

MINUTES

Minutes of the Annual General meeting of Members of Active Clothing Co. Private Limited held on Friday, the 27th day of September, 2019 at 05:30 P.M. at the registered office of the Company situated at Plot No E-225, Phase – VIII B, Industrial Area, Focal Point, Mohali – 160055, India and concluded at 06: 00 P.M.

DIRECTOR PRESENT PHYSICALLY:

- | | |
|----------------------------|----------------------|
| 1. Mr. Rajesh Mehra | Managing Director |
| 2. Smt. Renu Mehra | Director |
| 3. Mr. Naval Kishore Gupta | Independent Director |

MEMBERS PRESENT:

- | | |
|--|--------|
| 1. Mr. Rajesh Mehra | Member |
| 2. Mrs. Renu Mehra | Member |
| 3. Mr. Harish Mehta | Member |
| 4. Harish Mehta HUF
(through Karta Harish Mehta) | Member |
| 5. Rahul Aggarwal & Sons HUF
(through Karta Rahul Aggarwal) | Member |
| 6. Rajesh Mehra HUF
(through Karta Rajesh Mehra) | Member |
| 7. Mr. Swarandeeep Singh | Member |
| 8. Mr. Ashok Sachdeva | Member |

CHAIRMAN

Mrs. Renu Mehra proposed the name of Mr. Rajesh Mehra as the Chairman which was seconded by Mr. Rahul Aggarwal. The motion was carried by show of hands. Mr. Rajesh Mehra took the Chair.

WELCOME ADDRESS

The Chairman welcomed the members. He informed the members that the Register of contacts and Register of Proxy, Annual Report on financial statements and the Secretarial Audit Report and the members could inspect the same anytime during the meeting.

Mr. Rajesh Mehra was voted to chair by show of hands. Thereafter, the Chairman occupied the Chair and conducted the proceedings of the meeting.

QUORUM

The requisite quorum being present, the Chairman called the meeting to order.

PROXIES

The Chairman informed the members that the Company has received 3 valid proxies representing 306000 equity shares. The Chairman stated that these were available for inspection by the members present.

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AUDITOR'S REPORT:

The Chairman informed the members that the Statutory Auditor's Report on financial statements for the year ended 31st March, 2019 and the Secretarial Audit Report for the year ended 31st March, 2019 did not contain any qualification, observation or comments on financial transactions or matters which have any adverse effect on the functioning of the Company, hence pursuant to Section 145 of the Companies Act, 2013, the Auditor's Report on financial statements for the year ended 31st March, 2019 is not required to be read at the Meeting.

AGENDA:

The Chairman then proceeded with the business to be transacted at the meeting. He explained the objective and implications of each item of each resolution.

ORDINARY BUSINESS

Item No. 1:

To consider and adopt audited financial statements and the Reports of the Board of Directors and Auditor thereon.

Resolution No. 1: As an Ordinary Resolutions

"RESOLVED THAT the audited financial statements for the year ended 31st March, 2019 together with the Reports of the Directors and Auditors thereon be and are hereby considered, approved and adopted."

The Chairman invited the members present to seek clarification, if any, on the accounts of the Company. After ascertaining that no other member wished to obtain any information, the Chairman advised the members about the following resolutions in the Notice which were for consideration of the members at the meeting.

Mr. Swarandeep Singh proposed the following as an Ordinary Resolution which was seconded by Mr. Harish Mehta

Item No. 2

To appoint a Director in place of Mrs. Renu Mehra, who retires by rotation and being eligible, offers herself for re-appointment.

Resolution No. 2: As an Ordinary Resolution-

"RESOLVED THAT Mrs. Renu Mehra (DIN02033471), Director of the Company who retires by rotation and being eligible has offered herself for re-appointment be and is hereby re-appointed a Director of the Company."

Mr. Harish Mehta proposed the following as an Ordinary Resolution which was seconded by Mr. Ashok Sachdeva

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VOTE OF THANKS

The Chairman declared the meeting as closed at 6 PM subject to completion of the procedures connected with the voting by hand raise and declaration of the result.

Date of Entry: 03.10.2019.

Date of Signing: 02.10.2019.

Place: Mohali

Prish Mehta

CHAIRMAN