



## Harrisons Malayalam Limited

24/1624, Bristow Road, Willingdon Island, Cochin 682003

CIN: L01119KL1978PLC002947

Website: [www.harrisonsmalayalam.com](http://www.harrisonsmalayalam.com) Email id: [secretarial@harrisonsmalayalam.com](mailto:secretarial@harrisonsmalayalam.com)

Tel: 0484-2668023 Fax: 0484-2668024

September 6, 2019

<p>The Secretary National Stock Exchange of India Limited Exchange Plaza, Bandra- Kurla Complex Bandra (E), Mumbai, Maharashtra – 400051</p>	<p>The Secretary Bombay Stock Exchange Limited Corporate Relationship Department 1<sup>st</sup> Floor, New Trading Ring, Rotunda Building P.J. Towers, Dalal Street, Fort, Mumbai Maharashtra – 400001</p>
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Dear Sir / Madam

We hereby submit the following as the proceedings of the 42<sup>nd</sup> Annual General Meeting of M/s. Harrisons Malayalam Limited.

The 42<sup>nd</sup> Annual General Meeting of the Company was held on September 6, 2019, at Kerala Fine Arts Hall, Fine Arts Avenue, Foreshore Road, Cochin 682 016, at 11.00 A.M.

Mr.P. Rajagopalan, Director of the Company was unanimously elected as the Chairman of meeting. The Chairman after ascertaining the quorum called the meeting to order.

Thereafter he welcomed the members and other dignitaries to the meeting and introduced the dignitaries on the dais and briefed the members about the performance and outlook of the business.

With the concurrence of the members, the Notice convening the 42<sup>nd</sup> AGM along with the annual report including the Audited Financial Statements for the financial year 2018-19, being already circulated to all the members, were taken as read. He, then answered the queries from the members.

Members were informed that, the Company had provided its members the facility to exercise their rights to vote at the Forty Second Annual General Meeting by electronic means through the e-voting facilities provided by Central Depository Services (India) Limited (CDSL). The e-voting commenced on Tuesday, September 3, 2019, 09:00 AM and concluded on Thursday, September 5, 2019, 5:00 PM. The e-voting module was disabled by CDSL for voting



thereafter. Members who could not cast their vote electronically and present at the meeting were given the opportunity to cast their vote through physical ballot.

The members were informed that Mr. M. D. Selvaraj, FCS, Proprietor, MDS & Associates, Company Secretaries, Coimbatore, was appointed as the scrutinizer for the Annual General Meeting and ensuring conduct of the e-voting in a fair and transparent manner and the smooth conduct of the poll at the meeting.

The following items as contained in the notice were taken up for consideration.

- (i) *To receive, consider and adopt*
  - *the audited financial statements of the Company for the financial year ended March 31, 2019 together with the Reports of the Board of Directors and the Auditors thereon and*
  - *The Audited consolidated Financial Statements of the Company for the financial year ended March 31, 2019, together with the Reports of the Auditors thereon.*
- (ii) *To appoint a Director in place of Mr. Kaushik Roy (DIN 06513489) who retires by rotation and, being eligible, offers himself for reappointment.*
- (iii) *Re-appointment of Mr. Golam Momen as an Independent Director of the Company Pursuant to Provisions of Sections 149, 152 and other applicable provisions, if any, of the Companies Act, 2013 and the Rules made thereunder read with Schedule IV of the Act, Regulation 17(1A) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.*
- (iv) *Re-appointment of Mr. J. M. Kothary as an Independent Director of the Company Pursuant to Provisions of Sections 149, 152 and other applicable provisions, if any, of the Companies Act, 2013 and the Rules made thereunder read with Schedule IV of the Act, Regulation 17(1A) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.*
- (v) *Continuance of Directorship of Mr. P. Rajagopalan (DIN:02817068) Independent Director of the Company pursuant to Regulation 17 of SEBI (Listing Obligations and Disclosure Requirements) (Amendment) Regulation 2018 effective from February 13, 2019.*
- (vi) *Re-appointment and payment of remuneration to Mr. V. Venugopal, Manager of the Company.*
- (vii) *Ratification of Cost Auditors' Remuneration*

Further, the Members were informed that the combined results on the voting (through e-voting and through poll slips) along with the scrutinizer's report would be disseminated through the website of the Company and also on the website of CDSL within 48 hours from the conclusion of the meeting. The same would also be sent to the stock exchanges namely, BSE and NSE.




Chairman thanked all the members for their presence and support and after which the meeting stood closed.

This is for your information and records.

Thanking You,

**For HARRISONS MALAYALAM LIMITED**

  
**BINU THOMAS**  
Company Secretary

