
* **PREMIER POLYFILM LTD.** *
* **305,THIRD FLOOR, ELITE HOUSE,36,COMMUNITY CENTRE,** *
* **KAILASH COLONY EXT. (ZAMROODPUR)** *
* **NEW DELHI 110 048** *
* **CIN NO. L25209DL1992PLC049590** *
* **Phone 011-29246481** *
* **Email : compliance.officer@premierpoly.com, Website :www.premierpoly.com** *

PPL/SECT/2019-20
BSE LIMITED

27/09/2019

NATIONAL STOCK EXCHANGE OF INDIA LTD

SUBJECT : PROCEEDINGS OF ANNUAL GENERAL MEETING
REGARDING COMPANY CODE : BSE 514354 NSE : PREMIERPOL

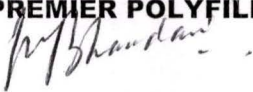
Dear Sir/Madam,

We submit herewith a copy of Minutes of Twenty Seventh Annual General Meeting of the company held on 26th September,2019 under Regulation 30 of The SEBI (LODR) Regulations,2015

This is for your records.

Thanking you,

Yours faithfully,
For PREMIER POLYFILM LTD.,



N. K. BHANDARI
COMPANY SECRETARY

Enclosed : as above

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PREMIER POLYFILM LIMITED

MINUTES OF THE TWENTY SEVENTH ANNUAL GENERAL MEETING OF PREMIER POLYFILM LTD.
HELD ON THURSDAY, THE 26TH DAY OF SEPTEMBER, 2019 AT 11.30 A. M. AT SHAH AUDITORIUM,
2, RAJ NIWAS MARG, CIVIL LINES, DELHI 110054.

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PRESENT

DIRECTORS

1. Shri Amar Nath Goenka - In the chair
Managing Director
2. Shri Amitaabh Goenka - Executive Director
3. Smt. Bhupinder Kaur Marwah - Director
(Chairman Audit Committee)
4. Smt. Rashmee Singhania - Director
5. Shri Sumat Parsad Jain - Executive Director

MEMBERS PRESENT IN PERSON

60 Nos.

Members present in person
as per list appended below

LIST OF MEMBERS

Sr. No.	Folio/Demat Account No.	Name of member
001	IN300020/30059670	Amar Nath Goenka
002	IN300020/30203345	Amar Nath Goenka (HUF)
003	IN300020 - 30055922	Arvind Goenka
004	IN300484/28000414	Premier Polyplast & Processors Ltd represented through Shri Amar Nath Goenka, Director of the Company
005	IN300484/28102298	D L Millar & Co. Ltd represented through Shri S. K. Pandit, Director of the Company
006	IN30115112987021	Amitaabh Goenka
007	IN300020-30055939	Nisha Goenka
008	IN301549-16411891	Indira Goenka
009	27500-1302750003602236	Manvi Goenka
010	IN302566-10109883	P D Taneja
011	IN300484/28343584	Sri Vishvanath Enterprisers Ltd represented through Shri Subhash Kumar Pandit, Director of the Company.
012	0024069	Subhash Kumar Pandit
013	0020796	Rajendra Prasad Jain
014	0020799	Sanjiv Jain
015	0021087	Rajiv Jain
016	IN30070810023485	Ramesh Chander Khurana
017	IN 300708-10036432	Sheetal Khurana
018	IN 300708-10470605	Ajay Khurana
019	IN 300708-10036424	Ajay Khurana
020	IN301127/15633348	Pradeep Sood
021	IN30011810036553	Dharam Pal Singh
022	IN30256610109738	Ajay Jain
023	0015403	Ajit Kumar
024	IN300118 10326982	Narinder Pal Singh
025	IN300118 10326973	N P Singh
026	IN300118 10326999	Kulvinder Singh
027	0014772	Piara Singh
028	0024263	P D Taneja
029	1201410000010225	Rakesh Kumar

Amar Nath Goenka

PREMIER POLYFILM LIMITED

030	IN12014100/00021007	Kiran Ghai
031	30088813085922	Kishore Balani
032	30282210346312	Chander Mohan
033	30010611044559	Gagan Kumar
034	30020611044542	Gagan Kumar
035	30282210346860	Chander Mohan
036	320001203200000009636	Nagendra Kumar Rawat
037	30011840089770	Surendra Kumar Jain
038	IN30020611015388	Ankit Gupta
039	IN30020611015683	Ashok Kumar Gupta
040	IN30020611142981	Ashok Kumar Gupta
041	1202060000637866	Rekha Gupta
042	IN30011810445470	A K Gupta
043	15888	Niraj Gupta
044	IN300118-10449827	Parveen Kumar
045	IN30011811508900	Harmohan Singh Sawhney
046	IN30011810037013	Bayant Kaur Sahni
047	IN30011810036150	Harmohan Singh Sawhney
048	IN30216410204215	Jaspal Singh Marwah
049	11289	Beant Singh Monga
050	10992	Girish Papneja
051	21951	Rohini Papneja
052	15411	Kusum Malhotra
053	15582	Mahinder Kumar Malhotra
054	30011810826627	Chetan Chandha
055	120140000010073	Krishan Lal Chadha
056	30020610895862	Sunita Chadha
057	30011811404807	Himanshu Chadha
058	30011811404856	Jyoti Chadha
059	30011811404784	Sunita Chadha
060	0023370	Savita Rani Kumar

SCRUTINIZER

Smt. Rekha Mittal - Practicing Company Secretary

STATUTORY AUDITOR

Shri Vipul Kumar Gupta - Statutory Auditor (M/s MARS & Associates)

SECRETARIAL AUDITOR

Shri Nitin Gupta - Secretarial Auditor

SECRETARY

Shri N. K. Bhandari - Company Secretary

DIRECTORS ABSENT

Shri Santosh Kumar Dabriwala and Shri Umesh Kumar Agarwalla, Directors of the Company, could not attend Annual General Meeting due to their business commitments out of the town.

CHAIRMAN

Shri Amar Nath Goenka, Managing Director, was elected chairman of the Meeting by the Directors in terms of Article No. 70 of the Articles of Association of the Company and accordingly Shri Amar Nath Goenka took the Chair.

QUORUM

Quorum being present, the meeting commenced to transact business. The Chairman welcomed the Members present to the Twenty Seventh Annual General Meeting.

Amar Nath Goenka

PREMIER POLYFILM LIMITED

AVAILABILITY OF STATUTORY REGISTER(S)/DOCUMENTS, AUDITORS REPORT AND SECRETARIAL AUDIT REPORT UNDER THE PROVISIONS OF THE COMPANIES ACT, 2013

All the statutory Register(s), documents, the Auditors' Report and Secretarial Auditors Report as prescribed under the provisions of the Companies Act, 2013 were available at the venue of the Annual General Meeting.

NOTICE

The Notice convening Twenty Seventh Annual General Meeting, Director's Report and Auditor's Report to the Members were read at the Meeting.

RESULT ON VOTING

As per Report dated 27-09-2019 of Smt. Rekha Mittal, Scrutinizer, both on E-Voting and Ballots cast at venue of Twenty Seventh Annual General Meeting all the items of the Notice of the Twenty Seventh Annual General have been approved. The item wise details on voting and resolution(s) approved are as under :-

ORDINARY BUSINESS

ITEM NO. 1 ANNUAL ACCOUNTS

Ordinary Resolution to consider and adopt the Balance Sheet of the Company as at 31st March, 2019, the Profit & Loss Account for the period from 1st April, 2018 to 31st March, 2019 and the reports of Auditors' and Directors' thereon was considered, approved and adopted by voting as under :-

Means of Voting	Number of Members who cast their votes by remote E -voting and by Ballot Paper	Total Votes cast	Invalid Votes	Valid Votes	Total valid Votes cast in favour of the Resolution		Total Votes cast against the Resolution	
					Nos.	% of total number of valid votes cast	Nos.	% of total number of valid votes cast
Remote E-voting	8	30,00,189	0	30,00,189	30,00,189	100	0	0
Poll	26	1,42,03,085	0	1,42,03,085	1,42,03,085	100	0	0
Total	34	1,72,03,274	0	1,72,03,274	1,72,03,274	100	0	0

"Resolved That the Balance Sheet of the Company as at 31st March, 2019, the profit and Loss Account for the period from 1st April, 2018 to 31st March, 2019 and the reports of the Auditors and Directors thereon together with the Notes on Accounts annexed to and forming part thereof be and are hereby considered, approved and adopted."

ITEM NO. 2 DIVIDEND

Ordinary Resolution to declare Dividend for the year ended 31st March, 2019 was considered, approved and adopted by voting as under :-

Means of Voting	Number of Members who cast	Total Votes cast	Invalid Votes	Valid Votes	Total valid Votes cast in favour of the Resolution	Total Votes cast against the Resolution
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Amal mittal
Dec 4, 2019

PREMIER POLYFILM LIMITED

	their votes by remote E -voting and by Ballot Paper							
					Nos.	% of total number of valid votes cast	Nos.	% of total number of valid votes cast
Remote E-voting	7	30,00,089	0	30,00,089	30,00,089	100	0	0
Poll	26	1,42,03,085	0	1,42,03,085	1,42,03,085	100	0	0
Total	33	1,72,03,174	0	1,72,03,174	1,72,03,174	100	0	0

"Resolved that payment of dividend for the financial year 2018-2019 @0.50 paise per equity shares be and are hereby considered, approved and adopted."

ITEM NO. 3 DIRECTOR

Ordinary Resolution to appoint a Director in place of Shri Amitabh Goenka (holding DIN 00061027), who retire by rotation and being eligible, offer himself for reappointment was considered, approved and adopted by voting as under :-

Means of Voting	Number of Members who cast their votes by remote E -voting and by Ballot Paper	Total Votes cast	Invalid Votes	Valid Votes	Total valid Votes cast in favour of the Resolution		Total Votes cast against the Resolution	
					Nos.	% of total number of valid votes cast	Nos.	% of total number of valid votes cast
Remote E-voting	7	30,00,089	0	30,00,089	30,00,089	100	0	0
Poll	17	41,52,951	0	41,52,951	41,52,951	100	0	0
Total	24	71,53,040	0	71,53,040	71,53,040	100	0	0

"Resolved That Shri Amitabh Goenka (holding DIN 00061027), Director of the Company, be and hereby reappointed as a Director of the Company liable to Retire by rotation be and is hereby considered, approved and adopted."

ITEM NO. 4 RATIFICATION OF APPOINTMENT OF STATUTORY AUDITOR

Ordinary Resolution ratifying appointment of M/s MARS & Associates, Chartered Accountant,(Firm Registration No. 010484N) as Statutory Auditor of the Company for the Financial Year 2019-2020 was considered, approved and adopted by voting as under :-

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Means of Voting	Number of Members who cast their votes by remote E -voting and by Ballot Paper	Total Votes cast	Invalid Votes	Valid Votes	Total valid Votes cast in favour of the Resolution		Total Votes cast against the Resolution	
					Nos.	% of total number of valid votes cast	Nos.	% of total number of valid votes cast
Remote E-voting	7	30,00,089	0	30,00,089	30,00,089	100	0	0
Poll	26	1,42,03,085	0	1,42,03,085	1,42,03,085	100	0	0
Total	33	1,72,03,174	0	1,72,03,174	1,72,03,174	100	0	0

"RESOLVED THAT pursuant to the provisions of Sections 139 and other applicable provisions, if any, of the Companies Act, 2013 and the Rules framed thereunder, as amended from time to time, the appointment of M/s MARS & Associates, Chartered Accountants (Firm's Registration No.010484IN) were appointed as Auditors of the Company till the conclusion of Annual General Meeting to be held in the year 2022, which is subject to ratification at every Annual General Meeting, be and is hereby ratified to hold the office from the conclusion of this Annual General Meeting till the conclusion of Annual General Meeting of the Company to be held in the year 2020, at a remuneration of Rs. 1,00,000/- (Rupees One Lakh only) plus GST."

RESOLVED FURTHER THAT the Managing Director and Company Secretary of the company be and are hereby severally authorized to do all such acts and deeds, matters and things that may be required in connection or for matters incidental thereto, filing all such documents with appropriate authorities and completing such other formalities as may be considered necessary, proper and expedient to give effect to this Resolution."

SPECIAL BUSINESS

ITEM NO. 5 TO PASS ORDINARY RESOLUTION FOR APPOINTMENT OF SMT. BHUPINDER KAUR MARWAH AS A DIRECTOR (NON EXECUTIVE & INDEPENDENT) OF THE COMPANY

Ordinary Resolution to the appointment of Smt. Bhupinder Kaur Marwah (holding DIN 08399222) as a Director (Non Executive & Independent) of the Company designated as "Independent Non Executive Director" was considered, approved and adopted by voting as under :-

Means of Voting	Number of Members who cast their votes by remote E -voting and by Ballot Paper	Total Votes cast	Invalid Votes	Valid Votes	Total valid Votes cast in favour of the Resolution	Total Votes cast against the Resolution

Anurag Kaur
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					Nos.	% of total number of valid votes cast	Nos.	% of total number of valid votes cast
Remote E-voting	7	30,00,089	0	30,00,089	30,00,089	100	0	0
Poll	26	1,42,03,085	0	1,42,03,085	1,42,03,085	100	0	0
Total	33	1,72,03,174	0	1,72,03,174	1,72,03,174	100	0	0

“RESOLVED THAT pursuant to the provisions of Section 149, 150, 152 read with Schedule IV and Section 161(1) read with The Companies (Appointment and Qualification of Directors) Rules, 2014, and other applicable provisions, rules of the Companies Act, 2013 (including any statutory modifications or re-enactment thereof for the time being in force), the consent of the Company be and is hereby accorded by way of Ordinary Resolution to the appointment of Smt. Bhupinder Kaur Marwah holding DIN 08399222 as a Director (Non-Executive & Independent) on the Board of the Company for a period of five (5) years with effect from 01st April, 2019 not liable to retire by rotation (commencing from the period from the appointment as an Additional Director).

“RESOLVED FURTHER THAT the Managing Director and Company Secretary of the company be and are hereby severally authorized to do all such acts and deeds, matters and things that may be required in connection or for matters incidental thereto, filing all such documents with appropriate authorities and completing such other formalities as may be considered necessary, proper and expedient to give effect to this Resolution.”

ITEM NO. 6 TO PASS ORDINARY RESOLUTION FOR APPOINTMENT OF SHRI SANTOSH KUMAR DABRIWALA AS A DIRECTOR (NON EXECUTIVE & INDEPENDENT) OF THE COMPANY

Ordinary Resolution to the appointment of Shri Santosh Kumar Dabriwala (holding DIN 00044532) as a Director (Non Executive & Independent) of the Company designated as “Independent Non Executive Director” was considered, approved and adopted by voting as under :-

Means of Voting	Number of Members who cast their votes by remote E-voting and by Ballot Paper	Total Votes cast	Invalid Votes	Valid Votes	Total valid Votes cast in favour of the Resolution		Total Votes cast against the Resolution	
					Nos.	% of total number of valid votes cast	Nos.	% of total number of valid votes cast
Remote E-voting	7	30,00,089	0	30,00,089	30,00,089	100	0	0
Poll	26	1,42,03,085	0	1,42,03,085	1,42,03,085	100	0	0
Total	33	1,72,03,174	0	1,72,03,174	1,72,03,174	100	0	0

“RESOLVED THAT pursuant to the provisions of Section 149, 150, 152 read with Schedule IV and Section 161(1) read with The Companies (Appointment and Qualification of Directors) Rules, 2014, and other applicable provisions, rules of the Companies Act, 2013 (including any statutory modifications or re-enactment thereof for the time being in force), the consent of the Company be

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PREMIER POLYFILM LIMITED

and is hereby accorded by way of Ordinary Resolution to the appointment of Shri Santosh Kumar Dabriwala holding DIN 00044532 as Director (Non-Executive & Independent) on the Board of the Company for a period of five (5) years with effect from 01st April, 2019 not liable to retire by rotation (commencing from the period from the appointment as an Additional Director).

“RESOLVED FURTHER THAT the Managing Director and Company Secretary of the company be and are hereby severally authorized to do all such acts and deeds, matters and things that may be required in connection or for matters incidental thereto, filing all such documents with appropriate authorities and completing such other formalities as may be considered necessary, proper and expedient to give effect to this Resolution.”

ITEM NO. 7 TO PASS ORDINARY RESOLUTION FOR APPOINTMENT OF SHRI UMESH KUMAR AGARWALLA AS A DIRECTOR (NON EXECUTIVE & INDEPENDENT) OF THE COMPANY

Ordinary Resolution to the appointment of Shri Umesh Kumar Agarwalla (holding DIN 00231799) as a Director (Non Executive & Independent) of the Company designated as “Independent Non Executive Director” was considered, approved and adopted by voting as under :-

Means of Voting	Number of Members who cast their votes by remote E -voting and by Ballot Paper	Total Votes cast	Invalid Votes	Valid Votes	Total valid Votes cast in favour of the Resolution		Total Votes cast against the Resolution	
					Nos.	% of total number of valid votes cast	Nos.	% of total number of valid votes cast
Remote E-voting	7	30,00,089	0	30,00,089	30,00,089	100	0	0
Poll	26	1,42,03,085	0	1,42,03,085	1,42,03,085	100	0	0
Total	33	1,72,03,174	0	1,72,03,174	1,72,03,174	100	0	0

“RESOLVED THAT pursuant to the provisions of Section 149, 150, 152 read with Schedule IV and Section 161(1) read with The Companies (Appointment and Qualification of Directors) Rules, 2014, and other applicable provisions, rules of the Companies Act, 2013 (including any statutory modifications or re-enactment thereof for the time being in force), the consent of the Company be and is hereby accorded by way of Ordinary Resolution to the appointment of Shri Umesh Kumar Agarwalla holding DIN 00231799 as Director (Non-Executive & Independent) on the Board of the Company for a period of five (5) years with effect from 28th May, 2019 not liable to retire by rotation (commencing from the period from the appointment as an Additional Director).

“RESOLVED FURTHER THAT the Managing Director and Company Secretary of the company be and are hereby severally authorized to do all such acts and deeds, matters and things that may be required in connection or for matters incidental thereto, filing all such documents with appropriate authorities and completing such other formalities as may be considered necessary, proper and expedient to give effect to this Resolution.”

ITEM NO. 8 TO PASS SPECIAL RESOLUTION FOR RE-APPOINTMENT OF SHRI SUMAT PARSAD JAIN AS EXECUTIVE DIRECTOR OF THE COMPANY.

Amar Nath G
 No. 8913

PREMIER POLYFILM LIMITED

Special Resolution to re-appoint of Shri Sumat Parsad Jain (holding DIN 00069268) as Executive Director of the Company was considered, approved and adopted by voting as under :-

Means of Voting	Number of Members who cast their votes by remote E -voting and by Ballot Paper	Total Votes cast	Invalid Votes	Valid Votes	Total valid Votes cast in favour of the Resolution		Total Votes cast against the Resolution	
					Nos.	% of total number of valid votes cast	Nos.	% of total number of valid votes cast
Remote E-voting	7	30,00,089	0	30,00,089	30,00,089	100	0	0
Poll	26	1,42,03,085	0	1,42,03,085	1,42,03,085	100	0	0
Total	33	1,72,03,174	0	1,72,03,174	1,72,03,174	100	0	0

“RESOLVED that pursuant to the provisions of Sections 196, 197, 203 and any other applicable provisions of the Companies Act, 2013 and the rules made thereunder (including any statutory modification(s) or re-enactment thereof for the time being in force), read with Schedule V to the Companies Act, 2013 and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 (including any statutory modification or re-enactment thereof for the time being in force) and subject to such other approvals, permissions and sanctions, as may be necessary, Article 116 of the Articles of Association of the Company and subject to the limits specified in Schedule V to the Companies Act, 2013, the consent of the Company be and is hereby accorded by way of Special Resolution to the appointment of Shri Sumat Parsad Jain (holding DIN 00069268) as the Whole-time Director of the Company designated as “Executive Director” for a period of Twelve (12) months effective from 1st April,2020.

RESOLVED FURTHER THAT in accordance with the provisions of the Companies Act,2013 and in accordance with the provisions as contained in Schedule V (Part I) (c) of the Companies Act,2013 the Company hereby accords its approval by way of Special resolution to the continuous appointment of Shri Sumat Parsad Jain (holding DIN 00069268), Executive Director of the company, till 31st March,2021 i.e. even after attaining the 70 years of age.

“RESOLVED that the terms of re-appointment, remuneration including perquisites payable to Shri Sumat Parsad Jain, Executive Director, shall be as under:

A) **Period:** Twelve (12) months from 01/04/2020 to 31/03/2021.

B) **Remuneration:**

1) **Basic Salary** per month: Rs.1,29,000/- (Rupees One Lakhs Twenty Nine Thousand only).

2) **Perquisites and other amenities payable**

1) **Housing:-**

The Executive Director shall be paid House Rent Allowance @40% of the basic salary per month.

2) **Conveyance :**

Amarnath

10/09/20

PREMIER POLYFILM LIMITED

The Executive Director shall be provided with the facility of free chauffeur Driven conveyance from his residence to the factory/Office & back and for use for official purpose.

3) **Leave and Other Perks :**

The Executive Director shall be entitled to leave on full salary in accordance with the leave rules of the Company applicable to senior managerial personnel of the Company.

However, the unavailed privilege leave may be encashed by The Executive Director as per the leave rules of the Company applicable to senior managerial personnel of the Company.

The Executive Director shall also be entitled to contribution to Superannuation Fund or Annuity as applicable to the senior officers of the Company. He shall also be entitled to Gratuity as per the government rules applicable at the time of his retirement/termination.

The Executive Director shall be provided with landline telephone connection at his residence. Personal long distance calls on telephone by The Executive Director shall be billed by the company to The Executive Director.

In addition to this, The Executive Director shall be provided with a cell phone and expenses thereon on actual basis.

RESOLVED FURTHER THAT in the event in any financial year during the tenure of the Executive Director, if the Company does not earn any profits or earns inadequate profits as contemplated under the provisions of Schedule V to the Companies Act, 2013, the Executive Director shall be paid , the remuneration (including perquisites) as the minimum remuneration as set out in the Notice for the Twenty Seventh Annual General Meeting.

RESOLVED FURTHER THAT the Managing Director and Company Secretary of the company be and are hereby severally authorized to do all such acts and deeds, matters and things that may be required in connection or for matters incidental thereto, filing all such documents with appropriate authorities and completing such other formalities as may be considered necessary, proper and expedient to give effect to this Resolution."

ITEM NO. 9 TO PASS SPECIAL RESOLUTION RE-APPOINTMENT OF SHRI AMITAABH GOENKA AS EXECUTIVE DIRECTOR OF THE COMPANY.

Special Resolution to re-appoint of Shri Amitaabh Goenka (Holding Din 00061027) as Executive Director of the Company was considered, approved and adopted by voting as under :-

Means of Voting	Number of Members who cast their votes by remote E -voting and by Ballot Paper	Total Votes cast	Invalid Votes	Valid Votes	Total valid Votes cast in favour of the Resolution		Total Votes cast against the Resolution	
					Nos.	% of total number of valid votes cast	Nos.	% of total number of valid votes cast
Remote E-	7	30,00,089	0	30,00,089	30,00,089	100	0	0

Amitaabh Goenka
10/09/13

PREMIER POLYFILM LIMITED

voting								
Poll	17	41,52,951	0	41,52,951	41,52,951	100	0	0
Total	24	71,53,040	0	71,53,040	71,53,040	100	0	0

"RESOLVED THAT pursuant to the provisions of Sections 196, 197, 203 and any other applicable provisions of the Companies Act, 2013 and the rules made thereunder (including any statutory modification(s) or re-enactment thereof for the time being in force), read with Schedule V to the Companies Act, 2013, Article 116 of the Company and subject to the limits specified in Schedule V to the Companies Act, 2013, the consent of the Company be and is hereby accorded by way of Special Resolution to the appointment of Shri Amitaabh Goenka (holding DIN 00061027) as a Whole-time Director of the Company designated as "Executive Director" for a period of three (3) years effective from 1st November, 2019 liable to retire by rotation.

RESOLVED FURTHER THAT remuneration including perquisites payable to Shri Amitaabh Goenka, Executive Director, shall be as under:

(A) **PERIOD** :36 (Thirty Six) months from 01-11-2019 till 31-10-2022

(B) **REMUNERION**

(i) **Salary :-**

The Executive Director shall be paid Rs3,00,000/- (Rupees Three Lakhs only) as basic salary per month in pay scale of Rs. 3,00,000/- (Rupees Three Lakhs) to Rs. 5,00,000/- (Rupees Five Lakhs Only) with annual increment as may be decided by the Nomination and Remuneration Committee and the Board of the Directors of the Company.

(ii) **Perquisites:-**

In addition to (i) above, the Executive Director shall be entitled to the following perquisites:

(a) **House Rent Allowance:-**

The Executive Director shall be paid House Rent Allowance @40% of the Basic Salary per month.

(b) **Conveyance:-**

The Executive Director shall be provided with the facility of chauffeur driven conveyance.

(c) **Reimbursement of Medical Expenses:-**

The Executive Director shall be provided with the facility of reimbursement of actual medical expenses incurred by him & his family subject to a maximum of 8.33% of basic salary in a year and can be accumulated for a period of three years.

(d) **Leave Travel Assistance:-**

The Executive Director shall be provided with the facility of reimbursement of actual fare but not hotel expenses incurred by him for himself and his wife and dependent children once in two years subject to maximum of one month's basic salary.

(e) **Telephone Expenses:-**

The Executive Director shall be paid telephone expenses on actual basis against telephone connection installed at his residence.

In addition to this he shall be provided with a cell phone on actual expenses basis.

(f) **Leave and Gratuity :-**

Amitaabh Goenka

PREMIER POLYFILM LIMITED

The Executive Director will be also entitled to Leave/Leave Encashment and Gratuity as per rules of the Company and payable to senior officers of the Company.

RESOLVED FURTHER THAT in the event in any financial year during the tenure of the Executive Director, if the Company does not earn any profits or earns inadequate profits as contemplated under the provisions of Schedule V to the Companies Act, 2013, the Executive Director shall be paid , the remuneration (including perquisites) as the minimum remuneration as set out in the Notice for the Twenty Seventh Annual General Meeting.

RESOLVED FURTHER THAT the Managing Director and Company Secretary of the company be and are hereby severally authorized to do all such acts and deeds, matters and things that may be required in connection or for matters incidental thereto, filing all such documents with appropriate authorities and completing such other formalities as may be considered necessary, proper and expedient to give effect to this Resolution.”

ITEM NO. 10 TO PASS ORDINARY RESOLUTION TO APPROVE REMUNERATION OF COST AUDITOR OF THE COMPANY FOR THE FINANCIAL YEAR 2019-2020.

Ordinary Resolution to approve remuneration of Cost Auditor of the company for the financial year 2019-2020 was considered, approved and adopted by voting as under :-

Means of Voting	Number of Members who cast their votes by remote E -voting and by Ballot Paper	Total Votes cast	Invalid Votes	Valid Votes	Total valid Votes cast in favour of the Resolution		Total Votes cast against the Resolution	
					Nos.	% of total number of valid votes cast	Nos.	% of total number of valid votes cast
Remote E-voting	8	30,00,189	0	30,00,189	30,00,189	100	0	0
Poll	26	1,42,03,085	0	1,42,03,085	1,42,03,085	100	0	0
Total	34	1,72,03,274	0	1,72,03,274	1,72,03,274	100	0	0

“RESOLVED THAT pursuant to the provisions of Section 148(3) of the Companies Act, 2013 read with Rule 14 of the Companies (Audit and Auditors) Rules 2014 and as approved by the Board of Directors at a remuneration of Rs. 40,000/- (Rupee Forty Thousand Only) plus GST and out of pocket expenses for the Financial Year 2019-20 payable to M/s Cheena & Associates, Cost Accountants, appointed as the Cost Auditors of the Company for the Financial Year 2019-2020 be and is hereby confirmed.

RESOLVED FURTHER THAT the Managing Director and Company Secretary of the company be and are hereby severally authorized to do all such acts and deeds, matters and things that may be required in connection thereto, filing all such documents with appropriate authorities and completing such other formalities as may be considered necessary, proper and expedient to give effect to this Resolution.”

VOTE OF THANKS

There being no other business to transact, the Chairman expressed his thanks to every one for their attendance and participation in the proceedings of the Meeting.

Anand Kulkarni
 Pg 12 of 13

PREMIER POLYFILM LIMITED

Shri Subhash Kumar Pandit (Folio Number 24069) proposed the vote of thanks to the chair.

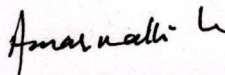
Shri Puran Dass Taneja (Demat Account No. IN302566/10109883) seconded the proposal.

Vote of thanks to the Chair was passed unanimously.

The meeting was terminated at 13.15 hours.

DATED: 27-09-2019

PLACE: NEW DELHI


CHAIRMAN OF THE MEETING