

# WORTH INVESTMENT AND TRADING COMPANY LIMITED

CIN: L671 20W81 980PLC 032932

NPS Business Centre, 7A, Kiran Shankar Roy Road, Kolkata – 700001

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Date: 1<sup>st</sup> October' 2019

To,  
The Manager – DCS  
BSE Limited  
Phiroze Jeejeebhoy Towers,  
25<sup>th</sup> Floor, Dalal Street,  
Mumbai – 400 001  
Scrip Code: 538451

To,  
The Calcutta Stock Exchange  
7, Lyons Range  
Kolkata – 700 001  
Scrip Code: 33045

Dear Sir/Madam,

**Sub:** Gist of Proceedings of the 39<sup>th</sup> Annual General Meeting held on Monday, 30<sup>th</sup> September, 2019.

**Ref:** Regulation 30 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulation, 2015

This is to inform you that 39<sup>th</sup> Annual General Meeting (AGM) of the Company was held on Monday, the 30<sup>th</sup> day of September, 2019 at 11.00 A.M., at NPS Business Centre, 7A, Kiran Shankar Roy Road, Kolkata-700001.

Mr. Mihir Rajesh Ghatalia - Chairman (Executive) of the Company presided over the proceedings and welcomed the Members to the 39<sup>th</sup> AGM of the Company.

The Chairman informed that the required quorum was present and called the meeting in order. The Quorum was present throughout the meeting.

The Chairman then addressed the members and gave an overview of the financial performance of the Company for the Financial Year 2018-2019 and the general working operations of the Company and its future outlook.

The Chairman informed the members that pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended and Regulations 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015, the Company provided remote e-voting facility to the members to vote on the matters transacted at the 39<sup>th</sup> AGM. Further, to facilitate the voting at Annual General Meeting to the members present thereat and who did not cast their vote earlier through remote e-voting, the Company provided ballot papers to enable them to vote in respect of items of business as set out in the Notice of Annual General Meeting. CS Praveen Sharma, Proprietor, Sharma Praveen & Associates, Practicing Company Secretary, Kolkata was appointed as the Scrutinizer for the E-voting process and conducting the voting process at the AGM by Ballot Papers.

The Chairman invited the members to raise questions, offer comments and seek clarifications on the Annual Report and Accounts or any of the items stated in the Notice of the 39<sup>th</sup> Annual General Meeting of the Company. Upon the members completing their submissions, the Chairman furnished requisite clarifications to all the relevant queries raised by the Members.

The Chairman, then, requested CS Praveen Sharma Proprietor, Sharma Praveen & Associates, Practicing Company Secretary, Kolkata for an orderly conduct of voting through ballot papers.

The Chairman informed that the results of voting on each resolution shall be declared considering the aggregate of votes cast by the members on each resolution, both through e-voting as well as through ballot and on the basis of the Consolidated Scrutinizer's Report.



The Chairman further informed that in accordance with Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company shall submit to the Stock Exchange the details of the voting results in the prescribed format within forty eight hours of conclusion of the AGM and the results declared along with the Scrutinizer's Consolidated Report shall be placed on the Company's website at www.worthinv.com and on the website of CDSL at www.evotingindia.com

Thereafter, the physical ballot exercise was conducted smoothly.

The Chairman thanked all the members for their presence and support and after the casting of the votes by all the members present, the 39<sup>th</sup> AGM stood closed.

**The following resolutions have been passed at the aforesaid AGM:**

**1. APPROVAL OF FINANCIAL STATEMENTS:**

The members received, considered and adopted the Audited Financial Statements of the Company for the financial year ended 31<sup>st</sup> March, 2019 including the audited Balance Sheet as at 31<sup>st</sup> March, 2019 and the Audited Profit & Loss Account for the year ended on that date together with the Reports of the Directors and Auditors thereon by passing Ordinary resolution with requisite majority.

**2. APPOINTMENT OF STATUTORY AUDITORS OF THE COMPANY:**

The members appointed M/s. DMKH & Co., Chartered Accountants, (Firm's Registration No. 116886W), Mumbai, as Statutory Auditors of the Company for a term of Five consecutive years from the conclusion of 38<sup>th</sup> Annual General Meeting till the conclusion of the 43<sup>rd</sup> Annual General Meeting (AGM) of the Company to be held in the year 2023, subject to ratification by the members at every AGM held after this 38<sup>th</sup> AGM, and authorized the Board of Directors to fix their remuneration by passing Ordinary resolution with requisite majority.

**3. APPOINTMENT OF MR. MIHIR RAJESH GHATALIA (DIN: 00581005) AS EXECUTIVE DIRECTOR:**

The members appointed Mr. Mihir Rajesh Ghatalia (DIN: 00581005) as a Executive Director of the Company, by passing ordinary resolution with requisite majority.

**4. APPOINTMENT OF MR. NIMIT RAJESH GHATALIA (DIN: 07069841) AS EXECUTIVE DIRECTOR:**

The members appointed Mr. Nimit Rajesh Ghatalia (DIN: 07069841) as a Executive Director of the Company, by passing ordinary resolution with requisite majority.

**5. APPOINTMENT OF MRS. DAMAYANTIBEN PRANLAL GHATALIA (DIN: 05288741) AS EXECUTIVE DIRECTOR:**

The members appointed Mr. Damayantiben Pranlal Ghatalia (DIN: 05288741) as a Executive Director of the Company, by passing ordinary resolution with requisite majority.

**6. APPOINTMENT OF MR. CHETAN KIRITBHAI MEHTA (DIN: 01639366) AS NON-EXECUTIVE INDEPENDENT DIRECTOR:**

The members appointed Mr. Chetan Kiritbhai Mehta (DIN: 01639366) as a Non-Executive Independent Director of the Company, by passing ordinary resolution with requisite majority.

**7. APPOINTMENT OF MR. LALIT RADHA KRISHNA TULSIANI (DIN: 01652630) AS NON-EXECUTIVE INDEPENDENT DIRECTOR:**

The members appointed Mr. Lalit Radha Krishna Tulsiani (DIN: 01652630) as a Non-Executive Independent Director of the Company, by passing ordinary resolution with requisite majority.

**8. APPOINTMENT OF MR. ANIL MANDAL (DIN: 08291619) AS NON-EXECUTIVE INDEPENDENT DIRECTOR:**



The members appointed Mr. Anil Mandal (DIN: 08291619) as a Non-Executive Independent Director of the Company, by passing ordinary resolution with requisite majority.

**9. TO SHIFT THE REGISTERED OFFICE OF THE COMPANY FROM THE STATE OF WEST BENGAL TO THE STATE OF MAHARASHTRA.**

The members of the company hereby approved the proposed shifting of registered office of the company from the State of West Bengal to the State of Maharashtra, by passing special resolution with requisite majority.

Please take the same on your records and acknowledge the receipt.

Thanking you,

Yours faithfully,

**FOR WORTH INVESTMENT & TRADING CO. LTD**

  
**MIHIR RAJESH GHATALIA**  
**DIRECTOR**  
**DIN: 00581005**

