General Meeting upon receipt of report from Scrutinizer and same shall be posted on the website of the Company, BSE and NSDL. The date of passing of resolutions would be the date of Poll i.e. 28th September, 2018.

CONCLUSION OF THE MEETING:

Thereafter being no other business, the Meeting declared as concluded by the Chairman, Shri Kedarmal Bankda at 3.30 P.M. on 28th September, 2018, with a vote of thanks to the Chair given by CSPayal Mangal.

SCRUTINISERS REPORT:

After receiving the Scrutinizers Report in the Form MGT-13 and Consolidated Report on E-voting and Poll at the Annual General Meeting for e-voting and Poll, dated 28th September, 2018, the Chairman declared the following results, on the basis of report submitted by the scrutinizer on **29th September, 2018** for the 30th Annual General Meeting and also declared that the date of the passing of the resolutions shall be considered as the date of the Polling at the Annual General Meeting, i.e. 28th September, 2018 as under for all the purposes.

DECLARATION OF RESULTS FOR THE BUSINESSES PROPOSED AT THE 30TH ANNUAL GENERAL MEETING

With due consideration of the Scrutinizer's Report, the Chairman declared the following results for the 30th Annual General Meeting held on Friday, 28th Sept., 2018 at 3.30 P.M.

ORDINARY BUSINESS BY ORDINARY RESOLUTION

Item No. 1: Consideration, approval and adoption of the Audited Financial Statements for the year ended 31st March, 2018, the Statement of Profit & Loss and Cash Flow for the financial year ended 31st March, 2018 and the Reports of the Boards' and Auditors thereon.

The Results of the Voting are as under:

Resolution required: (Ordinary/ Special)	<i>Ordinary</i>
Whether promoter/ promoter group are interested in the agenda/ resolution?	<i>No</i>

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Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares = $[(2)/(1)] * 100$ (3)	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled $[(4)/(2)] * 100$ (6)	% of Votes against on votes polled $[(5)/(2)] * 100$ (7)
Promoter and Promoter Group	E-Voting	304279619	304279619	100.00%	304279619	0	100.00%	0
	Poll		0	0	0	0	0	0
	Postal Ballot		0	0	0	0	0	0
	Total	304279619	304279619	100.00%	304279619	0	100.00%	0
Public Institutions	E-Voting	4000	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot		0	0	0	0	0	0
	Total	4000	0	0	0	0	0	0
Public Non Institutions	E-Voting	476368561	1210480	0.25%	1174455	36025	97.02%	2.98%
	Poll		4030	0.00%	4030	0	100.00%	0
	Postal Ballot		0	0	0	0	0	0
	Total	476368561	1214510	0.25%	1178485	36025	97.03%	2.97%
Total		780652180	305494129	39.13%	305458104	36025	99.98%	0.02%

Based on the Aforesaid results, given by the Scrutinizer, Chairman declared that Resolution No. 1 was passed by requisite Majority.

Item No. 2: Re-appointment of Shri Vijay Shankarlal Bankda (DIN: 00023027), who is liable to retire by rotation being eligible offer himself for re-appointment.

Resolution required: (Ordinary/Special)		<i>Ordinary</i>						
Whether promoter/ promoter group are interested in the agenda/ resolution?		<i>No</i>						
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares = $[(2)/(1)] * 100$ (3)	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled $[(4)/(2)] * 100$ (6)	% of Votes against on votes polled $[(5)/(2)] * 100$ (7)
Prom	E-	304279619	304279619	100.00%	304279619	0	100.00%	0

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oter and Prom oter Grou p	Voting							
	Poll		0	0	0	0	0	0
	Postal Ballot		0	0	0	0	0	0
	Total	304279619	304279619	100.00 %	304279619	0	100.00%	0
Publi c Instit ution s	E- Voting	4000	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot		0	0	0	0	0	0
	Total	4000	0	0	0	0	0	0
Publi c Non Instit ution s	E- Voting	476368561	1210480	0.25%	1018454	192026	84.17%	15.83 %
	Poll		4030	0.00%	4030	0	100.00%	0
	Postal Ballot		0	0	0	0	0	0
	Total	476368561	1214510	0.25%	1022484	192026	84.19%	15.81 %
Total		780652180	305494129	39.13 %	305302103	192026	99.94%	0.06 %

Based on the Aforesaid results, given by the Scrutinizer, Chairman declared that Resolution No. 2 was passed by requisite Majority.

Item No 3: Ratification of re-appointment of the Statutory Auditor M/s Sanjay Mehta & Associates, Chartered Accountants (FRN: 011524C) of the Company for the year 2018-19 and till the conclusion of the 34th Annual General Meeting of the Company to be held in the year 2022.

“RESOLVED THAT pursuant to section 139, 142 and other applicable provisions of the Companies Act, 2013 and the Rules made thereunder and pursuant to the resolution passed by the members at the 29th Annual General Meeting held on 29th day of September, 2018 for the appointment of M/s Sanjay Mehta & Associates, Chartered Accountants (ICAI Firm Registration No.011524C) as the Auditors of the Company to hold office till the conclusion of the 34th Annual General Meeting of the Company to be held in the year 2022 be and is hereby ratified their re-appointment for the year 2018-19 and that they shall hold the office of the auditors upto their remaining term of appointment as per the amendment made in Section 139 of the Companies Act, 2013 and the Board of Directors be and is hereby authorized to fix the remuneration payable to them as may be determined by the Audit Committee in consultation with the Auditors.”

Resolution required: (Ordinary/ Special)		Ordinary						
Whether promoter/ promoter group are interested in the agenda/resolution?		No						
Cate gory	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstan ding shares= [(2)/(1)] * 100 (3)	No. of Votes - in favour	No. of Votes - against	% of Votes in favour on votes polled [(4)/(2)] *100 (6)	% of Vote s again st on votes polle d [(5)/(2)]*1 00
		(1)	(2)		(4)	(5)		

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								(7)
Promoter and Promoter Group	E-Voting	304279619	304279619	100.00%	304279619	0	100.00%	0
	Poll		0	0	0	0	0	0
	Postal Ballot		0	0	0	0	0	0
	Total	304279619	304279619	100.00%	304279619	0	100.00%	0
Public Institutions	E-Voting	4000	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot		0	0	0	0	0	0
	Total	4000	0	0	0	0	0	0
Public Non Institutions	E-Voting	476368561	1210480	0.25%	1163454	47026	96.12%	3.88%
	Poll		4030	0.00%	4030	0	100.00%	0
	Postal Ballot		0	0	0	0	0	0
	Total	476368561	1214510	0.25%	1167484	47026	96.13%	3.87%
Total		780652180	305494129	39.13%	305447103	47026	99.98%	0.02%

Based on the Aforesaid results, given by the Scrutinizer, Chairman declared that Resolution No. 3 was passed by requisite Majority.

SPECIAL BUSINESS BY ORDINARY RESOLUTION:

Item No 4: Ratification of the remuneration payable to M/s M. Goyal & Co., Cost Accountants (F.R. No. 000051) as the Cost Auditors for the year 2018-19 of Rs. 25,000/- plus GST.

"RESOLVED THAT pursuant to section 148(3) of the Companies Act, 2013 read with Rule 14 of the Companies (Audit and Auditors Rules) 2014, including any statutory modifications(s) or re-enactment thereof for the time being in force, M/s M. Goyal & Co., (Firm Registration No. 000051) appointed as the Cost Auditors by the Board of Directors of the Company for conducting Cost Audit for the financial year 2018-19 on a remuneration amounting to Re. 25,000/- plus GST be and is hereby ratified."

Resolution required: (Ordinary/ Special)		<i>Ordinary</i>						
Whether promoter/promoter group are interested in the agenda/resolution?		<i>No</i>						
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares = [(2)/(3)]*100	No. of Votes - in favour	No. of Votes - against	% of Votes in favour on votes polled [(4)/(2)]*100	% of Votes against on votes polled [(5)/(2)]*100
		(1)	(2)	(3)	(4)	(5)	(6)	(7)
Promoter and Promoter	E-Voting	304279619	304279619	100.00%	304279619	0	100.00%	0
	Poll		0	0	0	0	0	0
	Postal Ballot		0	0	0	0	0	0

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r Grou p	Total	304279619	304279619	100.00 %	304279619	0	100.00 %	0
Publ ic Insti tution s	E- Voting	4000	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot		0	0	0	0	0	0
	Total	4000	0	0	0	0	0	0
Publ ic Non Insti tution s	E- Voting	476368561	1210480	0.25%	1164454	46026	96.20%	3.80%
	Poll		4030	0.00%	4030	0	100.00 %	0
	Postal Ballot		0	0	0	0	0	0
	Total	476368561	1214510	0.25%	1168484	46026	96.21%	3.79%
Tota l		780652180	305494129	39.13 %	305448103	46026	99.98%	0.02%

Based on the Aforesaid results, given by the Scrutinizer, Chairman declared that Resolution No. 4 was passed by requisite Majority.

SPECIAL BUSINESS BY SPECIAL RESOLUTION

Item No 5: Re-appointment of Mrs. RinkiBankda (DIN: 06946754) as the Whole time Director, for a period of 5 years w.e.f. 15th November, 2017.

"RESOLVED THAT as recommended by Nomination and Remuneration Committee of the Board and pursuant to the provisions of section 190, 196, 197, 203 read with the provisions of Schedule V of the Companies Act, 2013 read with the Companies (Appointment and Remuneration of the Managerial Personnel) Rules, 2014 and other applicable provisions if any of the Companies Act, 2013 (including any statutory modifications or re-enactment thereof for the time being enforce), the approval of the members of the Company be and is hereby granted for appointment of Mrs. Rinki Bankda (DIN- 06946754) as the Whole-time Director and designated as the Executive Director of the Company for a period of 5 (Five) years w.e.f. 15th November, 2017 on the following terms and condition.

(a) **Salary:** in the scale of Rs 50,000/- per month with an annual increment of Rs. 5,000/- per year in the breakup of the remuneration as may be mutually decided but the Board within the permissible maximum limit as may be considered in the best interest of the company.

(b) **Allowances/perquisites:** as per Category A, subject to the maximum of salary.

Category: A

- House Rent:** The Company shall pay House Rent Allowance subject to a maximum of 50% of the salary or house accommodation and 10% of salary shall be recovered by way of rent. Expenditure incurred by the Company on her electricity, water and furnishing shall be evaluated as per Income Tax Rules, 1962 subject to a ceiling of 10% of salary.
- Medical Expenses:** Re-imbusement of medical expenses of the Whole-time Director and her family, the total cost of which to the Company on actual basis.
- Leave travel assistance:** Expenses incurred for self and family in accordance with the Rules of the Company.
- Club Fees:** subject to a maximum of two clubs, this will not include admission and life membership.
- Personal accident insurance premium:** on actual basis.

NOTE: For the purpose of perquisites stated in Category "A" above, "Family" means the spouse, the dependent children and dependent parents of the appointee.

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Category B- Exempted from the limits prescribed under the Schedule V:

1. **Employers Contribution to PF:** As per the Rules of the Company.
2. **Gratuity:** As per rules of the Company, subject to a maximum ceiling as may be prescribed under the Payment of Gratuity Act from time to time.
3. **Leave encashment:** up to 15 days salary for every one year completed service as per the rules of the Company.
Provided that the above said perquisites shall not be counted for the purpose of calculation of the remuneration payable to the Executive Director.
4. **Directors Responsibility Obligation Policy Premium:** Actual premium as may be charged by the Insurance Company

Category C- Facilities to perform the companies work:

1. **Car:** The Company shall provide a car with driver for the Company's business and if no car is provided, reimbursement of the conveyance shall be made as per actual on the basis of claims submitted by her.
2. **Telephone, Internet & Cell:** Free use of telephone, internet at her residence and Cell phone, provided that the personal long distance calls on the telephone shall be billed by the Company to the Whole-time Director.

FURTHER RESOLVED THAT in the event of there being loss or inadequacy of profit for any financial year, the remuneration payable to Mrs.Rinki Bankda shall not be in excess with the limit prescribed in the Schedule V of the Companies Act, 2013 as may be applicable from time to time during her tenure.

FURTHER RESOLVED THAT there shall be clear relation of the Company with Mrs.Rinki Bankda as "the Employer-Employee" and each party may terminate the above said appointment with the six months' notice in writing or salary in lieu thereof.

RESOLVED FURTHER THAT Mrs.Rinki Bankda, Whole-time Director shall also be entitled for the reimbursement of actual entertainment, travelling, boarding and lodging expenses incurred by her in connection with the Company's business and such other benefits/ amenities and other privileges, as may from time to time, be available to other senior executives of the Company".

Resolution required: (Ordinary/ Special)		<i>Special</i>						
Whether promoter/ promoter group are interested in the agenda/resolution?		No						
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares = [(2)/(1)]*100 (3)	No. of Votes - in favour (4)	No. of Votes - against (5)	% of Votes in favour on votes polled [(4)/(2)]*100 (6)	% of Votes against on votes polled [(5)/(2)]*100 (7)
Promoter and Promoter Group	E-Voting	304279619	304279619	100.00%	304279619	0	100.00%	0
	Poll		0	0	0	0	0	0
	Postal Ballot		0	0	0	0	0	0
	Total	304279619	304279619	100.00%	304279619	0	100.00%	0
Public Institutions	E-Voting	4000	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot		0	0	0	0	0	0
	Total	4000	0	0	0	0	0	0
Public	E-	47636856		0.25%	1153454	57026	95.29%	4.71%

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Non Institutions	Voting	1	1210480					
	Poll		4030	0.00%	4030	0	100.00%	0
	Postal Ballot		0	0	0	0	0	0
	Total	476368561	1214510	0.25%	1157484	57026	95.30%	4.70%
Total		780652180	305494129	39.13%	305437103	57026	99.98%	0.02%

Based on the Aforesaid results, given by the Scrutinizer, Chairman declared that Resolution No. 5 was passed by requisite Majority.

Item No 6: Re-appointment of Shri Vinod Kumar Kabra as an Independent Director of the Company for a second term of 5 (Five) consecutive years w.e.f., 1st April 2019 to 31st March, 2024.

"RESOLVED THAT pursuant to provisions of sections 149 and 152 and other applicable provisions, if any of the Companies Act, 2013 ('the Act'), rules framed thereunder and Schedule IV of the Act and other applicable provisions of the SEBI (LODR) Regulations, 2015, (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), **Shri Vinod Kumar Kabra (DIN: 01816189)** who was appointed as an Independent Director for the 1st term of 5 (Five) consecutive years ending on 31st March, 2019 and being eligible, and has submitted a declaration for his independence and upon recommendation of the Nomination and Remuneration Committee, and Board of Directors, Shri Vinod Kumar Kabra be and is hereby re-appointed as an Independent Director of the Company, for a second term of 5 (Five) consecutive years w.e.f., 1st April 2019 to 31st March, 2024" and he shall not liable to retire by rotation,

Resolution required: (Ordinary/ Special)			<i>Special</i>					
Whether promoter/promoter group are interested in the agenda/resolution?			<i>No</i>					
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares = [(2)/(1)]*100	No. of Votes - in favour	No. of Votes - against	% of Votes in favour on votes polled [(4)/(2)]*100	% of Votes against on votes polled [(5)/(2)]*100
		(1)	(2)	(3)	(4)	(5)	(6)	(7)
Promoter and Promoter Group	E-Voting	304279619	304279619	100.00%	304279619	0	100.00%	0
	Poll		0	0	0	0	0	0
	Postal Ballot		0	0	0	0	0	0
	Total	304279619	304279619	100.00%	304279619	0	100.00%	0
Public Institutions	E-Voting	4000	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot		0	0	0	0	0	0

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	Total	4000	0	0	0	0	0	0
Public Non Insti tuti ons	E-Voting	476368561	1210480	0.25%	1019454	191026	84.22%	15.78%
	Poll		4030	0.00%	4030	0	100.00%	0
	Postal Ballot		0	0	0	0	0	0
	Total	476368561	1214510	0.25%	1023484	191026	84.27%	15.73%
Total	780652180	305494129	39.13%	305303103	191026	99.94%	0.06%	

Based on the Aforesaid results, given by the Scrutinizer, Chairman declared that Resolution No. 6 was passed by requisite Majority.

Item No 7: Re-appointment of Shri Krishna DasNeema as an Independent Director of the Company for a second term of 5 (Five) consecutive years w.e.f., 1st April 2019 to 31st March, 2024.

"RESOLVED THAT pursuant to provisions of sections 149 and 152 and other applicable provisions, if any of the Companies Act, 2013 ('the Act'), rules framed thereunder and Schedule IV of the Act and other applicable provisions of the SEBI (LODR) Regulations, 2015,(including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), **Shri Krishna Das Neema(DIN: 02294270)** who was appointed as an Independent Director for the 1st term of 5 (Five) consecutive years ending on 31st March, 2019 and being eligible, and has submitted a declaration for his independence and upon recommendation of the Nomination and Remuneration Committee, and Board of Directors, Shri Krishna Das Neema be and is hereby re-appointed as an Independent Director of the Company, for a second term of 5 (Five) consecutive years w.e.f., 1st April 2019 to 31st March, 2024" and he shall not liable to retire by rotation,

Resolution required: (Ordinary/ Special)		<i>Special</i>						
Whether promoter/ promoter group are interested in the agenda/resolution?		<i>No</i>						
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares =[(2)/(1)]*100 (3)	No. of Votes in favour (4)	No. of Votes - against (5)	% of Votes in favour on votes polled [(4)/(2)]*100 (6)	% of Votes against on votes polled [(5)/(2)]*100 (7)
Promoter and Promoter Group	E-Voting	304279619	304279619	100.00%	304279619	0	100.00%	0
	Poll		0	0	0	0	0	0
	Postal Ballot		0	0	0	0	0	0
	Total	304279619	304279619	100.00%	304279619	0	100.00%	0
Public Insti tuti ons	E-Voting	4000	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot		0	0	0	0	0	0

CHAIRMAN'S INITIALS



HELD AT ON TIME

ons	Total	4000	0	0	0	0	0	0
Public	E-Voting	476368561	1210480	0.25%	1019454	191026	84.22%	15.78%
	Poll		4030	0.00%	4030	0	100.00%	0
Non Insti tuti ons	Postal Ballot		0	0	0	0	0	0
	Total	476368561	1214510	0.25%	1023484	191026	84.27%	15.73%
Total		780652180	305494129	39.13%	305303103	191026	99.94%	0.06%

Based on the Aforesaid results, given by the Scrutinizer, Chairman declared that Resolution No. 7 was passed by requisite Majority.

Item No 8: Re-appointment of Shri Praveen Jindal as an Independent Director of the Company for a second term of 5 (Five) consecutive years w.e.f., 1st April 2019 to 31st March, 2024.

***RESOLVED THAT** pursuant to provisions of sections 149 and 152 and other applicable provisions, if any of the Companies Act, 2013 ('the Act'), rules framed thereunder and Schedule IV of the Act and other applicable provisions of the SEBI (LODR) Regulations, 2015, (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), **Shri Praveen Jindal (DIN:05327830)** who was appointed as an Independent Director for the 1st term of 5 (Five) consecutive years ending on 31st March, 2019 and being eligible, and has submitted a declaration for his independence and upon recommendation of the Nomination and Remuneration Committee and Board of Directors, **Shri Praveen Jindal** be and is hereby re-appointed as an Independent Director of the Company, for a second term of 5 (Five) consecutive years w.e.f., 1st April 2019 to 31st March, 2024" and he shall not liable to retire by rotation.

Resolution required: (Ordinary/ Special)		<i>Special</i>						
Whether promoter/ promoter group are interested in the agenda/resolution?		<i>No</i>						
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares = [(2)/(1)]*100 (3)	No. of Votes - in favour (4)	No. of Votes - against (5)	% of Votes in favour on votes polled [(4)/(2)]*100 (6)	% of Votes against on votes polled [(5)/(2)]*100 (7)
Promoter and Promoter Group	E-Voting	304279619	304279619	100.00%	304279619	0	100.00%	0
	Poll		0	0	0	0	0	0
	Postal Ballot		0	0	0	0	0	0
	Total	304279619	304279619	100.00%	304279619	0	100.00%	0
Public Institutions	E-Voting	4000	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot		0	0	0	0	0	0
	Total	4000	0	0	0	0	0	0
Publ	E-Voting	476368561	1210480	0.25%	1018454	192026	84.14%	15.86%

CHAIRMAN'S INITIALS



HELD AT ON TIME

ic	Poll		4030	0.00%	4030	0	100.00%	0
Non	Postal		0	0	0	0	0	0
Insti	Ballot							
tutio	Total	476368561	1214510	0.25%	1022484	192026	84.19%	15.81%
ns								
Total		780652180	305494129	39.13%	305302103	192026	99.94%	0.06%

Based on the Aforesaid results, given by the Scrutinizer, Chairman declared that Resolution No. 8 was passed by requisite Majority.

Item No 9: Authorize Board of Directors to make loans to companies/ body corporate under section 185 of the Companies Act, 2013 and maximum amount of Loans/Advances and or guarantee and securities not exceeding Rs. 200.00 Lakhs (Rs. Two Crores only) at any point of time.

“RESOLVED THAT pursuant to provisions of section 185, 186 read with section 188 and other applicable provisions, if any, of the Companies Act, 2013 and the Companies (Meetings of Board and its Powers) Rules, 2014 (including any amendment, modification or re-enactment thereof) and the SEBI (LODR) Regulations, 2015 as may be applicable the approval of Members of the Company, be and is hereby accorded for authority to the Board of directors and/or committee thereof for providing any advance(s), loan(s), any loan represented by book debts, and/or to give guarantee or to provide any security on the assets of the Company in connection with loan taken by the companies/bodies corporate in which any director of the company is directly or indirectly concerned and/or interested from time to time subject to the maximum amount of Loans/Advances and or guarantee and securities not exceeding Rs. 200.00 Lakhs (Rs. Two Crores only) at any point of time.

Resolution required: (Ordinary/ Special)			<i>Special</i>					
Whether promoter/ promoter group are interested in the agenda/resolution?			<i>Yes</i>					
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares =[(2)/(1)]*100 (3)	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled [(4)/(2)]*100 (6)	% of Votes against on votes polled [(5)/(2)]*100 (7)
Promoter and Promoter Group	E-Voting	304279619	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot		0	0	0	0	0	0
	Total	304279619	0	0	0	0	0	0
Public Institutions	E-Voting	4000	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot		0	0	0	0	0	0
	Total	4000	0	0	0	0	0	0
Public	E-Voting	476368561	1210480	0.25%	1097454	113026	90.66%	9.34%
	Poll		4030	0.00%	4030	0	100.00%	0

CHAIRMAN'S INITIALS



HELD AT ON TIME

Non Insti tuti ons	Postal Ballot		0	0	0	0	0	0
	Total	76368561	1214510	0.25%	1101484	113026	90.69%	9.31%
Tot al		780652180	1214510	39.13%	1101484	113026	90.69%	9.31%

Based on the Aforesaid results, given by the Scrutinizer, Chairman declared that Resolution No. 9 was passed by requisite Majority.

Note:- The scrutinizer has rejected the promoter holding in Item No. 9 as promoter is interested in the above stated resolution under section 188 and Reg. 23 of the SEBI (LODR) Regulations, 2015.

The Chairman instructed to the Company Secretary to forward the results of the voting for the AGM to the BSE, NSDL, and host the same on the website of the Company and comply with all the requirements and procedure as required under the Companies Act, 2013 and the SEBI (LODR) Regulations, 2015.



PLACE: INDORE Kedarmal Shankarlal Bankda

DATE: 8th OCT., 2018

Chairman & Wholetime Director

DIN: 00023050

The aforesaid Minutes were recorded in the Minute Book of the Members General Meeting with the Authority of the Chairman on 08th Oct., 2018.



PLACE: INDORE

DATE: 8th OCT., 2018

Kedarmal Shankarlal Bankda

Chairman & Wholetime Director

DIN: 00023050

CHAIRMAN'S
INITIALS

