

To, Corporate Relationship Department, BSE Limited, P.J Towers, Dalal Street, Fort, Mumbai- 400 001	To, National Stock Exchange of India Ltd. Exchange Plaza, C-1, Block- G, Bandra- Mumbai- 400 051
Company Code- 540824	Company Code- ASTRON

Sub: Minutes of 10th Annual General Meeting held on 28th September, 2020 at 11.00 a.m through Video Conferencing / Other Audio Visual Means (VC/OAVM).

Dear Sir / Madam,

Pursuant to Regulation 30 of SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015, we hereby enclosed Minutes of the 10th Annual General Meeting held on 28th September, 2020 at 11.00 a.m through Video Conferencing / Other Audio Visual Means (VC/OAVM).

Kindly take it on your record.

For, Astron Paper & Board Mill Limited



Uttam Patel
Company Secretary & Compliance Officer

Encl: as above

MINUTES OF THE PROCEEDING OF THE 10TH ANNUAL GENERAL MEETING OF THE MEMBERS OF ASTRON PAPER & BOARD MILL LIMITED HELD ON MONDAY, 28TH SEPTEMBER, 2020 AT 11:00 A.M. THROUGH VIDEO CONFERENCING / OTHER AUDIO VISUAL MEANS (VC/OAVM).

The Following were present through Video Conference:

Directors:

- | | | |
|---------------------------|---|---|
| 1) Shri Kirit G. Patel | - | Chairman & Managing Director |
| 2) Shri Ramakant K. Patel | - | Whole Time Director |
| 3) Shri Sudhir Maheshwari | - | Independent Director
(Chairman of Audit Committee) |
| 4) Ms. Chaitali B. Parikh | - | Independent Director
(Chairperson of Stakeholder Relationship Committee) |
| 5) Shri Dhinen Parikh | - | Independent Director |

Key Managerial Personnel:

- | | | |
|------------------------|---|--|
| 6) Shri Parth Patel | - | Chief Financial Officer |
| 7) Shri Uttam N. Patel | - | Company Secretary & Compliance Officer |

Auditors:

- | | | |
|----------------------|---|--|
| 8) Shri S.N Shah | - | Partner of M/s. S.N Shah & Associates,
Chartered Accountants, Statutory Auditors. |
| 9) Shri Pinakin Shah | - | Proprietor of M/s. Pinakin Shah & Co.,
Practicing Company Secretaries.
Secretarial Auditors and Scrutinizer. |
| 10) Kishan Kanani | - | Partner of M/s. SNDK & Associates, LLP,
Chartered Accountants, Internal Auditors. |

Note : Shri Kanu Patel, Director, Shri Karshanbhai Patel, Director, and Shri Yogesh Patel, Independent Director (Chairman of Nomination and Remuneration Committee) were not present due to unavoidable circumstances and due to technical glitch.


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1. MEMBERS :

Total 34 members were present through video conferencing in the 10th Annual General Meeting.

2. WELCOME:

Shri Uttam Patel, Company Secretary welcomed all present members and introduced all directors, Statutory Auditors, Secretarial Auditors and Internal Auditors.

3. CHAIRMAN:

Shri Kirit Patel, Chairman and Managing Director of the Company occupied the Chair and extended a warm welcome to the members at the 10th Annual General Meeting of the Company.

4. QUORUM:

Shri Uttam Patel, Company Secretary informed that 34 members were present by way of video conferencing and after ascertaining that requisite quorum was present and the meeting having been validly constituted, the Chairman called the meeting to order. Thereafter, the proceedings of the meeting were commenced.

5. STATUTORY REGISTERS:

Shri Uttam Patel, Company Secretary informed the members that documents which are statutorily required to be kept open were available electronically for inspection by the members during the continuance of the meeting.

6. NOTICE CONVENING THE 10TH ANNUAL GENERAL MEETING:

With the permission of the members present at the Meeting, the Notice dated 11th August, 2020 convening 10th Annual General Meeting of the Company, as circulated to the members by sending emails to their respective registered email id on 04th September, 2020 was taken as read.

7. AUDITOR'S REPORT:

As the Audit Report, did not contain any qualifications/adverse remarks it was not read at the meeting, and with permission of members, it was taken as read. However for

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qualifications remark of Secretarial Auditors, concern clarifications have been provided in Board Report.

8. REMOTE E -VOTING & E-VOTING AT THE AGM:

Shri Uttam Patel, Company Secretary, on behalf of the Chairman, provided general instructions to the members regarding Evoting and also informed the members that the remote e-voting period which had commenced on Friday, 25th September, 2020 at 10.00 a.m. ended on Sunday, 27th September, 2020 at 5.00 p.m. The Company had provided a facility to the members to cast their votes electronically, on all resolutions set forth in the Notice convening the 10th AGM of the Company. Members who had not cast their votes through remote e-voting platform (provided by the CDSL) were provided with an opportunity to cast their votes, electronically during the AGM on all three resolutions.

9. CHAIRMAN'S SPEECH:

Shri Kirit Patel, Chairman and Managing Director delivered his speech by giving the overall review of the operation of the Company, its achievements during the year and future prospects and concluded the speech by thanking the members, Board members, Customers, Suppliers, Other stakeholders.

10. SCRUTINISER:

Shri Uttam Patel, Company Secretary, on behalf of Chairman informed that after obtaining the consolidated result of remote e-voting and e-voting conducted at the AGM, it will be intimated to Stock Exchanges separately and will be uploaded on the website of the company.

Shri Pinakin Shah, Proprietor of M/s. Pinakin Shah & Co., Company Secretaries, having Membership No. 2562 and Certificate of Practice No. 2932 had been appointed as a Scrutiniser to conduct the process of remote e-voting and e-voting conducted at the AGM in a fair and transparent manner and scrutinize the vote casted by the members and submit his report.

Thereafter, the following businesses were taken up for consideration and approval of the members:

ORDINARY BUSINESS:

ITEM NO. 1 (ORDINARY RESOLUTION)

To receive, consider and adopt:

- a) the audited Standalone Financial Statements of the Company for the financial year ended on 31st March, 2020, together with the Reports of the Board of Directors and Auditors thereon; and
- b) the audited Consolidated Financial Statements of the Company for the financial year ended on 31st March, 2020 and the Report of the Auditors thereon.

ITEM NO. 2 (ORDINARY RESOLUTION)

To consider appointment of a Director in place of Shri Karshanbhai Patel (DIN: 00048167) who retires by rotation and being eligible, offers himself for reappointment.

SPECIAL BUSINESS:

ITEM NO. 3 (SPECIAL RESOLUTION)

To re-appoint Ms. Chaitali Parikh (DIN: 07189130) as an Independent Woman Director of the Company and in this regard to consider and if thought fit, to pass, with or without modification (s), the following resolution as a Special Resolution

RESOLVED THAT pursuant to the provisions of Sections 149, 152 and any other applicable provisions of the Companies Act, 2013 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 of the Companies Act, 2013 and Regulation 16 and 25 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the consent of the members of the Company, be and are hereby accorded for the re-appointment of Ms. Chaitali Parikh (DIN: 07189130) (Registration No: 06AAABI0159A1ZC Independent Director's Data Bank) as an Independent Woman Director of the Company, to hold office for the Second Term for a period of 5 (Five) consecutive years effective from the conclusion this Annual General

Meeting till the conclusion of the 15th Annual General Meeting of the Company to be held in the Calendar year 2025 or up to 25th September, 2025, whichever is earlier.

11. RESULTS OF THE REMOTE E-VOTING AND E-VOTING AT THE AGM:

RESULTS OF THE REMOTE E-VOTING AND E-VOTING AT THE AGM ON THE ORDINARY AND SPECIAL BUSINESSES AS SET OUT IN ITEM NO. 1 TO 3 OF THE NOTICE CONVENING 10TH AGM OF THE COMPANY HELD ON 28TH SEPTEMBER, 2020.

On the basis of the Consolidated Scrutinizer's Report dated 29th September, 2020, the summary of which is mentioned as under. The Chairman announced the results of voting on 29th September, 2020 that all the businesses as set out in the Item No 1 to 3 in the Notice of the 10th AGM of the Company have been duly passed with requisite majority.

Sr. No.	Type of Resolution Ordinary / Special	Particulars	Votes in Favour of the Resolution		Votes against the Resolution		Result
			Nos.	% of Votes in Favour	Nos.	% of Vots in Against	
1.	Ordinary	To receive, consider and adopt the audited Standalone and Consolidated Financial Statements of the Company for the financial year ended on 31st March, 2020, together with	21923196	100	NIL	NIL	Passed with requisite majority

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		the Reports of the Board of Directors and Auditor thereon.					
2.	Ordinary	To appoint a Director in place of Shri Karshanbhai Patel (DIN: 00048167), who retires by rotation in terms of Section 152 (6) of the Companies Act, 2013 and being eligible, offers himself for reappointment.	18348196	100	NIL	NIL	Passed with requisite majority
3.	Special	To re-appoint Ms. Chaitali Parikh (DIN: 07189130) as an Independent Woman Director of the Company	21923196	100	NIL	NIL	Passed with requisite majority

The resolutions for the Ordinary and Special businesses as set out in Item Nos. 1 to 3 of the Notice of the 10th Annual General Meeting duly approved by the members were recorded as part of the proceeding of the 10th Annual General Meeting held on Monday, 28th September, 2020.

13. VOTE OF THANKS:

The meeting was concluded at 11:10 A.M. with vote of thanks to the Chair.


Shri Kirit Patel

Chairman

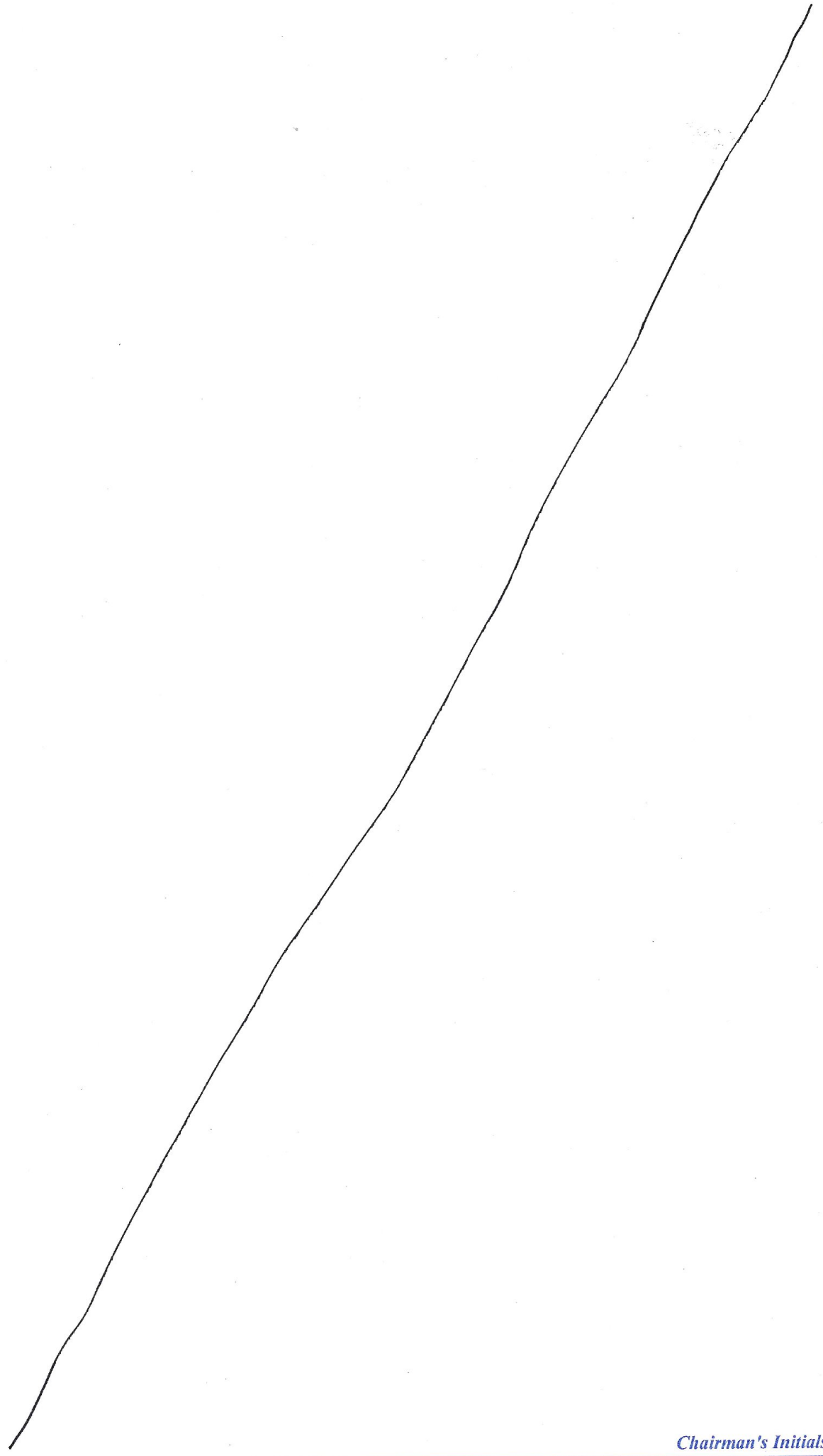
DIN: 03353684

Date: 23rd October, 2020

Place: Ahmedabad

Entry of Minutes on 21st October, 2020

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