



M/S Nagreeka EXPORTS LIMITED

(STAR TRADING HOUSE RECOGNISED BY GOVT. OF INDIA)

REGD. OFFICE : 18, R. N. MUKHERJEE ROAD, KOLKATA - 700 001, INDIA
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Ref: NEL/SE/2019-20/

Date: 25/10/2019

To The Deputy General Manager Corporate Relationship Dept. Bombay Stock Exchange Limited 1 st Floor, New Trading Ring Rotunda Building, P.J. Towers Dalal Street Fort <u>Mumbai 400 001</u> Scrip Code - 521109	To The Deputy General Manager Corporate Relationship Dept. National Stock Exchange of India Limited Exchange Plaza Bandra Kurla Complex <u>Bandra (E)</u> <u>Mumbai 400 051</u> Scrip Name - NAGREEKEXP
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Dear Sir/Mam,

Sub: Submission of Minutes of the 30th Annual General Meeting in compliance of Regulation 30 of the SEBI (LODR) Regulations, 2015

Pursuant to Regulation 30 of the SEBI (LODR) Regulations, 2015, we are enclosing herewith a certified true copy of the Minutes of the 30th Annual General Meeting of the Members of the Company held at Bengal National Chambers of Commerce and Industry, 23, R.N.Mukherjee Road, Kolkata - 700001, on Friday, the 27th September, 2019 at 10.30 a.m.

Kindly take a note of the same in your record.

Thanking you,

Yours truly,

For Nagreeka Exports Limited

Gopal Sharma
Company Secretary

Encl: As above

MINUTES OF THE 30TH ANNUAL GENERAL MEETING OF THE MEMBERS OF NAGREEKA EXPORTS LIMITED HELD AT BENGAL NATIONAL CHAMBER OF COMMERCE AND INDUSTRY, 23, R. N. MUKHERJEE ROAD, KOLKATA 700 001 ON FRIDAY, THE 27TH DAY OF SEPTEMBER, 2019, AT 10.30 A.M.

DIRECTORS PRESENT:

- | | |
|---------------------------|--|
| 1. Mr. Sushil Patwari | Chairman |
| 2. Mr. Mohan Kishen Ogra | Independent Director &
Chairman of Audit Committee,
Chairman of Stakeholders' Relationship
Committee and
Chairman of Nomination and Remuneration
Committee. |
| 3. Ms. Surabhi Sanganeria | Independent Director |

IN ATTENDANCE:

- | | |
|--------------------------|-------------------------|
| 1. Mr. Gopal Sharma | Company Secretary |
| 2. Mr. Kedar Nath Bansal | Chief Financial Officer |

BY INVITATION:

- | | |
|-------------------------|--|
| 1. Mr. Nitin Satnalika | Authorized Representative of M/s. B.Nath &
Co., Chartered Accountant, Statutory
Auditors |
| 2. Mr. Hari Ram Agarwal | Practicing Chartered Accountants, Scrutinizer |

117 Members in person representing 9,68,327 Equity shares, 11 Corporate Representatives representing 33,29,978 equity shares and 17 proxy representing 11, 58,011 equity shares were present at the meeting as per the record of the attendance register kept at the Meeting by the Company.

1. Mr. Sushil Patwari, Chairman of the Company, took the Chair and welcomed all the Members present at the 30th Annual General Meeting of the Company.
2. The Chairman thereafter, introduced all the Directors on dais, to those present at the Annual General Meeting. Mr. Sunil Ishwarlal Patwari, Mr. Mahendra Ishwarlal Patwari, Mr. Debabrata Das Choudhary and Mr. Rajendra Mahavir Prasad Ruia could not attend the Annual General Meeting due to Pre-occupation.
3. The Chairman thereafter, informed the members about the sudden and sad demise of Mr.B.C.Talukdar, Independent Director of the Company, on Sunday, 15th September, 2019. He was appointed on the Board of the Company in 2006 and the Company has immensely benefitted from his vision and leadership during his tenure. His sudden death will be an irreparable loss to the Company as well as his family. All the directors and employees of the Company convey deep sympathy, sorrow and condolences to his family.

4. The Chairman informed that the requisite quorum was present and declared the Meeting to order. Hence, the business of the Annual General Meeting was taken up. The quorum was present throughout the meeting.

5. The following documents / Registers of the company remained open and accessible for inspection during the continuance of the Annual General Meeting to any member :-

(a) Audited balance sheet as at 31st March, 2019, the Statement of profit & loss account for the year ended as on that date and the reports of Directors and Auditors thereon.

(b) Register of Directors and Key Managerial Personnel and their shareholding.

(c) Register of Directors or arrangement in which Directors are interested.

(d) Secretarial Auditors' Report.

(e) Register of Proxies

6. The Chairman delivered his speech and highlighted the economic and industrial scenario, performance of the Company, reasons for not considering dividend, Future Scenario of Yarn & Textile Sector in India and company's financial figures.

7. The notice dated 27th May, 2019, convening 29th Annual General Meeting and reports of Directors and Auditors thereon, circulated to the members, were taken as read, with the consent of the members present.

In terms of Section 145 of the Companies Act, 2013 only the qualifications, observations or comments, mentioned in the Statutory Auditors' Report and also secretarial Audit Report, were required to be read at the Annual General Meeting. The Statutory Auditors' Report & Secretarial Auditors' Report did not contain any qualification, observation and comment.

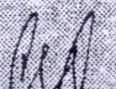
8. The Chairman briefly covered the items of business of the Annual General Meeting and enquired from the members present if they required any clarifications on them, particularly on the financial statements of the company. A few queries were raised which were replied to by the Chairman.

9. The Chairman informed that the Company had in accordance with the provisions of Section 108 of the Companies Act, 2013, read with Rule 20 of the Companies (Management and Administration) Rules 2014 and Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended, had provided facility of e-voting to members which was available from 24th September, 2019 (09.00 a.m) to 26th September, 2019 (5.00 p.m).

10. The Chairman informed that the Company would also provide facility of voting at Annual General Meeting through ballot papers to those members who had not exercised e-voting option. He said that after the 3 (Three) resolutions, as per Notice dated 27th May, 2019, convening the Annual General Meeting, were proposed and seconded, the facility of ballot voting would commence and that the scrutinizer Mr. Hari Ram Agarwal, Practicing Chartered Accountant, with the assistance of the RTA would facilitate ballot voting.

Mr. Sushil Patwari thanked the Members, on behalf of the Board of Directors and the Management Team for their continued support and goodwill.

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The Chairman also informed that:

- a. The Company had published the requisite Newspaper advertisements, on 31st August, 2019, intimating the shareholders about e-voting as per the requirement of provisions of Section 108 of the Companies Act, 2013, read with Rule 20 of the Companies (Management and Administration) Rules 2014 and Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended and other details.
- b. The e-voting period commenced on Tuesday, September 24, 2019 at 9.00 a.m. and ended on Thursday, September 26, 2019 at 5.00 p.m. During this period, Shareholders of the Company, holding shares either in physical form or dematerialized form, cast their vote electronically.
- c. The voting rights of the shareholders was in proportion to their shares of the paid up equity share capital of the Company as on the cut-off date i.e. Friday, September 20, 2019. Mr. Hari Ram Agarwal, Practicing Chartered Accountant (Certificate of Practice Number 057625) was appointed as the Scrutinizer.
- d. The scrutinizer would, immediately after the conclusion of voting at the Annual General Meeting, first count the votes cast at the meeting, and thereafter unblock the votes cast through remote e-voting in the presence of at least two witnesses not in the employment of the company and make, not later than two days of conclusion of the meeting, consolidated scrutinizer's report of total votes cast in favor or against, if any, to the Chairman and the Chairman would declare the results of the voting forthwith, which would not be later than 48 hours from the conclusion of this meeting.
- e. The results declared along with the Scrutinizer's Report would also be placed on the Company's website www.nagreeka.com under the investors section and would also be communicated to the Stock Exchanges on which the Company's shares are listed and also to the NSDL. The Results would also be put up on the Company's Notice Board at Registered Office.

The Chairman, thereafter, proposed to transact the business of the meeting in terms of the Notice convening the AGM, as follows:-

ORDINARY BUISNESS: ORDINARY RESOLUTION

ITEM No 1: ADOPTION OF ANNUAL ACCOUNTS AND REPORTS THEREON:

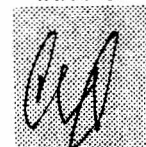
Resolution as under:-

"RESOLVED THAT, the audited Balance Sheet of the Company for the year ended 31st March, 2019, the Statement of Profit & Loss Account as on that date, together with the reports of the Auditors and the Directors thereon as laid before the Shareholders at this Meeting be and are hereby received, considered, approved and adopted."

The aforesaid Resolution was proposed by Mr. Gautam Nandy, a member of the Company and seconded by Mr. Shakoor Chobdar, Authorized Representative of Dadra Eximp Pvt. Ltd a member of the Company.

The Chairman informed that the Resolution had been duly proposed and seconded and had already been put to vote through remote e-voting. The Chairman invited the Members present to share their views/comments/suggestions, if any, on the Reports and Accounts of the Company for the

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period ended March 31, 2019. The questions raised by Members of the Company were satisfactorily replied by the Chairman.

ITEM No 2: APPOINTMENT OF DIRECTOR LIABLE TO RETIRE BY ROTATION (MR. SUSHIL PATWARI -DIN-00023980):

Resolution as under:-

"RESOLVED THAT, Mr. Sushil Patwari (DIN-00023980), who retires by rotation and being eligible, for re-appointment, be and is hereby re-appointed as a Director of the Company, whose directorship will be liable to determination by retirement of Directors by rotation."

The aforesaid Resolution was proposed by Mr. Tapas Das, Authorized Representative of Sri Krishna Viniyog Private Ltd. a member of the Company and seconded by Mr. Rajib Sadhu, Authorized Representative of Shree Viniyog Pvt. Ltd a member of the Company.

The Chairman informed that the Resolution had been duly proposed and seconded and had already been put to vote through remote e-voting. The Chairman invited the Members present to share their views/ comments/ suggestions, if any, on the Appointment of Director liable to retire by rotation. The questions raised by Members of the Company were satisfactorily replied by the Chairman.

SPECIAL BUISNESS: ORDINARY RESOLUTION

ITEM No 3: RATIFICATION OF REMUNERATION PAYABLE TO COST AUDITORS:

Resolution as under:-

"RESOLVED THAT in terms of Section 148 of the Companies Act, 2013 and other applicable provisions, if any, of the Companies Act, 2013 and the Rules framed thereunder, (including any statutory modifications or re-enactment thereof for the time being in force) the remuneration of M/s V. J. Talati & Co., Cost Accountants (Firm Regn No.R00213) appointed by the Board of Directors as cost Auditors of the Company to conduct the audit of the cost records maintained by the Company for the financial year ending 31st March, 2020, at a remuneration of Rs.75000/-plus taxes and reimbursement of out-of-pocket expenses, be and is hereby approved."

"RESOLVED FURTHER THAT any Director or the Company Secretary of the Company, be and is hereby severally authorized to take all such steps as may be necessary, proper and expedient to give effect to the aforesaid resolution."

The aforesaid Resolution was proposed by Mr. Sanjeev Kr. Agarwal, Authorized Representative of Alps Viniyog Private Ltd. a member of the Company and seconded by Mr. Chakoor Chobdar, Authorized Representative of Dadra Eximp Pvt. Ltd a member of the Company.

The Chairman informed that the Resolution had been duly proposed and seconded and had already been put to vote through remote e-voting. The Chairman invited the Members present to share their views/ comments/ suggestions, if any, on the Remuneration payable to Cost Auditors of the Company. The questions raised by Members of the Company were satisfactorily replied by the Chairman.

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MINUTE BOOK

BALLOT PAPER VOTING:

At this stage, Mr. Hari Ram Agarwal, Practicing Chartered Accountants, appointed as scrutiner, distributed Ballot papers to members present at the AGM, who had not cast their E- Voting. He requested the concerned members to fill up the Ballot paper and put it in the Ballot box which was under lock. There was no ballot paper received from the shareholders at the meeting for voting.

VOTE OF THANKS:

Since all Items, as per Notice dated 27/05/2019 convening this Annual General Meeting, were transacted, the meeting concluded with vote of thanks to the Chair. The vote of thanks was proposed by Mr. Shakoor Chobdar, Authorised Representative of Dadra Eximp Pvt. Ltd. a member of the Company and seconded by Mr. Rajib Sadhu, Authorised Representative of Shree Viniyog Pvt. Ltd. a member of the Company.

COMMENCEMENT AND CONCLUSION OF ANNUAL GENERAL MEETING:

The Annual General meeting commenced at 10.30 a.m. and concluded at 11.00 a.m.

DECLARATION OF RESULTS:

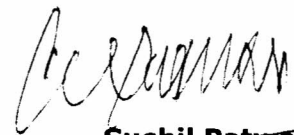
Based on the Scrutiniser's consolidated report dated 28th September, 2019, on the results of the resolutions / special resolution as per the Notice dated 27/05/2019 convening this Annual General Meeting, the Chairman declared the result on 28st September, 2019 at 4.00 p.m. that all resolutions were passed with requisite majority.

The summary of the results of voting are as under:

Resolution No.	Resolution Type	For		Against	
		No. of Equity Shares	Percentage	No. of Equity Shares	Percentage
1.	Ordinary	79,94,408	99.99994	5	0.00006
2.	Ordinary	67,55,825	99.986	965	0.014
3.	Ordinary	79,93,448	99.988	3980	0.012

Place: Kolkata

Date: 25/10/19



Sushil Patwari
Chairman

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