

SASTASUNDAR VENTURES LIMITED

(Formerly Microsec Financial Services Limited)

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CIN: L65993WB1989PLC047002

Date: 25/10/2019

To
The General Manager
Department of Corporate Services
BSE Limited
Phiroze Jeejeebhoy Tower
Dalal Street, Mumbai – 400 001

Manager - Listing
Listing Department
National Stock Exchange of India Limited
Exchange Plaza, Bandra Kurla Complex,
Mumbai – 400 051

Sub: Minutes of the 30th Annual General Meeting held on 30th September, 2019

Ref: Scrip Code at BSE: 533259 and NSE: SASTASUNDR

Dear Sir/ Madam,

We refer to our letter dated 1st October, 2019 with which we had furnished the details of the voting results at the Annual General Meeting held on 30th September, 2019.

We enclose herewith a copy of the minutes of the proceeding of the said Annual General Meeting.

Kindly take note the above on record and acknowledge the receipt of the same.

Thanking you,
Yours faithfully,

For Sastasundar Ventures Limited



Biplab Kumar Mani
Company Secretary and Compliance Officer



Encl: Minutes of the 30th Annual General Meeting



MINUTES OF THE THIRTIETH ANNUAL GENERAL MEETING OF SASTASUNDAR VENTURES LIMITED HELD AT "CHILDREN'S LITTLE THEATRE (CLT) - ABAN MAHAL", P-6, GARIAHAT ROAD (SOUTH), KOLKATA - 700029 ON MONDAY, THE 30TH DAY OF SEPTEMBER, 2019 WHICH COMMENCED AT 10.30 AM AND CONCLUDED AT 11.50 AM

Directors Present:

Mr. Banwari Lal Mittal	Chairman & Managing Director - (also a Member)
Mr. Ravi Kant Sharma	Non-Executive Director - (also a Member)
Mr. Parimal Kumar Chattaraj	Independent Director & Chairman of the Audit Committee, Stakeholders Relationship Committee and Nomination & Remuneration Committee
Mrs. Abha Mittal	Non-Executive Director - (also a Member)

Members Present:

Members Present in Person including representative - 363 (Number of shares represented - 24995077)

Proxies present - 32 (Number of shares represented - 59)

In attendance:

Mrs. Manisha Sethia	Chief Financial Officer
Mr. Biplab Kumar Mani	Company Secretary

By Invitation:

Mr. Prabhat Agarwal	Representative of M/s Singhi & Co. Chartered Accountants, Statutory Auditor
Ms. Neha Somani	Secretarial Auditor, Partner of M/s MKB & Associates
Mr. Raj Kumar Banthia	Scrutinizer, Partner of M/s MKB & Associates

Pursuant to Article 90 of Articles of Association of the Company, Mr. B L Mittal, Chairman took the Chair.

Mr. B L Mittal, Chairman of the Board of Director of the Company, chaired the 30th AGM. He introduced his co-directors on the dias, as the requisite quorum was present, the Chairman declared the AGM open. The total 395 Members attended the AGM either in person or through proxy. The Chairman informed that Mr. Rajeev Goenka and Mr. Bimal Kumar Patwari could not attend the meeting as they were pre-occupied and have expressed their inability to attend the meeting. The Chairman informed the Shareholders present that the Register of Directors' and Key Managerial Personnel and their Shareholding maintained u/s 170 of the Companies Act, 2013, Register of Contracts or arrangements in which Directors are interested maintained u/s 189 of the Companies Act, 2013 and other statutory register(s)/records was available at the meeting venue and the same will remain open and accessible for inspection by the Shareholders during the continuance of the meeting.

Thereafter, the Chairman addressed the members. He pointed out the achievements made by the Company since the last Annual General Meeting. The Chairman further informed that Mitsubishi Corporation, Japan has subscribed equity shares of Sastasundar Healthbuddy Limited, a subsidiary Company and has invested Rs. 100 Crores (One Hundred Crores). He explained the growth of the Company. He also explained about the industry outlook.

The Chairman then informed the members present that in compliance with provisions of Section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended and Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company had extended e-voting facility to the Members of the Company in respect of business transacted at the 30th AGM through remote e-voting and voting at the AGM through Poll by using polling paper. The remote e-

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For SASTASUNDAR VENTURES LIMITED

Biplab K Mani
Company Secretary

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voting was open from Friday, the 27th September, 2019 at 9:00 A.M. till Sunday, the 29th September, 2019 at 5:00 P.M.

The notice convening the AGM was taken as read with the permission of the members present. The Auditors Report was not required to be read as there were no qualification in Auditor's Report.

The Chairman thereafter read the resolutions as set forth in the Notice, its objectives and implications and stated that the resolutions would be put to vote by ballot at the end of the Meeting. Thereafter with the consent of the members, the following resolutions, one after the other were taken up and proposed and seconded.

Ordinary Business:

1 Consider and adopt the Audited Financial Statements (including Consolidated Financial Statements) of the Company for the financial year ended 31st March, 2019 together with Report of the Board of Directors and Auditors thereon.

Ordinary Resolution:

"RESOLVED that the Audited Financial Statements of the Company for the financial year ended 31st March, 2019 (including the Consolidated Audited Financial Statements) together with the Reports of the Board of Directors' and Auditors' thereon be and are hereby approved and adopted."

Proposed by: Mr. Deb Kumar Bhattacharyya
Seconded by : Mr. Debabrata Mukherjee

The Chairman then invited the members present to share their views, comment and raise questions, if any, on the accounts & Reports of the Company. The members present at the meeting raised queries on the Balance Sheet as on 31st March, 2019, the Statement of Profit and Loss for the Financial Year ended 31st March, 2019 and the future plans of the Company.

The Chairman replied all the queries raised by the members to their satisfaction and thanked the members for their keen interest in the affairs of the Company and acknowledged their suggestion / advice.

2 Re-Appointment of Mr. Ravi Kant Sharma (DIN: 00364066), who retires by rotation and being eligible, offers himself for re-appointment

Ordinary Resolution:

"RESOLVED that Mr. Ravi Kant Sharma (holding DIN 00364066), who retires by rotation at this meeting and being eligible for re-appointment, be and is hereby re-appointed as a director of the Company."

Proposed by : Mr. Debashish Rit
Seconded by : Mr. Debabrata Mukherjee

Special Business:

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3 Appointment of Mr. Bimal Kumar Patwari as an Independent Non-Executive Director

Ordinary Resolution :

For SASTASUNDAR VENTURES LIMITED

Debabrata K. Mani

Company Secretary



	<p>"RESOLVED THAT pursuant to the provisions of Sections 149 and 152 read with Schedule IV and other applicable provisions, if any, of the Companies Act, 2013 ("the Act") and the Companies (Appointment and Qualification of Directors) Rules, 2014 and the applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), Mr. Bimal Kumar Patwari (DIN: 00552793), who meets the criteria for independence as provided in Section 149(6) of the Act and in respect of whom the Company has received a notice in writing under Section 160 of the Act from a member proposing his candidature for the office of Director, be and is hereby appointed as an Independent Director of the Company, not liable to retire by rotation and to hold office from 24th July, 2019 upto the conclusion of the 33rd Annual General Meeting of the Company."</p> <p>Proposed by: Mr. Deb Kumar Bhattacharyya Seconded by: Mr. Debabrata Mukherjee</p>
4	<p>Re-appointment of Mr. Rajeev Goenka as an Independent Non-Executive Director</p> <p>Special Resolution :</p> <p>"RESOLVED THAT pursuant to the provisions of Sections 149, 150, 152 and any other applicable provisions of the Companies Act, 2013 ("Act") and the Companies (Appointment and Qualification of Directors) Rules, 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force) read with Schedule IV to the Act and Regulation 16(1)(b) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, Mr. Rajeev Goenka (DIN: 03472302), Independent Non-Executive Director of the Company who has submitted a declaration that he meets the criteria for independence as provided in Section 149(6) of the Act and who is eligible for reappointment, be and is hereby re-appointed as an Independent Non-Executive Director of the Company for the second term to hold office from 26th May, 2020 upto the conclusion of 32nd Annual General Meeting of the Company."</p> <p>Proposed by: Mr. Deb Kumar Bhattacharyya Seconded by: Mr. Debashish Rit</p>
5.	<p>Approval for continuation of Directorship of Mr. Parimal Kumar Chattaraj, in terms of Regulation 17(1A) of SEBI (LODR) Regulation, 2015 for the remaining period of his existing term of directorship as Independent Director</p> <p>Special Resolution :</p> <p>"RESOLVED THAT pursuant to the provisions of Regulation 17(1A) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 as amended and other applicable provisions if any, consent of members of the Company be and is hereby accorded for continuation of Directorship of Mr. Parimal Kumar Chattaraj (DIN: 00893963) who was reappointed as Independent Director of the Company for a period of 5 years (w.e.f. 1st April, 2019 to 31st March, 2024) at the 29th Annual General Meeting of the Company held on August 14, 2018 by way of special resolutions for the remaining period of his existing term of Directorship as Independent Director of the Company.</p> <p>RESOLVED FURTHER THAT Board of Directors of the Company be and is hereby authorized to do all such acts, deeds and things as may be deemed proper and expedient to give effect to this Resolution."</p> <p>Proposed by : Mr. Debashish Rit Seconded by : Mr. Deb Kumar Bhattacharyya</p>

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For SASTASUNDAR VENTURES LIMITED

Debabrata Mukherjee

Company Secretary,

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The Chairman then informed the members present that the members who could not avail the facility of remote e-voting can cast their vote through Ballot papers and announced the poll be taken. The Chairman then requested Mr. Raj Kumar Banthia, Scrutinizer Partner of M/s MKB & Associates to take charge of the voting and submit his consolidated Report on E-voting & voting through ballot papers at this meeting within the stipulated time.

The Chairman announced that the result of voting alongwith Scrutinizer's Report would be placed on the website of the Company and CDSL and also intimated to BSE and NSE and displayed in the notice Board of the Company at its registered office and corporate office.

Thereafter Mr. Raj Kumar Banthia, Scrutinizer and their representatives distributed the ballot papers to the members/ proxies present at the AGM. One empty ballot box was shown to the members and was locked and sealed by the scrutinizer before the commencement of Poll.

Thereafter, the meeting was declared as concluded by the Chairman.

Vote of Thanks

There being no other business left to transact, the meeting concluded with a vote of thanks to the Chair proposed by Mr. Biplab Kumar Mani, Company Secretary.

After the members have cast their votes and put the ballot papers into the ballot box, the ballot box were handed over to the scrutinizer for furnishing the consolidated report.

The Consolidated voting results was declared on 1st October, 2019 forms part of this minutes and is enclosed as Annexure- A.

Place: Kolkata
Date: 24-10-2019

CHAIRMAN

For SASTASUNDAR VENTURES LIMITED

Company Secretary

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Annexure-A


A brief summary of the voting results (remote e-voting and poll) of all the resolutions in respect of all items of business as contained in the notice of the AGM dated 22nd August, 2019 as per the Scrutinizer's Report is as follows:

	Number of votes (shares) cast through Remote E-voting (1)	Number of Votes (shares) cast on Poll at the meeting (2)	Total (1)+(2)=(3)	% of total number of valid votes cast
ORDINARY BUSINESS				
Item No. 1 as an Ordinary Resolution: Consider and adopt the Audited Financial Statement (both Standalone and Consolidated), Reports of the Board of Directors and Auditors for the year ended 31st March, 2019				
(1) Voted in favour of the resolution	26024542	253	26024795	99.9998
(2) Voted against the resolution	54	0	54	0.0002
Total	26024596	253	26024849	100
(3) Invalid votes:	0	0	0	--
Item No. 2 as an Ordinary Resolution: Re-appointment of Mr. Ravi Kant Sharma (DIN: 00364066), Director, who retires by rotation				
(1) Voted in favour of the resolution	26024542	253	26024795	99.9998
(2) Voted against the resolution	54	0	54	0.0002
Total	26024596	253	26024849	100
(3) Invalid votes:	0	0	0	--
SPECIAL BUSINESS				
Item No.3 as an Ordinary Resolution: Appointment of Mr. Bimal Kumar Patwari (DIN: 00552793) as an Independent Non-Executive Director				
(1) Voted in favour of the resolution	26024542	253	26024795	99.9998
(2) Voted against the resolution	54	0	54	0.0002
Total	26024596	253	26024849	100
(3) Invalid votes:	0	0	0	--

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Item No.4 as a Special Resolution: Re-appointment of Mr. Rajeev Goenka (DIN: 03472302) as an Independent Non-Executive Director

For SASTASUNDAR VENTURES LIMITED



Company Secretary

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(1) Voted in favour of the resolution	26024542	253	26024795	99.9998
(2) Voted against the resolution	54	0	54	0.0002
Total	26024596	253	26024849	100
(B) Invalid votes:	0	0	0	--
Item No.5 as a Special Resolution: Continuation of Directorship of Mr. Parimal Kumar Chattaraj (DIN: 00893963), in terms of Regulation 17(1A) of SEBI (LODR) Reg, 2015 for the remaining period of his existing term of directorship as an Independent Director				
(1) Voted in favour of the resolution	26024532	253	26024785	99.9998
(2) Voted against the resolution	64	0	64	0.0002
Total	26024596	253	26024849	100
(3) Invalid votes:	0	0	0	--

For SASTASUNDAR VENTURES LIMITED
Rajesh K. Mawri
 Company Secretary

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