



Shree Rama Multi-Tech Limited

An ISO 9001 : 2015 Certified Company



REGD OFFICE: 301, CORPORATE HOUSE, OPP: TORRENT HOUSE, INCOME TAX, AHMEDABAD-380009.
TELE: (079) 27546800, 27546900. **EMAIL:** cslegal@srmtl.com, **WEBSITE:** www.srmtl.com, **CIN NO:** L25200GJ1993PLC020880

By E-filing

Date: 14th October, 2019

To,
General Manager Listing
BSE Limited
Floor 25, P J Towers,
Dalal Street, Fort,
Mumbai – 400 001

To,
General Manager Listing
National Stock Exchange of India Limited
Exchange Plaza, C-1, Block-G,
Bandra Kurla Complex, Bandra (E)
Mumbai – 400 051

Script Code: 532310

Script Code: SHREERAMA

Sub.: Submission of Minutes of the Annual General Meeting of the Company

Dear Sir/Madam,

We submit herewith the Minutes of the 25th Annual General Meeting of the members of the Company held on Wednesday, 25th September, 2019 at 10:30 A.M. at ATMA Conference Hall, Ahmedabad Textile Mills Association, Ashram Road, Ahmedabad – 380009.

We request you to take the above on your record.

Thanking You

Yours faithfully,

For, **Shree Rama Multi-Tech Limited**

(Purvang Trivedi)

Company Secretary & Compliance Officer

Encl.: a/a

SHREE RAMA MULTI-TECH LIMITED

MINUTES OF THE MEETING OF ANNUAL GENERAL MEETING

SR. NO.	: 01/19-20
DAY	: WEDNESDAY
DATE	: 25 TH SEPTEMBER, 2019
VENUE	: ATMA CONFERENACE HALL, AHMEDABAD TEXTILE MILLS ASSOCIATION, ASHRAM ROAD, AHMEDABAD
TIME OF COMMENCEMENT	: 10:30 A.M.
TIME OF CONCLUSION	: 10:44 A.M.
DATE OF ENTRY IN MINUTES BOOK	: 10 TH OCTOBER, 2019

The following were present in person in the meeting:

DIRECTORS PRESENT:

Shri Shailesh K. Desai	: Chairman & Managing Director
Shri Pathik C. Shah	: Independent Director
Shri Mittal K. Patel	: Director

IN ATTENDANCE:

Shri Krunal Shah	: Chief Financial Officer
Mr. Purvang Trivedi	: Company Secretary & Compliance Officer
Shri Chirag Shah	: Scrutinizer

INVITEES:

Shri Arpit Shah	: Statutory Auditor
Shri Chirag Shah	: Secretarial Auditor

Shri Arpit Shah, Partner of M/s Chandulal M. Shah & Co., Chartered Accountants, Ahmedabad, the Statutory Auditor of the Company and Shri Chirag Shah, Partner of M/s Chirag Shah & Associates, Practicing Company Secretaries, the Secretarial Auditors of the Company were also present.

The Directors present at the Meeting elected Shri Shailesh K. Desai as the Chairman for the Twenty-Fifth Annual General Meeting. Shri Shailesh K. Desai thereafter took the Chair and welcomed the members present at the meeting.

It was announced by the Chairman that as per the Attendance Register, total 54 members were present, out of which, 44 members present in person including 3 members through corporate representatives and 7 members through proxy representing total 271 equity shares were present at meeting. Since the requisite quorum was present, the Chairman then declared the meeting in order and commenced the proceedings of the Meeting.



The Register of Directors and KMP and their Shareholding, Register of Members, Proxy Register along with proxies, Minutes of General Meetings, Auditor's Report, Secretarial Audit Report and other Statutory Registers were kept open for the inspection by the members. All material documents referred to in the Explanatory Statement of the Notice convening the Twenty-Fifth Annual General Meeting were also available for inspection by members.

He further informed that the Chairman of Committees of Board of Directors were also present at the Meeting.

The Notice convening the 25th Annual General Meeting as circulated to all the members of the Company were taken as read with the consent of all members present at the meeting.

The Chairman thereafter read the Auditors' Report and the qualifications/ observations of Statutory Auditors and Secretarial Auditors as per their respective reports. The Chairman drawn the attention of the Members regarding the comments/ explanations given by the Board on the qualifications/ observations of Statutory Auditors and Secretarial Auditors respectively and the same were taken as read with the consent of all members present at the meeting.

The Chairman then delivered his speech and briefed about the overall financial performance of the Company and explained the future plans of the Company. Thereafter the Chairman invited the questions/ queries, if any, as regard to Audited Financial Statements and other agenda items as set out in the Notice of 25th AGM from the members. There were no questions/ queries of the members present at the meeting.

The Chairman thereafter informed that as per 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 SEBI (LODR) Regulations, 2015, the Company had provided e-voting facilities to all members to vote on the resolutions through e-voting system and informed further that those members, who have not exercised e-voting facilities, could vote physically at the meeting. The members were also informed that no related parties shall vote to approve the resolution set out in item no. 4 of Notice of AGM or if voted in favour, then their voting shall not be counted for the purpose of passing of the said resolution, irrespective of whether the entity is a party to the transaction or not.



He further informed that ballot papers were given to the members at the time of registering their Attendance and then they can cast their votes by dropping their ballot papers in the ballot box kept on the table near the stage. The Chairman drawn the attention of the Members regarding exercise of their voting rights by ballot paper only if they have not voted electronically, otherwise their vote would not be considered as a valid vote.

He explained the procedure for exercising the votes by the members through poll process. The Chairman also stated that pursuant to the provisions of Section 109 of the Companies Act, 2013, Mr. Chirag Shah, Proprietor of M/s Chirag Shah & Associates, Practicing Company Secretaries was appointed as Scrutinizer to conduct the poll process in a fair and transparent manner, to scrutinize the poll papers and submit his report.

The Chairman thereafter ordered the poll on all Resolutions for the Ordinary and Special Businesses as set out in the Notice of 25th AGM and requested the members and proxy holders present and entitled, to vote through poll.

The Chairman further informed the members that the voting results shall be placed on the website of the Company i.e. www.srmtl.com as well as on the website of Registrar and Share Transfer Agent within 48 hours of conclusion of the meeting and shall also be communicated to the BSE Limited and the National Stock Exchange of India Limited.

Then after Chairman handed over the process of poll to Shri Chirag Shah, Scrutinizer appointed for the same and requested him to submit his report on poll process. The Chairman stated that the meeting would stand concluded after completion of voting by members and proxies.

Thanking the members for their participation, the Chairman then announced formal closure of the 25th Annual General Meeting of the Company.

Conduct of Poll

Shri Chirag Shah, Scrutinizer conducted the poll and after ensuring that all members and proxy holders participating in the poll had cast their votes, the Scrutinizer closed the poll at around 10:44 a.m. The Scrutinizer then took the custody of ballot boxes.



Result of the Electronic Voting and Poll on the resolutions set out in the Notice of 25th AGM of the Company:

All the resolutions as set out in the Notice of 25th AGM of the Company, duly approved by the members with requisite majority, are recorded hereunder as part of the proceedings of 25th AGM of the members held on 25th September, 2019:

ORDINARY BUSINESS:

Resolution No.: 1 Consideration and adoption of the Audited Financial Statements for the Financial Year ended 31st March, 2019 and the Reports of Board of Directors and Auditors thereon

The following resolution was passed as an Ordinary Resolution:

“**RESOLVED THAT** the Audited Financial Statements as at 31st March, 2019 together with all annexures and attachments thereto including Reports of the Board of Directors and the Auditors thereon for the Financial Year ended as on 31st March, 2019 as circulated to the members be and are hereby approved and adopted.”

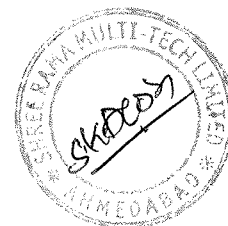
Voting of Resolution:

Particulars	No. of Votes in favor of the resolution	No. of Votes against the resolution	% of Votes in favor of the resolution of the total no. of valid votes casted	No. of Invalid Votes/ abstained from voting
E-voting	33306340	125	100.00	0
Voting by Poll	962365	0	100.00	10
Total	34268705	125	100.00	10

Resolution No.: 2 Re-appointment of Shri Shailesh K. Desai (DIN: 01783891) as Director, who retires by rotation

The following resolution was passed as an Ordinary Resolution:

“**RESOLVED THAT** Shri Shailesh K. Desai (DIN: 01783891), Director of the Company, who retires by rotation at this Annual General Meeting and being eligible, offers himself for re-appointment, be and is hereby re-appointed as Director of the Company.”



Voting of Resolution:

Particulars	No. of Votes in favour of the resolution	No. of Votes against the resolution	% of Votes in favour of the resolution of the total no. of valid votes casted	No. of Invalid Votes/ abstained from voting
E-voting	33306340	125	100.00	0
Voting by Poll	962365	0	100.00	10
Total	34268705	125	100.00	10

SPECIAL BUSINESS:

Resolution No.: 3 Re-appointment of Shri Pathik C. Shah (DIN:00076715) as Independent Director of the Company

The following resolution was passed as a Special Resolution:

“**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”), 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), Shri Pathik C. Shah (DIN:00076715) be and is hereby re-appointed as an Independent Director of the Company w.e.f. April 1, 2019, not liable to retire by rotation and to hold office for a second term of 5 (five) consecutive years on the Board of the Company i.e. up to March 31, 2024 (both days inclusive).”

Voting of Resolution:

Particulars	No. of Votes in favour of the Resolution	No. of Votes against the resolution	% of Votes in favour of the resolution of the total no. of valid votes casted	No. of Invalid Votes/abstained from voting
E-voting	33306340	125	100.00	0
Voting by Poll	962365	0	100.00	10
Total	34268705	125	100.00	10



Resolution No.: 4 Approval of Material Related Party Transaction(s)

The following resolution was passed as an Ordinary Resolution:

“RESOLVED THAT pursuant to the provisions of Regulation 23 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“LODR”) (including any statutory modification(s) or re-enactment(s) thereof for the time being in force), and the Memorandum and Articles of Association of the Company and such other provisions of law as may be applicable, the consent of the Members of the Company be and is hereby accorded to the Board of Directors (hereinafter referred as the “Board”, which term shall be deemed to include the Board and/or any Committee of the Board duly constituted) for the Material Related Party Transaction(s) entered and/or to be entered into by the Company with Nirma Chemical Works Private Limited, Promoter of the Company, as per the details set out in the explanatory statement annexed to this Notice, on such terms and conditions as agreed/ maybe agreed to by the Board, provided that the transactions so entered into shall at all times be on arm’s length basis and in the ordinary course of the Company’s business;

RESOLVED FURTHER THAT all actions taken by the Board in connection with any matter referred or contemplated herein be and are hereby ratified, approved and confirmed in all respects;

RESOLVED FURTHER THAT the consent of the members of the Company be and is hereby accorded to the Board, to finalise, settle and execute such documents, deeds, writings, agreements, undertakings, papers as may be required and to do all such acts, deeds and things including delegation of such authority as may be deemed necessary to give effect to this resolution and to resolve any question, difficulty or doubt that may arise in relation thereto or otherwise considered by the Board to be in the best interest of the Company.”

Voting of Resolution:

Particulars	No. of Votes in favour of the Resolution	No. of Votes against the resolution	% of Votes in favour of the resolution of the total no. of valid votes casted	No. of Invalid Votes/abstained from voting
E-voting	6324039	125	100.00	26982301
Voting by Poll	962365	0	100.00	10
Total	7286404	125	100.00	26982311



Resolution No.: 5 Ratification of remuneration to be payable to Cost Auditors of the Company

The following resolution was passed as an Ordinary Resolution:

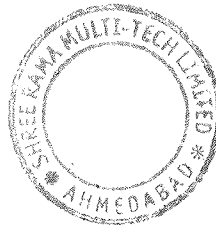
“**RESOLVED THAT** pursuant to the provisions of Section 148 and other applicable provisions, if any, of the Companies Act, 2013 read with the Companies (Audit and Auditors) Rules, 2014 (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), the remuneration as set out in the explanatory statement annexed to the Notice convening this Meeting, to be paid to M/s Maulin Shah & Associates (FRN: 101527), Cost Accountants appointed by the Board of Directors of the Company, to conduct the audit of cost records of the Company for the Financial Year 2019-20, be and is hereby ratified and confirmed.”

Voting of Resolution:

Particulars	No. of Votes in favour of the Resolution	No. of Votes against the resolution	% of Votes in favour of the resolution of the total no. of valid votes casted	No. of Invalid Votes/abstained from voting
E-voting	33306340	125	100.00	0
Voting by Poll	962365	0	100.00	10
Total	34268705	125	100.00	10

Place: Moti-Bhoyan

Date: 10/10/2019



[Handwritten Signature]
CHAIRMAN