



PAL/2019

Date: October 10, 2019

The Bombay Stock Exchange Ltd.
Corporate Relationship Department
Phiroze Jeejeebhoy Towers,
Dalal Street, Fort,
Mumbai – 400001

Scrip Code: 500456

Subject : Minutes of the 36th AGM held on 27.09.2019

Ref : Regulation 30 of SEBI (LODR)

Dear Sir,

With reference to the above, we are pleased to enclose proceedings of the AGM of the Company, as specified in the notice convening the 36th Annual General Meeting held on 27th day of September 2019 at 10.00 AM

This is for your information. Kindly take the same on your record.

Thanking you,

Yours faithfully,
For Pasupati Acrylon Limited


(Ankush Kumar Chokhani)
Company Secretary & Compliance Officer
Encl : As above

P A S U P A T I A C R Y L O N L T D .

MINUTES OF THE 36TH ANNUAL GENERAL MEETING OF THE MEMBERS OF PASUPATI ACRYLON LIMITED HELD ON FRIDAY, THE 27TH SEPTEMBER, 2019 AT 10.00 A.M. AT THE REGISTERED OFFICE OF THE COMPANY AT THAKURDWARA, KSHIPUR ROAD, DISTT. MORADABAD (U.P) AND CONCLUDED AT 11.30 AM.

PRESENT

MEMBERS

Members : 33 members were present in person

DIRECTORS

Shri Vineet Jain : Managing Director
Shri D K Kapila : Independent Director and Chairman of Audit Committee,
Shri S.C. Malik : Independent Director and Chairman of Stakeholder Relationship
Committee
Shri S.P. Gupta : Director (Operations)

IN ATTENDANCE

Shri Ankush Kumamr Chokhani : Company Secretary

SCRUTINIZER

Shri S.K. Hota : Company Secretary in Practice (Membership No. ACS-6425 and
Certificate of Practice No. 16165), Representing M/s. S.K. Hota
& Associates., Company Secretaries

CHAIRMAN OF THE MEETING : Shri Vineet Jain was elected as Chairman of the Meeting.

Company Secretary welcomed the Shareholders, Directors and invitee to this 36th Annual General Meeting.

Company Secretary informed that 33 members in person were present at the meeting and thus, the desired quorum is present.

The Register of Directors and Key Managerial Personnel and their Shareholding as maintained u/s 170 of the Companies Act, 2013 was placed before the meeting for inspection of the Members and remained open till the conclusion of this Annual General Meeting.

Shri Vineet Jain, Managing Director took the chair as Chairman of the Meeting. After ascertaining that the requisite quorum was present, the Chairman called the meeting to order and extended a warm welcome to the Members present.

The Chairman addressed the Shareholders and delivered the statement on the performance of the Company.

With the permission of members the Notice of the Meeting, the Directors' Report along with Annexure thereto, the Annual Accounts for the financial year ended 31st March 2019 and the Auditor's Report thereon were taken as read.

The Chairman then mentioned that as required under the Companies Act, 2013, the Company had provided e-voting facility to the members began from 24th September, 2019 at 10.00 a.m. and ended on 26th September, 2019 at 5.00 p.m. Shri S.K. Hota of M/s. S.K. Hota & Associates, Company Secretaries (Membership No. ACS-6425 and Certificate of Practice No. 16165 was appointed as the Scrutinizer to scrutinize the e-voting and voting by poll, if required, in a fair and transparent manner. Shri S. K Hota had submitted his draft report on e-voting to the Chairman.



The Chairman thereafter suo-moto ordered for voting on all the 6 Resolutions by poll and requested the shareholders, who had not or could not cast their vote on e-voting, to cast their vote on the poll paper, under the supervision of Shri S.K. Hota, the scrutinizer.

Shri Ankush Kumar Chokhani, Company Secretary of the Company briefed the shareholders about the process of Poll. Thereafter, Shri S.K. Hota displayed the empty ballot boxes to the Members present and sealed the same.

The Poll was then conducted and concluded in normal course.

Shri S.K. Hota, the scrutinizer, opened the ballot boxes in the presence of members and after counting the votes submitted a draft Consolidated Report on e-voting and voting by poll to the Chairman. It was further informed that the final report of the Scrutinizer would be submitted within the stipulated time as provided under the Companies (Management and Administration) Rules, 2014 and the results on the e-voting and the poll at this Annual General Meeting alongwith the Scrutinizer's report would be placed on the website of the Company and the Central Depository Services Limited within two days of passing of the resolution and would also be communicated to the Stock Exchanges.

A summary of Consolidated Voting Results was as given below:

Resolutions	Item No. of Notice	Particular of business	Votes in favour of the re-resolution	Votes against of the re-resolution	Abstained/Invalid Votes
Adoption of Financial Statements for the year ended 31 st March, 2019	Item No.1 (Ordinary Resolution)	Evoting Poll Total	54333826 6737 54340563	- - -	0
Appoint a Director in place of Shri Sathya Prakash Gupta who retires by rotation and being eligible, offers himself for re-appointment.	Item No.2 (Ordinary Resolution)	Evoting Poll Total	54333826 6737 54340563	- - -	0
Appoint Mr. Sathyamoorthy Srinivasan (DIN 00459731) as an Independent Director for second term for a further period of five years.	Item No.3 (Special Resolution)	Evoting Poll Total	54333826 6737 54340563	- - -	0
Appointment / regularization of Mrs. Remmy Jain (DIN 08277269) as Director.	Item No.4 (Ordinary Resolution)	Evoting Poll Total	54333826 6737 54340563	- - -	0
Appointment / regularization of Mrs. Remmy Jain as an Independent Director	Item No.5 (Ordinary Resolution)	Evoting Poll Total	54333736 6737 54340473	90 - 90	0
Approval of remuneration of the Cost Auditor for the financial year ending March 31, 2020	Item No.6 (Ordinary Resolution)	Evoting Poll Total	54333826 6737 54340563	- - -	0

The Chairman declared that all the resolutions at Item No.1 to 6 had been passed with requisite majority. The details of the resolutions passed at the 36th Annual General Meeting of the Company were as under:

1. ADOPTION OF AUDITED FINANCIAL STATEMENT FOR THE YEAR ENDED 31ST MARCH, 2019 ALONGWITH REPORT OF DIRECTORS AND AUDITORS THEREON

“RESOLVED THAT the Audited Financial Statements comprising the Balance Sheet as at March 31st 2019 and the Statement of Profit & Loss, the Statement of Change in Equity and Cash Flow Statement



for the year ended March 31, 2019 together with Reports of the Board of Directors and Auditors thereon be and are hereby received, approved and adopted.

2. REAPPOINTMENT OF SHRI SATHYA PRAKASH GUPTA

“RESOLVED THAT Shri Sathya Prakash Gupta, Director be and is hereby reappointed as a Director of the Company, whose period of office shall be determined for retirement of Directors by rotation.”

3. REAPPOINTMENT OF SHRI SATHYAMOORTHY SRINIVASAN (DIN 00459731) AS INDEPENDENT DIRECTOR

RESOLVED THAT pursuant to the provisions of Section 149, 152 read with Schedule IV and all other applicable provisions of the Companies Act, 2013 and the Companies (Appointment & Qualification of Directors) Rule, 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force) and Reg. 25 of SEBI (Listing Obligation & Disclosure Requirement) 2015 (Listing Regulations) Mr. Sathyamoorthy Srinivasan, who meets the criteria prescribed for Independent Directors under Section 149(6) of the Companies Act, 2013 and applicable provisions of the SEBI (Listing Obligation & Disclosure Requirement) 2015, be and is hereby re-appointed as an Independent Director of the Company for second term to hold office for five consecutive years from 27.09.2019 to 26.09.2024.

RESOLVED FURTHER THAT that pursuant to Section 196 of the Companies Act, 2013 and Regulation 17(1A) of the SEBI (Listing Obligation & Disclosure Requirement) 2015, the re-appointment of Mr. Satyamoorthy Srinivasan, notwithstanding his attaining the age of 75 years on 03.12.2019, be continued for the remaining term up to 26.09.2024 on the same terms and conditions and this resolution may be considered as the requisite approval of the shareholders as required under the Companies Act, 2013 and the Listing Regulations.

4. APPOINTMENT/REGULARISATION OF MRS. REMMY JAIN (DIN 08277269) AS DIRECTOR

“RESOLVED THAT Mrs. Remmy Jain, who was appointed as Additional Director pursuant to Section 161 (1) of the Companies 2013 and article 117 of the Articles of Association of the Company and holds such office upto the date of this Annual General Meeting and in respect of whom the Company has received Notice in writing pursuant to Section 160 of the Companies Act 2013 proposing her candidature to the office of Director be and is hereby appointed as Director of the Company.”

5. APPOINTMENT OF MRS. REMMY JAIN (DIN 08277269) AS INDEPENDENT DIRECTOR

“RESOLVED THAT pursuant to the provisions of Section 149, 152 read with Schedule IV and all other applicable provisions of the Companies Act, 2013 and the Companies (Appointment & Qualification of Directors) Rule, 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force) and Reg. 25 of SEBI (Listing Obligation & Disclosure Requirement) 2015, Mrs Remmy Jain be and is hereby appointed as an Independent Director of the company, not liable to retire by rotation and to hold office from 13 .11 2018 up to 12.11 2023.

6 RETIFICATION OF REMUNERATION OF COST AUDITORS

“RESOLVED THAT pursuant to Section 148 and other applicable provisions, if any, of the Companies Act, 2013 (“Act”) and the Companies (Audit and Auditors) Rules, 2014, as amended from time to time, the Company hereby ratifies the remuneration of Rs.45000/- plus GST and out of pocket expenses payable to M/s. Satnam Singh Saggu, Cost Auditor, (Membership No.M-10555) appointed by the Board of Directors of the Company, to conduct the audit of the cost records of the Company for the financial year ending 31st March, 2020.

Since there was no other item on agenda, the meeting concluded at 11.30 am with a vote of thanks to the Chair.

Place : New Delhi
Date : 28-Sep-2019 11: 15:10



CHAIRMAN