

Ref: AL/SE/0919/07

Date: 30th September, 2019

National Stock Exchange of India Limited
Exchange Plaza, 5th Floor,
Plot No. C/1, G Block,
Bandra- Kurla Complex,
Bandra (East), Mumbai - 400051.
Fax No. 2659 8237 / 38

Corporate Relationship Department
Bombay Stock Exchange Limited
Phiroze Jeejeebhoy Towers,
2nd Floor, Dalal Street,
Mumbai – 400 001
Fax No. 2272 3121/ 2037

Re.: - Arshiya Limited – **NSE Scrip Name: ARSHIYA**
BSE Scrip Code: 506074

SUB: Outcome of the 38th Annual General Meeting (“AGM”)

We would like to inform you that the Thirty-Eighth Annual General Meeting (“AGM”) of the Members of the Company held today i.e. 30th September, 2019 at Hall of Culture (Nehru Centre), Dr. Annie Besant Road, Worli, Mumbai – 400 018.

The Company had provided remote e-voting facility to the Members on the resolutions proposed to be conducted at the AGM from Friday, the 27th September, 2019 (10:00 A.M.) to Sunday, the 29th September, 2019 (05:00 P.M.). Further, the members and Proxy Holders, who attended AGM in person and had not opted for remote e-voting, were provided facility to vote through Ballot Paper at the AGM.

In this regard, please find enclosed herewith brief proceedings as required under the Regulation 30, Part A of Schedule - III of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 as **Annexure – I**.

The details of voting results of the Ballot Paper at AGM and the remote e-voting facility opted by the Members on the resolutions will be forwarded separately on declaration of voting results within stipulated time, in the format prescribed under Regulation 44 of the SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015.

The meeting started at 3.00 p.m. (IST) and concluded at 4.00 p.m. (IST).

Further, the details as required to be submitted below shall be forwarded separately:

1. Voting results as required under Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.
2. Report of the Scrutinizer, pursuant to Section 108 of the Companies Act, 2013 and Rule 20 (4) (xii) of the Companies (Management and Administration), Rules 2014.

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3. Annual Report for the financial year 2018-19 as required under the Regulation 34 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 duly approved by the members as per the provisions of the Companies Act, 2013.

Please take the aforesaid information in your record and acknowledge.

Thanking you.

Yours faithfully,

For ARSHIYA LIMITED



Savita Dalal

Company Secretary & Compliance Officer

Enclosed: As above

SUMMARY OF PROCEEDINGS OF THE 38TH ANNUAL GENERAL MEETING

The 38th Annual General Meeting (AGM) of the Members of Arshiya Limited ('the Company') was held on Monday, 30th September, 2019 at 3.00 P.M (IST) at Hall of Culture (Nehru Centre), Dr. Annie Besant Road, Worli, Mumbai - 400 018. The following were present during the meeting:

Mr. Ajay S Mittal	Chairman and Managing Director
Mr. Ashishkumar Bairagra	Non-Executive Independent Director & Chairman of Audit Committee
Mr. Rishabh Shah	Non-Executive Independent Director
Mr. T. S. Bhattacharya	Non-Executive Independent Director
In Attendance	
Mrs. Savita Dalal	Company Secretary & Compliance Officer
Mr. Dineshkumar Sodani	Chief Financial Officer
Mr. Mohammad Aabid	Partner of M/s. Aabid & Co., & Practicing Company Secretary Secretarial Auditor and the scrutinizer for the purpose of remote e-voting and voting at the AGM
Mr. Mukul Patel	Partner of M.A. Parikh and Co., Chartered Accountants, Internal Auditor of the Company.
Mr. Rohan Gupta	Authorised Representative of Chaturvedi & Shah LLP, Chartered Accountants, Statutory Auditor of the Company.

Members present in person or through proxy:

- 1) Promoter and Promoter Group - 1
- 2) Public- 35

The meeting commenced at 3:00 PM (IST) and concluded at around 4:00P.M. (IST). Mr. Ajay S Mittal, Chairman and Managing Director of the Company chaired the meeting except for the Agenda Item No. 2 and Item No. 10 (being Interested) as set out in the Notice dated 04th September, 2019. Mr. Ashishkumar Bairagra Chaired the Meeting for Agenda Item No. 2 and 10 as set out in the Notice dated 04th September, 2019.



Mr. Ajay S Mittal introduced his colleagues on the dais. The requisite quorum being present, the Chairman called the meeting to order. All the directors of the Company attended the meeting except Mrs. Archana A Mittal, who had informed her inability to attend the meeting. The Chairman requested Mrs. Savita Dalal, Company Secretary of the Company to read the Chairman's speech on his behalf, Auditors Report and Notice of AGM. The Chairman informed the shareholders that the Company had provided Members the facility to cast their vote electronically, on all resolutions set forth in the Notice. Members who were present at the AGM and had not cast their votes electronically were provided an opportunity to cast their votes at the end of the meeting by way of "Ballot" voting system. The following items of business, as per the Notice of the AGM dated 4th September, 2019, were transacted at the meeting:

Agenda Items	Type of Resolution
1. To receive, consider and adopt: (a) The Audited Standalone Financial Statements of the Company for the financial year ended 31 st March, 2019, together with the Reports of the Board of Directors and Auditor's thereon. (b) The Audited Consolidated Financial Statements of the Company for the financial year ended 31 st March, 2019, together with the Report of the Auditor's thereon.	Ordinary
2. To appoint a Director in place of Mrs. Archana A Mittal (DIN 00703208), who retires by rotation and being eligible offers herself for re-appointment.	Ordinary
3. Ratification of remuneration to Cost Auditor	Ordinary
4. To re-appoint Mr. Ashishkumar Bairagra (DIN 00049591) as an Independent Director:	Special
5. To re-appoint Mr. Rishabh Shah (DIN 00694160) as an Independent Director:	Special
6. To approve and adopt Arshiya Limited Employee Stock Option Scheme 2019	Special
7. To approve grant of Stock Options to the Employees/Directors of Holding, and/or Subsidiary Company (ies) (Present & Future) under the ESOP Scheme 2019	Special
8. Approval for sale of the Company's undertaking in Arshiya Rail Infrastructure Limited (ARIL), a wholly owned material subsidiary of the Company	Special
9. Approval for sale of the Company's undertaking in Arshiya Industrial & Distribution Hub Limited (AIDHL), a wholly owned material subsidiary of the Company	Special
10. Approval for Increase in remuneration of Mr. Ananya A Mittal- Chief Strategy Officer of the Company and holding of Office or Place of Profit in the Company	Ordinary
11. Issue of equity shares on Preferential basis	Special



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The Chairman later provided clarifications to the queries raised by the members. The Board of Directors had appointed Mr. Mohammad Aabid, Partner of M/s. Aabid & Co., Practicing Company Secretary as the Scrutinizer to supervise the e - voting and Poll process. The Chairman authorized the Company Secretary to declare the voting results, intimate the stock exchanges and place the same on the website of the Company. The details of the voting results (remote e-voting and Poll) on all the resolutions as set out in the Notice of AGM shall be made available separately.

The Chairman thanked the members for attending the 38th AGM of the Company and declared the meeting as concluded.

The Notice containing brief profile of Director's re-appointed is enclosed herewith.

This is for your information and records.

Thanking you.

Yours Sincerely,

For ARSHIYA LIMITED

Savita Dalal

Company Secretary & Compliance officer



Date: 30th September, 2019