

BHARATIYA GLOBAL INFOMEDIA LIMITED
 Regd. Office: B-13, LGF, Amar Colony, Lajpat Nagar IV, New Delhi-110024.
 CIN: L74999DL1994PLC062967

Dated: 06th Oct 2015

Proceedings of the 21ST Annual General Meeting of the Shareholders of Bharatiya Global Infomedia Limited held on Tuesday, September 29, 2015 at 10:15 A.M. at the A-81, Bipin Chandra Pal Memorial Trust, CR Park, New Delhi-110019.

PRESENT:

DIRECTORS:

<u>Sl. No.</u>	<u>Name of Director</u>	:	<u>Designation</u>
(1)	Mr. Rakesh Bhhatia	:	Chairman
(2)	Ms. Arti Bhatia	:	Director
(3)	Mr. Sanjay Kapoor	:	Independent Director
(4)	Ms. Arti Jain	:	Independent Director
(5)	Mr. Kumar Pushkar	:	Company Secretary

INVITEES:

(6)	Mr. Pankaj Sharma	Partner, Sampark associates, Chartered Accountants, Auditors
(7)	Ms. Geetangali Aggarwal	Partner, K.K. Singh & Associates, Scrutinizer

Members Attendance:

In aggregate, 54 (Fifty Four) Members (inclusive of members from the above names, as per attendance slips) were present in person and holding valid proxies.

Chairman of the Meeting:

Mr. Rakesh Bhhatia took the Chair.

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Quorum:

The Chairman announced that the requisite quorum was present and called the meeting in order. He then welcomed the members present in the 21st Annual General Meeting of the Company and began with the formal proceedings of the meeting.

The meeting commenced at 10:15 am. The Chairman welcomed the members to the 21st Annual General Meeting of the Company. The Chairman introduced the Board of Directors to the members. He informed that Mr. Sanjeev Kumar Mittal and Mr. Harjeet Singh Anand, Directors could not attend the Annual General Meeting as they were pre-occupied.

The Chairman informed the members that the Audited Financial Statements of the Company for the Financial Year ended March 31, 2015, along with reports of the Board of Directors and Auditors thereon were sent to all the members.

Notice Convening the Meeting, Audited Accounts and Directors Report thereon:

With the consent of members present, the notice convening the meeting, Audited Accounts and Director Report thereon having already been circulated, were taken as read.

Chairman's Speech:

The Chairman then made a speech on the economy in general and the working of the company. He then mentioned the registers as required under the Companies Act, 2013 were kept at the meeting for inspection to the members till the conclusion of the meeting.

Auditor's Report:

Mr. Kumar Pushkar, Company Secretary then read the Auditors' Report to the members as suggested by the chairman.

E-Voting Facilities:

The Chairman then informed the members that pursuant to section 108 of the Companies Act, 2013 read with rule 20 of the Companies (Management and Administration) Rules, 2014 the Company has provided E-voting facility from 09.00 a.m. on 26th Sep 2015 to 05.00 p.m. on 28th Sep 2015

The Chairman further informed that the Board of Directors had engaged the services of Karvy Computer Share Private Limited as the agency to provide e-voting facility and had appointed Ms. Geetanjali, partner of K.K. Singh & Associates, Practicing Company Secretaries, as the Scrutinizer for the purpose of scrutinizing the voting including the e-voting.

Physical Ballot:

The Chairman stated that the facility for voting through ballot paper is made available for all those members who are present at the meeting but have not cast their votes by availing the remote e-voting facility.

Results of E-Voting and Physical ballot:

The Chairman then informed to the members that result of the polling would be declared by the company to stock exchange within 2 working days from the conclusion of meeting. He also mentioned that the polling result along with E-voting and Scrutinizer Report would be displayed by the company within 2 working days from the conclusion of the meeting on the website (www.bgil.in) of the company.

Conduct of Physical Ballot:

As advised by the chairman, the Company Secretary then conducted the voting procedure by distributing ballot papers after showing empty ballot box to the members.

After ensuring that all members had casted their votes, the scrutinizer closed the voting around 11:15 a.m. and took custody of ballot box.

The Chairman then took up the Agenda items as mentioned in the Notice.

As required under the Secretarial Standard on General Meetings, the Chairman, step by step explained the implications of the resolutions and informed that if any member needs to seek any further clarification and / or offer comments, may do it after the implications would be explained.

As Ordinary Business:**Resolution No. 1:**

Consideration and Adoption of (a) the audited Financial statements of the Company for the financial year ended March 31, 2015, the reports of the Board of Directors for the financial year ended March 31, 2015 and Audited Consolidated Financial Statements of the Company for the Financial Year ended 31st March 2015 and reports of the Board of Director and Auditors' Report thereon :

The Chairman explained the members that the Auditors' Report does not contain any qualifications, observations or comments or other remarks on the financial transactions or matters, which have any adverse effect on the functioning of the Company.

The following resolution was considered:

“RESOLVED THAT the following financial statements be and are hereby received, considered and adopted:

- (a) the audited standalone financial statements of the Company for the financial year ended March 31, 2015, the reports of the Board of Directors and Auditors thereon; and
- (b) the audited Consolidated financial statements of the Company for the financial year ended March 31, 2015, the reports of the Board of Directors and Auditors thereon; and

The resolution was passed unanimously.

Resolution No. 2:

Ratification of Appointment of M/s Sampark Associates, Chartered Accountants, auditors, to hold Office as auditors of the Company, from the conclusion of this Annual General Meeting until the conclusion of the next Annual General Meeting and to fix their remuneration:

The Chairman informed that appointment of Auditors may be ratified by the Shareholders and following resolution was considered:

“RESOLVED that M/s. Sampark Associates., Chartered Accountants, the auditors, be and are hereby appointed to hold office as auditors of the Company, from the conclusion of this Annual General Meeting until the conclusion of the next Annual General Meeting of the Company on remuneration to be decided by the Board of Directors.”

The resolution was passed unanimously.

As Special Business:

Resolution No. 3:

The Chairman read the following resolution to take approval of members for utilization of IPO proceeds.

“RESOLVED THAT pursuant to the applicable provisions of the Companies Act, 2013 and all other applicable rules, regulations, guidelines and other statutory provisions for the time being in force, approval of the members of the company be

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and is hereby accorded to the actual utilization of revised IPO proceeds as on 31st March, 2015 and 30th June, 2015 as set out hereunder.

S. No.	Particulars	As per the prospectus Dated 16th July 2011	Revised Utilization As per Postal Ballot Approval	Utilization till 31st March, 2015	Utilization till 30th June, 2015
1.	Setting up our offices	989.60	989.60	774.80	774.80
2.	Repayment of RBS Loan	269.72	293.12	293.12	293.12
3.	IPO Expenses	277.36	312.85	312.85	312.85
4.	Up gradation Machinery Assets	2204.67	1532.50	1382.50	1382.50
5.	General Corporate Expenses on R&D	850	711.39	711.39	711.39
6.	Meeting Long Term Work Capital Requirement	505	1240.87	1025.06	1025.06
8.	Cash & Escrow Bank Account & Investment ICD			597.37	597.37
		5553.08	5553.08	5553.08	5553.08

“FURTHER RESOLVED THAT for the purpose of these resolutions, the Board be and is hereby authorized to do such acts, deeds, matters, take necessary steps in the matter as the Board may in its absolute discretion deem necessary, desirable or expedient and to settle any question that may be in this regard and incidental thereto, without being required to seek any further consent approval thereto expressly by the authority of this resolution.”

“RESOLVED FURTHER THAT the Board be and is hereby authorized to delegate all or any of the powers herein conferred to any Committee of Directors or any Other Officer(s)/ Authorized Representative(s) of the Company to give effect to the aforesaid resolution.

The resolution was passed unanimously.


Results of E-Voting and physical ballot on the ordinary and special business conducted at 21st Annual General Meeting of the Company held on 29th Sep 2015

On the basis of the Scrutinizer’s Report in Form MGT-13 dated 01st Oct, 2015, The Voting Results was announced:-

MINUTE BOOK

Item No.	Particulars	Ordinary/Special	Votes Cast in favour of resolution	Votes Cast in against of resolution
1.	Consideration and Adoption of (a) the audited Standalone Financial statements and (b) audited Consolidated Financial Statements of the Company for the financial year ended March 31, 2015, the reports of the Board of Directors and Auditors thereon.	Ordinary	100.00	0.00
2.	Ratification for appointment of M/s. Sampark Associates, Chartered Accountants, auditors, to hold Office as auditors of the Company, from the conclusion of this Annual General Meeting until the conclusion of the next Annual General Meeting and to fix their remuneration.	Ordinary	100.00	0.00
3.	To approve the actual utilization of revised IPC proceeds as on 31 st March 2015 and 30 th June, 2015 set out hereunder.	Special	100.00	0.00

All the above Ordinary & Special Resolutions were approved and duly passed with requisite majority and are recorded as part of the proceeding of this Annual General Meeting of the members.


Rakesh Bhatia
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