



September 26, 2019

BSE Limited
Corporate Relation Department
1st Floor, New Trading Ring
Rotunga Building, Phiroze Jeejeebhoy Towers,
Dalal Street,
Mumbai – 400001

National Stock Exchange of India Ltd.
'Exchange Plaza', C-1, Block-G,
Bandra – Kurla Complex, Bandra (E),
Mumbai-400051

Stock Code – 534328

Stock Code – HEXATRADEX

Sub. : Minutes of the 8th Annual General Meeting of the Company – Regulation 30 of Securities Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015

Dear Sirs,

This is with reference to the captioned subject, please find attached certified copy of minutes of proceedings of 8th Annual General Meeting of the Company held on Monday, the 9th September, 2019 at the registered office of the Company, for your reference and record.

This is for your information and record please.

Thanking you,

Yours Faithfully,

For HEXA TRADEX LTD.


Pravesh Srivastava
Company Secretary
ACS: 20993



Encl.: As above

Hexa Tradex Limited | www.hexatradex.com

Jindal Centre, 12, Bhikaiji Cama Place, New Delhi-110066, Phone-+91(11) 26188360-74, Fax:- +91(11) 26170691
Regd. Office: A-1, UPSIDC, Indl. Area, Nandgaon Road, Kosi Kalan, Distt. Mathura (U.P.) – 281403

CIN : L51101UP2010PLC042382

MINUTES OF THE PROCEEDINGS OF 8th ANNUAL GENERAL MEETING OF MEMBERS OF HEXA TRADEX LIMITED HELD ON MONDAY, THE 9th SEPTEMBER, 2019 AT THE REGISTERED OFFICE OF THE COMPANY SITUATED AT A-1, UPSIDC INDL. AREA, NANDGAON ROAD, KOSI KALAN, DISTT. MATHURA (U.P.) – 281 403, WHICH COMMENCED AT 02:00 P.M. AND CONCLUDED AT 02:50 P.M.

Present:

1. Dr. Raj Kamal Aggarwal - Chairman of the Company, Independent Director, Chairman of Audit Committee and Stakeholders Relationship Committee.
2. Shri Pravesh Srivastava - Company Secretary

41 Shareholders were present in person.

Dr. Raj Kamal Aggarwal, Chairman, occupied the Chair and conducted the proceedings of the Annual General Meeting. The Chairman on behalf of the Board, extended a warm welcome to the Shareholders and Representative of Bodies Corporate.

The Company Secretary confirm that requisite quorum for the meeting was present and thereafter called the meeting to order. He also informed that 15 bodies corporate holding 1,77,29,140 (One Crore Seventy Seven Lakh Twenty Nine Thousand One Hundred and Forty) equity shares were present through their representative.

The Company Secretary informed that Shri Girish Sharma, Independent Director and Ms. Veni Verma, Non-executive director could not make it convenient to attend the meeting due to their prior commitments. He also informed that Shri Gautam Aggarwal, Partner of M/s N.C. Agarwal, Statutory Auditors and Shri Awanish Kumar Dwivedi, Partner of M/s Awanish Dwivedi & Associates, Secretarial Auditor were present in the meeting.

The Company Secretary further informed the members that Register of Directors and Key Managerial Personnel and their shareholding, if any, and the Register of Contracts in which Directors were interested that were required to be kept pursuant to Section 170 and 189 of the Companies Act, 2013 were available for inspection by Members during the meeting. He also confirmed the compliance of the Companies Act, 2013 and Secretarial Standard with respect to calling, commencing and conducting the AGM. He thereafter read out the chairman's message to the Shareholders.

With the permission of the Members present, the Notice convening the meeting was taken as read. The Chairman informed that there as were no qualifications/ observations or comments in the Auditors Report on the financial transactions or matters which had any adverse effect on the functioning of the Company and, therefore, reading of the same was not required under Section 145 of the Companies Act, 2013. The Chairman also informed that there were also no qualifications/ observations or comments in the Secretarial Auditor's Report.

The Company Secretary of the meeting also informed the members that:-

- (i) Pursuant to the provisions of Section 108 of the Companies Act, 2013 and the Rules framed thereunder, all shareholders as on the cut-off date, i.e., 2nd September, 2019, were provided with the facility to cast their vote electronically




through remote e-voting services on all the resolutions set forth in the Notice of the AGM.

- (ii) The e-voting portal remained open for voting from 9:00 A.M. on Friday, 6th September, 2019 to 5:00 P.M. on Sunday, 8th September, 2019.
- (iii) The Board of Directors had appointed Shri Awanish Kumar Dwivedi of M/s Awanish Dwivedi & Associates, Company Secretaries, as Scrutinizer to scrutinize the voting process in a fair and transparent manner as stipulated under the Companies (Management & Administration) Rules, 2014.
- (iv) The Shareholders who had not participated in remote e-voting process would be offered to cast their vote through poll on the items of the Notice.
- (v) The ballot papers would be distributed to the Shareholders.
- (vi) He explained the process of casting of vote through poll on the items of the Notice.
- (vii) The consolidated results of remote e-voting and poll would be declared within stipulated time period and the same would be informed to the Stock Exchanges and would also be hosted on the website of the Company.

The Chairman, then, took up official business of the meeting. In that regard he informed that all the resolutions as per the notice of AGM were put to vote through Remote e-voting, therefore, they were not required to be purposed and seconded: -

ORDINARY BUSINESS:

ITEM NO.1- ADOPTION OF FINANCIAL STATEMENTS- ORDINARY RESOLUTION

The Members of the Company considered the Audited Financial Statements for the year ended 31st March, 2019 and Reports of Directors and Auditors attached thereto. Some of the Members raised queries regarding Accounts of the Company which were replied to by the Chairman.

With the consent of the Members present, item no 1 of the Notice pertaining to adoption of Financial Statements for the financial year ended 31st March, 2019 of the Company was taken as read and adopted as an ordinary resolution:

“Resolved that the Financial Statements of the Company for the financial year ended 31st March, 2019, including Consolidated Financial Statements for the said period together with reports of Directors and Auditors thereon be and are hereby approved and adopted.”

ITEM NO.2 - RE-APPOINTMENT OF MS. VENI VERMA, (DIN: 07586927) AS DIRECTOR- ORDINARY RESOLUTION

With the consent of the Members present, item no 2 of the Notice pertaining to re-appointment of Ms. Veni Verma as Director of the Company was taken as read and adopted as an ordinary resolution:



The image shows a handwritten signature in blue ink over a circular blue stamp. The stamp contains the text "Hexa Tradex Limited" around the perimeter and a small star at the bottom center.

"Resolved that Ms. Veni Verma, (DIN: 07586927) who retires by rotation and, being eligible for re-appointment, be and is hereby appointed as Director of the Company, liable to retire by rotation."

SPECIAL BUSINESS:

ITEM NO.3 - RE-APPOINTMENT OF DR. RAJ KAMAL AGGARWAL AS AN INDEPENDENT DIRECTOR OF THE COMPANY FOR PERIOD OF 5 CONSECUTIVE YEARS- SPECIAL RESOLUTION

With the consent of the Members present, item no 2 of the Notice pertaining to Re-appointment of Dr. Raj Kamal Aggarwal as an Independent Director of the Company for period of 5 consecutive years was taken as read and adopted as an special resolution:

"RESOLVED THAT pursuant to the provisions of Section 149, 150, 152 read with Schedule IV and all 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), Dr. Raj Kamal Aggarwal (DIN 00005349), whose first term as an Independent Director would be expired on 9th September, 2019, be and is hereby re-appointed as an Independent Director of the Company for his second term of five consecutive years w.e.f. 10th September, 2019."

The Chairman then handed over the poll process to the Scrutinizer. Mr. Awanish Kumar Dwivedi, scrutinizer, distributed the ballot paper to the Members present at the meeting. Thereafter, Mr. Awanish Kumar Dwivedi locked and sealed the ballot box in the presence of Members. The Members then started casting their votes and dropping the ballot papers into the ballot box.

After the casting of votes was over, the Chairman announced that the combined results of remote e-voting done previously and poll conducted at the time of meeting, would be available on website of the Company and also on the website of the Stock Exchanges. He authorize the Company Secretary to announce the voting result appropriately. It was confirmed that the quorum for the meeting was present throughout the duration of the meeting. He also declared the conclusion of the meeting.

The Chairman thanked the Shareholders for sparing their time for attending the meeting. Mr Vijay Kumar Gupta, a shareholder, proposed a vote of thanks to the Chairman of the meeting. The meeting, accordingly, concluded at 2:50 P.M.

Sd/-

CHAIRMAN OF THE MEETING

For HEXA TRADEX LIMITED

Certified True Copy

COMPANY SECRETARY

Boavent
26.09.2019

Date:

Place:

Annexure

Declaration of Results of Remote e-voting and poll at 8th Annual General meeting held on 9th September, 2019

As per the provisions of the Companies Act, 2013 read with Listing Regulations, the Company had provided the facility of remote e-voting to the members to enable them to cast their vote electronically on the resolutions proposed in the Notice of 8th Annual General Meeting. The remote e-voting was open from 9.00 a.m. on 6th September, 2019 to 5.00p.m. on 6th September, 2019. Further, the Company had also made the arrangement of voting through poll at the meeting to enable the members who had not casted their vote electronically.

The Board of Director had appointed Shri Awanish Kumar Dwivedi of M/s Awanish Dwivedi & Associates, Company Secretaries as the Scrutinizer for remote e-voting and poll conducted at the time of meeting. The Scrutinizer carried out the scrutiny of all the electronic votes received up to the close of remote e-voting period on 6th September, 2019 and poll at the time of meeting. He had submitted his consolidated report on 8th September, 2019.

The Consolidated Result of voting as per the Scrutinizer Report dated 8th September, 2019:

	Remote E-voting & Voting through poll				
	Number of Shares for which votes cast in favour	% Votes in favour	Number of Shares for which votes cast in against	% Votes against	Invalid Votes
Ordinary Business					
Resolution No. 1- Ordinary Resolution- Adoption of Audited Financial Statement and Audited Consolidated Financial Statement for the financial year ended on 31st March, 2019	2,84,88,545	100.00	-	-	-
Resolution No. 2- Ordinary Resolution- re-appointment of Ms. Veni Verma, (Din: 07586927) as director	2,84,73,445	99.986	4,100	0.014	-
Special Resolution					
Resolution No. 3- Special Resolution- Re-appointment of Dr. Raj Kamal Aggarwal as an Independent Director of the Company for period of 5 consecutive years.	2,84,73,445	99.986	4,100	0.014	-




Therefore, all the resolutions as per the Notice convening above annual general meeting were passed with the requisite majority. The result was communicated to the Stock Exchanges and was also uploaded on the website of the Company.



CHAIRMAN OF THE MEETING

Date:

Place:

For HEXA TRADEX LIMITED

COMPANY SECRETARY

Certified True Copy

Bavesh
25.09.2019