

# ADVANCE PETROCHEMICALS LTD.

(AN ISO-9001-2015 Company)

Regd. Office : 36,, Kothari Market,  
Opp. Hirabhai Market, Kankaria,  
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Email : info@advancepetro.com  
CIN - L23200GJ1985PLC008013



Proceedings of the 34th Annual General Meeting of the members of Advance Petrochemicals Limited held on Monday, September 30, 2019 at 04.00 p.m. at Plot No,167, Pirana Approach Village Piplej, Ahmedabad: 382405

As per notice dated 22<sup>nd</sup> August, 2019 the 34th Annual General Meeting of the members of Advance Petrochemicals Limited held on Monday, September 30, 2019 at 04.00 p.m. at Plot No,167, Pirana Approach Village Piplej, Ahmedabad: 382405

Mr. Arvind Goenka, - Chairman of the Company presided over the proceedings and welcomed the Members to the 34<sup>th</sup> AGM of the Company.

The Chairman informed that necessary quorum was present. The Chairman informed that the Chariman of the Audit Committee, Stakeholders Committee and Nomination and Remuneration Committee are present. Further Company Secretary and representative of Statutory Auditor were also present at the AGM.

The Chairman introduced the Board Members present on the dais to the Members of the Company and with the permission of the Members the notice being already circulated was read.

The Chairman then addressed the Members and gave an overview of the Financial Performance of the Company for the financial year ended 31<sup>st</sup> March, 2019 and its future outlook.

The Chairman informed the Members that pursuant to the provisions of Section 108 Companies Act, 2013 read with Rule 20 of Companies (Management and Administration) Rules, 2014 and amendments thereto and Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company had provided remote e-voting facility through Central Depository Services Limited (CDSL) to enable members of the company to cast/exercise their vote(s) electronically on agenda items specified in the Notice of 34<sup>th</sup>AGM. The remote e-voting period had commenced on 27th September, 2019 (9:00 am) and ended on 29th September, 2019 (5:00 pm). The members were informed that the facility for voting by way of polling papers was made available at the 34<sup>th</sup>AGM for the Members who had not cast their vote through remote e-voting.

Dr. ADVANCE PETROCHEMICALS LTD

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DIRECTOR





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The Chairman further informed that the Board of Directors had appointed Mr. Alkesh Jalan (ACS No: 15677), Proprietor of Jalan Alkesh & Associates, Practicing Company Secretaries, Ahmedabad, as the Scrutinizer for the purpose of scrutinizing the voting process (both Remote e-voting and voting process through polling papers at the AGM), for the resolutions included in the notice of the 34<sup>th</sup> AGM.

The Chairman then invited participation of the Members of the Company for discussing the Financial Statements for the financial year ended 31<sup>st</sup> March 2019 along with Auditors and Directors Report thereon.

Thereafter, several Members of the Company addressed the meeting, gave their suggestions and asked certain queries on the financial statements and operations of the company. The Chairman responded to all the queries to the satisfaction of the Members.

The Chairman thereafter proposed the following items as per the notice dated 22<sup>ND</sup> August, 2019.

## Ordinary Business

### Item No. 1 - Ordinary Resolution

1. To receive, consider and adopt the audited Financial Statement for the year ended on 31st March 2019 and the Reports of the Board of Directors and Auditors thereon.

“RESOLVED THAT, the audited financial Statement for the year ended on 31st March, 2019 comprising of Audited Balance Sheet, Statement of Income and Expenditure, Cash flow Statement together with the notes and annexures appended or attached thereto, together with the reports of Auditors and Directors thereon for the year ended on 31st March, 2019 be and is hereby approved and adopted”

### Item No. 2 - Ordinary Resolution

Jr. ADVANCE PETROCHEMICALS LTD

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DIRECTOR





2. To appoint a director in place of Mr. Arvind Goenka (DIN 00093200) who retires by rotation and being eligible offers himself for re appointment.

“RESOLVED THAT, pursuant to provision of Section 152 of the Companies Act, 2013 and of other applicable provisions of the Companies Act Mr. Arvind Goenka (DIN 00093200) who retires by rotation and being eligible offers himself for re appointment

Item No. 3 – Ordinary Resolution

3. To appoint a director in place of Mr. Shaileshsingh Rajput (DIN 00176962) who retires by rotation and being eligible offers himself for re appointment.

“RESOLVED THAT, pursuant to provision of Section 152 of the Companies Act, 2013 and of other applicable provisions of the Companies Act Mr. Shaileshsingh Rajput ( DIN 00176962) who retires by rotation and being eligible offers himself for re appointment

Special Business

Item No. 4 – Ordinary Resolution

4. To consider and if thought fit to pass with or without modification the following resolution as an Ordinary Resolution:

“RESOLVED THAT, pursuant to the provision of Section 161 of the Companies Act, 2013 and other applicable provision, if any, of the Companies Act, 2013 and of rules made there under, Mr. Mohmmadhanif Sherkahan Nagori who was appointed as an additional director by the Board of Directors of the Company with effect from 24th June, 2019 and in respect of whom a notice has been received in writing from a member of the Company signifying his intention to propose him as a independent director of the Company, be and is hereby appointed as a independent director for a period of five years upto 23rd June, 2024

“RESOLVED FURTHER THAT, independent director shall not liable to retire by rotation”

Item No. 5 – Special Resolution:

5. To consider and if thought fit to pass with or without modification the following resolution as an Special resolution:

“RESOLVED THAT pursuant to the provisions of Sections 149, 152 and other applicable provisions, if any, of the Act and the Companies (Appointment and Qualifications of Directors) Rules, 2014, read with Schedule IV to the Act, as amended from time to time, Shri Nirish J. Parikh (DIN 03506494), who was

Jr. ADVANCE PETROCHEMICALS LTD

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DIRECTOR



appointed as an Independent Director and who holds office as an Independent Director upto March 31, 2019 and being eligible, be and is hereby re-appointed as an Independent Director of the Company, not liable to retire by rotation and to hold office for a Second term of 5 (Five) Consecutive years, i.e. up to March, 2024”

The Chairman then ordered for the Poll on all the agenda items as stated in Notice of 34<sup>th</sup> AGM and requested the members to cast their vote on each of the agenda items by putting a tick mark in the column of 'Assent' or 'Dissent', as the case may be, sign the polling paper and to drop it in the Polling Box.

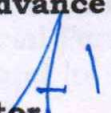
He, then, requested Mr. Alkesh Janan, Scrutinizer for an orderly conduct of voting. The scrutinizer demonstrated the empty Polling box to the Members and locked and sealed it in the presence of the Members of the Company.

The chairman announced that the scrutinizer will submit the consolidated report on the remote e-voting and poll paper to the company. As soon as the said report is received by the company, it will be conveyed to the stock exchanges, CDSL and also displayed on the website of the Company.

Subject to receipt of requisite number of votes, the resolution shall be deemed to be passed on the date of this meeting i.e. 30<sup>th</sup> September, 2019.

The Chairman thanked all the Members for their presence and support and after that 34<sup>th</sup> AGM stood closed. The meeting concluded at 4.30 p.m.

**For Advance Petrochemicals Limited**

  
**Director**  
**Arvind Goenka**

**Date: 30<sup>th</sup> September, 2019**