

SHREE MANUFACTURING COMPANY LIMITED

Registered Office: Suite# 712, Prasad Chambers Opera House,
Mumbai, 400004

Email: shreemanufacturing@hotmail.com

Website: www.smel.in; Phone: 022-66631999

CIN: L36999MH1976PLC286340

Date: 19th July, 2019

To
BSE Limited
Phiroze Jeejeebhoy Towers
Dalal Street
Mumbai- 400001

Sub: Proceedings of the 42nd Annual General Meeting held on 19th July, 2019.

Ref: Scrip Code: 503863

Dear Sir/Madam,

Pursuant to the provisions of Regulation 30, Schedule III of the listing agreement we hereby furnish the proceedings of the 42nd Annual General Meeting of the Company held on Friday, 19th July, 2019, commenced at 12.00 Noon and Concluded at 01.15 P.M. at Suite# 712, Prasad Chambers, Opera House, Mumbai- 400004.

Pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014, the Company provided e-voting facility to the members to vote on the matters to be transacted at the Annual General Meeting. Further, to facilitate those members who were present at the AGM, either personally or by proxy, who did not cast their vote in respect of items of business as set out in the Notice of the Annual General Meeting. CS Payal Tachak, Proprietress of Payal Tachak & Associates, Practising Company Secretaries, Mumbai was appointed as Scrutinizer for Conducting the Poll by way of polling papers.

The results of voting on each resolution were determined considering the aggregate of vote cast by the members on each resolution separately, through e-voting and poll.

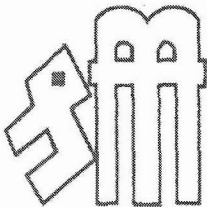
The Annual General Meeting was attended by requisite quorum and following businesses were passed with requisite majority.

ORDINARY BUSINESS:

1. Approval of Accounts:

The members considered and adopted the Audited Balance Sheet as at 31st March, 2019 and the Statement of Profit and Loss for the year ended on that date together with Reports of the Board of Directors' and Auditors' thereon.





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2. Appointment of Director in place of Mr. Vishal Dedhia (DIN 00728370) who retires by rotation and, being eligible, offers himself for re-appointment

The members approved the appointment of Mr. Vishal Dedhia (DIN 00728370), who retires by rotation and being eligible, offers himself for re-appointment.

3. Appointment of Statutory Auditor

The members approved the appointment of Laxmi Tripti & Associates, Chartered Accountant Firm (FRN: 009189C), as the Statutory Auditor of the Company.

SPECIAL BUSINESS:

4. Regularization appointment of Mr. Samirkumar Sampat (DIN: 08116619) as an Independent Director as per Companies Act, 2013

The members approved the regularization of appointment of Mr. Samirkumar Sampat (DIN: 08116619) as an Independent Director as per Companies Act, 2013.

5. Regularization appointment of Ms. Hetal Dave (DIN: 08397075) as an Independent Director as per Companies Act, 2013

The members approved the regularization of appointment of Ms. Hetal Dave (DIN: 08397075) as an Independent Director as per Companies Act, 2013.

Further, a copy of combined Scrutinizer's Report received from CS Payal Tachak, Proprietress of Payal Tachak & Associates, Practicing Company Secretaries, Mumbai is enclosed herewith for your records.

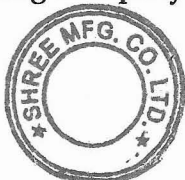
Kindly take the same on your records.

Thanking You,

Yours Faithfully,

For Shree Manufacturing Company Limited

Vishal
Vishal Dedhia
Whole Time Director
DIN: 00728370



Encl.: As Above



PAYAL TACHAK & ASSOCIATES
PRACTISING COMPANY SECRETARIES

E-mail Id: payaltachakandassociates@gmail.com

Mob: 8169069288

Scrutinizer's Report
[E-Voting & Poll]

[Pursuant to Section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014]

19/07/2019

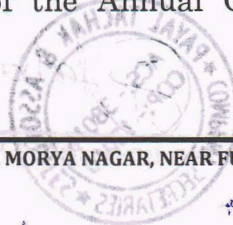
To,
Board of Directors,
Shree Manufacturing Industries Limited
Suite# 712, Prasad Chambers, Opera House,
Mumbai- 400004

Sub: Combined Scrutinizer's Report on e-voting and poll conducted pursuant to provisions of Section 108, Section 109 of the Companies Act, 2013 read with Rule 20, 21 of the Companies (Management and Administration) Rules, 2014 and read with Regulation 44 of the SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015.

Dear Sir,

I, Payal Tachak, Practising Company Secretary, have been appointed as a scrutinizer by the Board of Directors of Shree Manufacturing Company Limited (the Company) for 42nd Annual General Meeting held on Friday, 19th July, 2019 at 12:00 Noon at Suite# 712, Prasad Chambers, Opera House, Mumbai- 400004 for following purpose:

- i. Scrutinizing the remote e-voting process under the provisions of Section 108 of the Companies Act, 2013 (the 2013 Act) read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (Rules) and;
- ii. To conduct the poll in a fair and transparent manner under the provisions of Section 109 of the 2013 Act read with Rule 21 of Rules, on the resolutions mentioned in the notice of the Annual General Meeting (AGM) of the members of the Company.





PAYAL TACHAK & ASSOCIATES
PRACTISING COMPANY SECRETARIES

E-mail Id: payaltachakandassociates@gmail.com

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The management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and Rules relating to e-voting and poll on the resolutions mentioned in the Notice of the AGM of the members of the Company. My responsibility as a scrutinizer for the e-voting process and for poll at the AGM is restricted to make a Scrutinizer's report of the votes cast "in favour" or "against" the resolutions mentioned in the notice based on the reports generated from the e-voting system provided by Central Depository Services (India) Limited (CDSL), the authorized agency engaged by the Company to provide e-voting facilities for e-voting and the poll conducted at AGM.

CDSL was engaged by the Company as authorised agency to provide e-voting facility to the members of the Company.

Moreover, I hereby submit my report on the result of e-voting as under:

- I. The e-voting period commenced on Tuesday, the 16th July, 2019 at 09:00 a.m. and ended on Thursday, 18th July, 2019 at 05:00 p.m. The e-votes casted by shareholders of the Company till 05:00 p.m. on 18th July, 2019 were considered in the report;
- II. The Company has fixed cut-off date / record date as 12th July, 2019 for the purpose of e-voting. The shareholders possessed shares of the Company as on the cut-off date / record date were entitled to e-vote(s) for the proposed resolution(s) mentioned in the Notice calling AGM of the Company;
- III. The e-votes were unblocked on Friday, the 19th July, 2019 around 13:41 in the presence of two witnesses, namely, Ms. Dipika Shinde residing at Sewri, Mumbai 400015 and Mr. Pratik Champaneri residing at Andheri East, who are not in employment of the company. They have signed below in the confirmation of the e-votes being unblocked in their presence.


Witness 1: Dipika Shinde


Witness 2: Pratik Champaneri



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The result of the E-voting and Poll is as under:

VOTES IN FAVOR OF THE RESOLUTION							
Item No of notice and brief text of Resolution		Ballot		E-voting		Combined	
		No. of Votes	% of Valid Votes	No. of Votes	% of Valid Votes	No. of Votes	% of Valid Votes
ORDINARY BUSINESS AND ORDINARY RESOLUTION							
1.	Adoption of statement of Profit & Loss, Balance Sheet, report of Director's and Auditor's for the financial year 31 st March, 2019.	1881	100.00%	4143420	99.9993%	4145301	99.9993%
2.	To Re-appoint a Director, Vishal Dedhia (DIN 00728370) who retires by rotation and, being eligible, offers himself for re-appointment.	1881	100.00%	4143420	99.9993%	4145301	99.9993%
3.	Appointment of Laxmi Tripti & Associates, Chartered Accountant Firm (FRN 009189C) as Statutory Auditor in place of DPSY and Associates, Chartered Accountants (FRN: 135764W).	1881	100.00%	4143420	99.9993%	4145301	99.9993%
SPECIAL BUSINESS AND ORDINARY RESOLUTION							
4	Regularization of Appointment of Samirkumar Sampat (DIN: 08116619) as an Independent Director of the Company.	1881	100.00%	4143420	99.9993%	4145301	99.9993%
5	Regularization of Appointment of Hetal Dave (DIN: 08397075) as an Independent Director of the Company.	1881	100.00%	4143420	99.9993%	4145301	99.9993%



ADD: 505/D, SAI ABHYUDAY COMPLEX, ZERO ROAD, MORYA NAGAR, NEAR FUN FIELDS, VASANT PARA WEST, PALGHAR 401203



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PRACTISING COMPANY SECRETARIES

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VOTES AGAINST THE RESOLUTION

Item No	of notice and brief text of Resolution	Ballot		E-voting		Combined	
		No. of Votes	% of Valid Votes	No. of Votes	% of Valid Votes	No. of Votes	% of Valid Votes
ORDINARY BUSINESS AND ORDINARY RESOLUTION							
1.	Adoption of statement of Profit & Loss, Balance Sheet, report of Director's and Auditor's for the financial year 31 st March, 2019.	Nil	N.A.	29	0.0007%	29	0.0007%
2.	To Re-appoint a Director, Vishal Dedhia (DIN 00728370) who retires by rotation and, being eligible, offers himself for re-appointment.	Nil	N.A.	29	0.0007%	29	0.0007%
3.	Appointment of Laxmi Tripti & Associates, Chartered Accountant Firm (FRN 009189C) as Statutory Auditor in place of DPSY and Associates, Chartered Accountants (FRN: 135764W).	Nil	N.A.	29	0.0007%	29	0.0007%
SPECIAL BUSINESS AND ORDINARY RESOLUTION							
4	Regularization of Appointment of Samirkumar Sampat (DIN: 08116619) as an Independent Director of the Company.	Nil	N.A.	29	0.0007%	29	0.0007%
5	Regularization of Appointment of Hetal Dave (DIN: 08397075) as an Independent Director of the Company.	Nil	N.A.	29	0.0007%	29	0.0007%



ADD: 505/D, SAI ABHYUDAY COMPLEX, ZERO ROAD, MORYA NAGAR, NEAR FUN FIESTA, NALLASOPARA WEST, PALGHAR 401203



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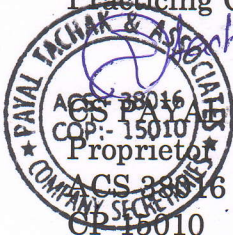
E-mail Id: payaltachakandassociates@gmail.com

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INVALID VOTES

Item No of notice and brief text of Resolution	Ballot		E-voting		Combined		
	No. of Votes	%	No. of Votes	%	No. of Votes	%	
ORDINARY BUSINESS AND ORDINARY RESOLUTION							
1.	Adoption of statement of Profit & Loss, Balance Sheet, report of Director's and Auditor's for the financial year 31 st March, 2019.	Nil	N.A.	Nil	N.A.	Nil	N.A.
2.	To Re-appoint a Director, Vishal Dedhia (DIN 00728370) who retires by rotation and, being eligible, offers himself for re-appointment.	Nil	N.A.	Nil	N.A.	Nil	N.A.
3.	Appointment of Laxmi Tripti & Associates, Chartered Accountant Firm (FRN 009189C) as Statutory Auditor in place of DPSY and Associates, Chartered Accountants (FRN: 135764W).	Nil	N.A.	Nil	N.A.	Nil	N.A.
SPECIAL BUSINESS AND ORDINARY RESOLUTION							
4.	Regularization of Appointment of Samirkumar Sampat (DIN: 08116619) as an Independent Director of the Company.	Nil	N.A.	Nil	N.A.	Nil	N.A.
5.	Regularization of Appointment of Hetal Dave (DIN: 08397075) as an Independent Director of the Company.	Nil	N.A.	Nil	N.A.	Nil	N.A.

FOR PAYAL TACHAK & ASSOCIATES
Practicing Company Secretary



PAYAL TACHAK

Place: Mumbai