

**Date: 19/07/2019**  
**IEIL/PAGM/37**

**To,**  
**The General Manager**  
**BSE Limited**  
**Phiroze Jeejeebhoy Towers,**  
**Dalal Street,**  
**Mumbai - 400 001**  
**(O) 022-22728893**

**Sub: Proceedings of 37<sup>th</sup> Annual General Meeting held on July 18, 2019**  
**Scrip Code - 505358**

Dear Sir/Madam,

Pursuant to Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, please find enclosed proceedings of 37<sup>th</sup> Annual General Meeting of Integra Engineering India Limited held on July 18, 2019.

The same may please be taken on record and disseminated to all concerned.

**Thanking you,**  
**For Integra Engineering India Limited**

  


**Harneetkaur Anand**  
**Company Secretary**

Encl: as above

## Integra Engineering India Limited

**Registered Office & Works Unit - I :** Post Box No. 55, Chandrapura Village, Tal. : Halol - 389 350. Dist. Panchmahals, Gujarat, India  
Phone: +91-2676-221870, 90999 18471, Fax: +91-2676-220887

**Works Unit - II :** Halol-Champaner Road, P.O. Chandrapura, Tal. : Halol - 391 520. Dist. Panchmahals, Gujarat, India. Bne: +91-99240 99266  
www.integraengineering.in E-mail : info@integraengineering.in CIN : L29199GJ1981PLC028741

**Proceedings of the Annual General Meeting of Integra Engineering India Limited held on 18<sup>th</sup> July, 2019**

The 37<sup>th</sup> Annual General Meeting (“the Meeting”) of the Members of the Company was held on July 18<sup>th</sup> 2019 at 12:00 Noon at the Registered office of Integra Engineering India Limited i.e. at P. O. Box No. 55, Chandrapura Village, Taluka Halol, Panchmahal, Halol – 389 350, Gujarat.

Mrs. Corinne Ruckstuhl, Chairperson, chaired the proceedings of the Meeting.

The Meeting was attended by Mr. Shalin Divatia (Independent Director), Mr. Rahul Divan (Independent Director), Mr. Adrian Oehler (Non-Executive Director), Mr. Bhargav Patel (Independent Director), Mahendra Sanghvi (Independent Director), Mr. Utkarsh Pundlik (Chief Executive Officer) Mr. Bhavin Kariya (Chief Financial Officer), Mrs. Harneetkaur Anand (Company Secretary), Representative of M/s. K. C. Mehta & Co. Statutory Auditors and M/s. Devesh Pathak & Associates, Scrutinizers.

Mrs. Corinne Ruckstuhl, Chairperson of the meeting confirmed that quorum was present and then commenced the Meeting.

The Chairperson thereafter introduced all those present on the Dias.

Mrs. Corinne Ruckstuhl gave an overview of the financial performance of the Company for the financial year ended March 31, 2019 and its future outlook.

With the consent of the Members present, the Notice convening the Meeting was taken as read.

The meeting was informed that there was no qualification, adverse remark or observation either in the Statutory Auditors’ Report or Secretarial Audit Report.

The Chairperson informed the Members that pursuant to the provisions of Section 108 of the Companies Act, 2013 (“the Act”) as well as Rules made thereunder and Regulation 44 of the Listing Regulations and the Company provided remote e-voting facility to the Members of the Company in respect of resolutions to be passed at the Meeting. The remote e-voting commenced at 09:00 A.M. on July 15, 2019 and ended at 05:00 P.M. on July 17, 2019.

The Chairperson informed the Members that the facility for voting through Polling Papers was made available during the Meeting for those members who have not cast their vote through remote e-voting.

She further informed that the Company engaged the services of “CDSL” as the agency for providing remote e-voting facility and the Company appointed M/s. Devesh Pathak &

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Associates, Company Secretaries in Practice, as the Scrutinizer for the purpose of scrutinizing Poll and remote e-voting process.

The Chairperson thereafter placed before the meeting the following items on agenda for approval by polling paper and requested Mr. Abbas Daruwala, associate of M/s. Devesh Pathak & Associates Scrutinizer, for an orderly conduct of the Polling Process.

**ORDINARY BUSINESS:**

1. To adopt Financial Statements for the financial year ended 31<sup>st</sup> March, 2019 and Reports of the Board of Directors' and Auditors thereon. [Ordinary Resolution]
2. To appoint a Director in place of Mrs. Corinne Ruckstuhl (DIN: 03531399), Director, who retires by rotation and being eligible, offers herself for re-appointment. [Ordinary Resolution]

Second resolution was put forth by Mr. Adrian Oehler (Non-Executive Director) as it was related to the Chairperson.

Thereafter, further resolutions were put forth by Mrs. Corinne Ruckstuhl as follows:

**SPECIAL BUSINESS:**

3. To reappoint Mr. Shalin Divatia (DIN:00749517) as Independent Director (Special Resolution)
4. To reappoint Mr. Mahendra Sanghvi (DIN:00084162) as Independent Director (Special Resolution)
5. To reappoint Mr. Rahul Divan (DIN:00001178) as Independent Director (Special Resolution)
6. To reappoint Mr. Bhargav Patel (DIN:00318051) as Independent Director (Special Resolution)
7. To approve to revise in overall borrowings of the Company (Special Resolution)
8. To approve creation of mortgage/charge on assets of the Company (Special Resolution)

The members were informed that the results of e-voting and poll conducted at the Annual General Meeting would be declared within forty eight hours of conclusion of the Meeting.

The Meeting concluded with a vote of thanks to the Chairperson at 01:15 P.M.

**For Integra Engineering India Limited**



**Harneetkaur Anand**  
**Company Secretary**

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