

VSD CONFIN LIMITED

REGD. OFF: 308 - A, 3RD FLOOR, SHALIMAR SQUARE, B. N. ROAD, LALBAGH, LUCKNOW - 226001 (U.P)

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4334796

30th September, 2019

To,
The Deputy Manager
Department of Corporate Services
BSE Limited
P. J. Towers, Dalal Street, Fort
Mumbai – 400 001

Scrip Code: 531696 (BSE)

Dear Sir/ Madam,

Sub: PROCEEDINGS OF THE 36th ANNUAL GENERAL MEETING.

The 36th Annual General Meeting of the Members of the Company was held on Monday, 30th day of September, 2019 at 308-A, 3rd Floor, Shalimar Square, B. N. Road, Lalbagh, Lucknow – 226001 being commenced at 9:30 A.M. and concluded at 11:15 A.M.

Mr. Ashutosh Sharma, Managing Director of the Company was elected as the Chairman of the meeting.

The Chairman informed the members that directors Mr. Santosh Kumar Gupta, Executive Director, Mr. Anshuman Garg, Non-Executive Independent Director, Mr. Ashutosh Sharma, M.D. and Mr. Naresh Kumar Rastogi, Executive Director were present at the Meeting. The Chairman further informed the presence of Statutory Auditor- Mr. Harshit Agrawal, Chartered Accountant partner of M/s. ANDROS & Co. and absence of Mr. Saurabh Srivastava, Secretarial Auditor of the Company.

The Chairman welcomed the Members and took note that 19 Shareholders were present. All the members were eligible to vote at the meeting as on the cut-off date 20th September 2019.

After verifying the attendance register and proxies, the Chairman declared that the required quorum was present and called the meeting to order. The Chairman delivered his speech and with the permission of the members the Notice and Annual Report (including director's report, auditors report and secretarial auditors report) were taken as read.

The Chairman further informed that the Register of Directors shareholding, Register of members and other statutory records as per the provisions the Companies Act, 2013 and rules thereof were available for inspection by the members of the company.

Clarification was provided on the queries raised by the members and thereafter the Chairman thanked all the members for attending and participating in the Meeting. He further informed that remote e-voting facility was provided to all the members entitled to vote, on all resolutions set forth in the notice in terms of Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements), Regulations, 2015 and the provisions of the Companies Act, 2013 and the Rules made there under and Secretarial Standard-2 (SS-2) on "General Meetings" issued by the Institute of Company Secretaries of

India. The remote e-voting commenced on Wednesday, 25th September, 2019 at 09.00 a.m. and ended on Sunday, 29th September, 2019 at 05.00 p.m.

The members present at the meeting exercised their voting through Ballot process.

The following resolutions set out in the Notice convening the AGM was proposed and seconded by Members:

Sr. No.	Agenda	Resolution Required	Mode of Voting	Remarks
1	Adoption of Financial Statement for the year ended 31 st March, 2019.	Ordinary	E-voting and ballot paper at the AGM	Passed with requisite majority
2	Appointment of Mr. Santosh Kumar Gupta, who retires by rotation at this AGM and being eligible has offered himself for re-appointment.	Ordinary	E-voting and ballot paper at the AGM	Passed with requisite majority
3	To Appoint M/s ANDROS & Co. As Statutory Auditors of the Company	Ordinary	E-voting and ballot paper at the AGM	Passed with requisite majority
4	To ratify the remuneration of Mr. Ashutosh Sharma and Mr. Santosh Kumar Gupta Director of the Company	Special	E-voting and ballot paper at the AGM	Passed with requisite majority
5	To Appoint M/s Saurabh Srivastava & Associates as Secretarial Auditors of the Company	Ordinary	E-voting and ballot paper at the AGM	Passed with requisite majority

The Chairman concluded the meeting stating that the results of the voting process shall be announced within 48 hours from the conclusion of this meeting.

Please take the above information on record. This is a summary of the proceedings of the 36th Annual General Meeting and may not be regarded as the Minutes of the Meeting.

For VSD CONFIN LIMITED



Ashutosh Sharma
(DIN: 08198684)
Managing Director