

Proceedings of Annual General Meeting of the Company held on Wednesday, September 30, 2015 at 12.30 p.m.

The 84th Annual General Meeting of the members of the Company was held on September 30, 2015 at 12.30 p.m. at the registered office of the Company at 601 & 602, N.S. Patkar Marg, Girgaum Chowpatty, Mumbai 400 007.

Mr. Raja Ram Baldi, Chairman chaired the meeting.

Total 21 members attended the meeting as per attendance register.

The Company Secretary informed the members that pursuant to the provisions of Companies Act, 2013, rules framed thereunder and listing agreement, the Company has extended the remote e-voting facility to the members of the Company in respect of the resolutions to be passed at the meeting.

The remote e-voting commenced at 9 a.m. on September 27, 2015 and ended at 5 p.m. on September 29, 2015.

The Company Secretary informed the members that voting by show of hands is not permitted at the general meeting where e-voting have been offered to the shareholders. Therefore, the voting at the AGM will be conducted through poll.

The Chairman informed that the company has engaged the services of Ms. Bhavana N. Pandya & Co., Chartered Accountants as scrutinizer for the purpose of scrutinizing the remote e-voting/Ballot and the poll process.

Thereafter, all the 8 resolutions required to be passed were proposed and seconded on the invitation of the Chairman, the Chairman ordered a poll to be taken at the meeting and requested Ms. Bhavana N. Pandya, Scrutinizer for an orderly conduct of the voting.

The Chairman announced that the e-voting results along with the combined Scrutinizer report shall be placed on the website of the Company and website of Stock Exchange. The resolutions passed by the members with requisite majority are detailed hereunder:

ORDINARY BUSINESS:

1. Adoption of Balance Sheet, Statement of Profit & Loss, Report of the Board of Directors and Auditors for the financial year ended March 31, 2015 (Ordinary Resolution).
2. To declare final dividend on equity shares (Ordinary Resolution).
3. Re-appointment of Mr. Rajesh Nuwal who retires by rotation (Ordinary Resolution).



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4. Appointment of M/s. CLB & Associates, Chartered Accountants as Auditors and fixing their remuneration (Ordinary Resolution).

SPECIAL BUSINESS:

5. Appointment of Mr. Jimmy Anklesaria as Independent Director (Ordinary Resolution).
6. Appointment of Mrs. Sona Hadkar as Director (Ordinary Resolution).
7. Adoption of new set of Articles of Association of the Company containing regulations in conformity with the Companies Act, 2013 (Special Resolution).
8. Approval of Related Party Transactions under Clause 49 of the Equity Listing Agreement (Special Resolution).

The consolidated Scrutinizer's Report was uploaded on the website of the Company. The results in the format prescribed were notified to the stock exchange under Clause 35A of the Listing Agreement.

For **IndiaNivesh Limited**


Jinesh Doshi
Company Secretary

