



**AARTI
INDUSTRIES
LIMITED**

Ref. No.: AIL/B-39/2019/513
September 17, 2019

To,
Listing/Compliance Department
BSE LTD.
Phirozejeejeebhoy Towers,
Dalal Street,
Mumbai – 400 001.

To,
Listing/Compliance Department
**National Stock Exchange of
India Limited**
“Exchange Plaza”, Plot No. C/1,
G Block Bandra-Kurla Complex,
Bandra (E), Mumbai – 400 051.

BSE CODE : 524208

NSE CODE:AARTIIND

Dear Sir/Madam,

Ref: Regulation 30 of the SEBI (LODR) Regulations, 2015.
Sub : Proceedings of 36th Annual General Meeting

We are submitting herewith the details of the proceedings of 36th Annual General Meeting of the Company held at Plot Nos. 806, 807, G.I.D.C. Estate, Phase – III, Vapi – 396 195, Dist. Valsad, Gujarat, on **Monday, September 16, 2019 at 11.00 a.m.**

Kindly take the same on record.

Thanking You,

Yours faithfully,
FOR AARTI INDUSTRIES LIMITED

RAJ SARRAF
COMPANY SECRETARY
ICSI M. NO. A15526



Encl.: as above.

PROCEEDINGS OF THE 36TH ANNUAL GENERAL MEETING (AGM) OF AARTI INDUSTRIES LIMITED

The 36th Annual General Meeting was held at Plot Nos. 806, 807, G.I.D.C. Estate, Phase – III, Vapi – 396 195, Dist. Valsad, Gujarat, on **Monday, September 16, 2019** at **11.00 a.m.** to transact the Business as set out in the Notice convening AGM.

Shri Rajendra V. Gogri, Chairman and Managing Director of the Company could not remain present due to personal reasons. With Directors' consent, Shri KVS Shyam Sunder took the Chair at the meeting and welcomed Shareholders, fellow Board Members on the dais and Auditors, Scrutinizer.

Shri Rajendra V. Gogri, Shri Rashesh C. Gogri and Smt. Hetal Gogri Gala participated in the meeting through video Conferencing though not counted for quorum.

In order to commence proceeding of the Meeting, the Company Secretary informed the meeting about:

- The requisite number of members personally present forming a valid quorum;
- Chairman of Audit Committee, Shri KVS Shyam Sunder present at the Meeting;
- Chairman of Stakeholders Committee, Shri Shantilal T. Shah and Chairman of Nomination of Remuneration Committee, Shri Ramdas M. Gandhi, could not make it convenient to attend the meeting, and therefore, authorised Shri KVS Shyam Sunder to represent them in the meeting.
- The reasons, because of which other Board Members, namely, Shri Rajendra V. Gogri, Shri Rashesh C. Gogri, Smt. Hetal Gogri Gala, Shri Shantilal T. Shah, Shri Ramdas M. Gandhi and Shri Lalitkumar S. Naik, could not attend the meeting.
- The presence of Statutory Auditors - CA (Shri) Milind Bhawe, representative of Kirtane & Pandit LLP, Chartered Accountants.
- The presence of Scrutinizer -CS (Shri) Sunil M. Dedhia, practicing Company Secretary,
- And the availability of Statutory Registers and Records for inspection.

At the request of Shri KVS Shyam Sunder, Chairman of the meeting, Shri Rajendra V. Gogri, Chairman of the Company addressed the shareholders through audio video Conferencing facility and gave an over view of the financial performance of the Company for the Financial year ended March 31, 2019 and its future outlook. The printed copy of the Chairman's Speech was distributed to the members present in the meeting.

The notice convening 36th Annual General Meeting was considered as read based upon the confirmation from the members present in the meeting. At the request of the Chairman of



the meeting, the Company Secretary briefed on the agenda items proposed for consideration by the members.

The Chairman then asked the members to raise their queries if any on the accounts under review. A few of the shareholders came forward and made suggestions and sought some clarifications. At the request of the Chairman of the meeting, Shri Rajendra V. Gogri and Shri Rashesh C. Gogri, Managing Directors replied on the clarifications required by the members.

The Company Secretary informed the members present about facility of remote e-voting provided by the Company to enable the members to cast their votes electronically. The e-voting period commenced at 9:00 a.m. on Friday, September 13, 2019 and concluded at 5:00 p.m. on Sunday, September 15, 2019. The Company had also provided facility for voting through poll by those members who were present at the AGM, either personally or by proxy and, who had not cast their vote earlier through remote e-voting.

The Chairman of the meeting informed that CS Sunil Dedhia, practicing Company Secretary was appointed as a Scrutinizer to scrutinize the remote e-voting process and for conducting voting on Poll at the AGM in a fair and transparent manner. The voting on Poll at the AGM was organized as per instructions given by the Chairman of the meeting.

The following items of the business, as per Notice of the AGM, were transacted at the Meeting:-

ORDINARY BUSINESS:-

1. Adoption of Financial Statements for the year ended March 31, 2019.
2. Declare final dividend for the financial year ended March 31, 2019.
3. Re-appointment of Shri Renil R. Gogri, who retires by rotation and being eligible, seeks reappointment.
4. Re-appointment of Smt. HetalGogri Gala, who retires by rotation and being eligible, seeks reappointment.

SPECIAL BUSINESS:

5. Variation in the terms of remuneration payable to Executive Directors.
6. Appointment of Dr. VinayGopalNayak as an Independent Director for a period of 5 (Five) years.
7. Appointment of Shri Lalitkumar S. Naik as an Independent Director for a period of 5 (Five) years.
8. Re-appointment of Shri P.A. Sethi as an Independent Director for a period of 5 (Five) years.





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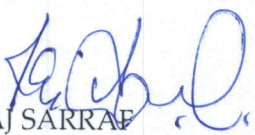
9. Re-appointment of Shri KVS Shyam Sunder as an Independent Director for a period of 5 (Five) years.
10. Re-appointment of Shri Bhavesh Rasiklal Vora as an Independent Director for a period of 5 (Five) years.
11. Ratification of the remuneration to be paid to Cost Auditor.
12. Issuance of Bonus Shares.

The Scrutinizer after presenting to the members assured that the ballot box was empty, locked the ballot box and after ensuring that all the members participating in the poll had cast their votes sealed the box and took custody of it.

The Chairman of the meeting further informed the members present that the consolidated results of the voting by remote e-voting and poll will be declared within 48 hours of the conclusion of the AGM upon receipt of the Scrutinizer's Report. The same shall be posted on the Company's website www.aarti-industries.com and communicated to the Stock Exchanges viz. BSE Ltd. and National Stock Exchange of India Limited.

The Chairman then declared the meeting terminated and closed at 2:00 p.m.

FOR AARTI INDUSTRIES LIMITED


RAJ SARRAF
COMPANY SECRETARY
ICSI M. NO. A15526

