



August 8<sup>th</sup>, 2015

The Secretary,  
Bombay Stock Exchange Limited,  
Phiroze Jeejeebhoy Towers,  
Dalal Street, MUMBAI - 400 001

The Secretary,  
National Stock Exchange of India Ltd.,  
Exchange Plaza, 5th Floor,  
Plot No. C/1, G Block  
Bandra-Kurla Complex,  
Bandra(E), MUMBAI - 400 051.

The Secretary,  
The Stock Exchange, Ahmedabad,  
Kamdhenu Complex,  
Opp: Sahajanand College,  
Panjarpole, Ahmedabad - 380 015.

SCRIP CODE NO: 537292

Sub: Submission of information under Clause 35A of the Listing Agreement.

Dear Sir,

The Annual General Meeting of the company was held today i.e. on 8<sup>th</sup> August 2015. Kindly find enclosed proceedings of Annual General Meeting with this letter.

As per the requirement of Clause 35A of the Equity Listing Agreement, given below are the details of the voting results of the Annual General Meeting of the Company as per the formant prescribed under Listing Agreement.

Details of voting results:

Date of AGM	August 8, 2015
Total Number of share holders on record date Cut-off date of e-voting: 30 <sup>th</sup> June 2015	28,511
No. of shareholders present in the meeting either in person or through proxy:	
- Promoters and Promoter Group	4
- Public	33

Agenda wise:

Item No.	Details of the Agenda	Resolution Required (Ordinary/Special)	Mode of voting (Show of hands/Poll/Postal ballot/E-voting)	Remarks
1.	Adoption of the Audited Statement of Profit and Loss for the year ended 31 <sup>st</sup> March 2015 and the Balance Sheet as at that date together with the Reports of the Directors and the Auditors thereon	Ordinary	E-voting & Show of hands	The resolution was passed with requisite majority
2.	Appointment of Auditors and fixing their remuneration	Ordinary	E-voting & Show of hands	The resolution was passed with requisite majority
3.	Re-appointment of Mr. Satish Kagliwal, who retire by rotation as Director	Ordinary	E-voting & Show of hands	The resolution was passed with requisite majority
4.	Appointment of Ms. Sweta Garodia as Director	Ordinary	E-voting & Show of hands	The resolution was passed with requisite majority
5.	Appointment of Mr. Omprakash Sharma as an Independent Director	Ordinary	E-voting & Show of hands	The resolution was passed with requisite majority
6.	Appointment of Mr. Kashinath Iyer as an Independent Director	Ordinary	E-voting & Show of hands	The resolution was passed with requisite majority
7.	Appointment of Mr. Shrirang Agrawal as an Independent Director	Ordinary	E-voting & Show of hands	The resolution was passed with requisite majority

The voting details are annexed herewith in the prescribed format.

Thanking You.

Yours faithfully,  
For Agri-Tech (India) Limited,



Authorised Signatory

Agri-Tech (India) Limited  
Annexure

Details for reporting under Clause 35A of the Listing Agreement based on result of voting at the Annual General Meeting held on 8 <sup>th</sup> August 2015								
Resolution No. 1								
	Promoter/Public	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes - Against	% of Votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3) = [(2)/(1)]*100	(4)	(5)	(6) = [(4)/(2)]*100	(7) = [(5)/(2)]*100
1	Promoter and Promoter Group	1490300	1490300	100.00	1490300	0	100.00	0.00
2	Public – Institutional holders	0	0	0.00	0	0	0.00	0.00
3	Public-Others	2746	2746	100.00	2746	0	100.00	0.00
	Grand Total	1493046	1493046	100.00	1493046	0	100.00	0.00
Resolution No. 2								
	Promoter/Public	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes - Against	% of Votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3) = [(2)/(1)]*100	(4)	(5)	(6) = [(4)/(2)]*100	(7) = [(5)/(2)]*100
1	Promoter and Promoter Group	1490300	1490300	100.00	1490300	0	100.00	0.00
2	Public – Institutional holders	0	0	0.00	0	0	0.00	0.00
3	Public-Others	2746	2746	100.00	2746	0	100.00	0.00
	Grand Total	1493046	1493046	100.00	1493046	0	100.00	0.00
Resolution No. 3								
	Promoter/Public	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes - Against	% of Votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3) = [(2)/(1)]*100	(4)	(5)	(6) = [(4)/(2)]*100	(7) = [(5)/(2)]*100
1	Promoter and Promoter Group	1490300	1490300	100.00	1490300	0	100.00	0.00
2	Public – Institutional holders	0	0	0.00	0	0	0.00	0.00
3	Public-Others	2746	2746	100.00	2746	0	100.00	0.00
	Grand Total	1493046	1493046	100.00	1493046	0	100.00	0.00



Resolution No. 4								
	Promoter/Public	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes - Against	% of Votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3) = [(2)/(1)]*100	(4)	(5)	(6) = [(4)/(2)]*100	(7) = [(5)/(2)]*100
1	Promoter and Promoter Group	1490300	1490300	100.00	1490300	0	100.00	0.00
2	Public – Institutional holders	0	0	0.00	0	0	0.00	0.00
3	Public-Others	2746	2746	100.00	2746	0	100.00	0.00
	Grand Total	1493046	1493046	100.00	1493046	0	100.00	0.00
Resolution No. 5								
	Promoter/Public	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes - Against	% of Votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3) = [(2)/(1)]*100	(4)	(5)	(6) = [(4)/(2)]*100	(7) = [(5)/(2)]*100
1	Promoter and Promoter Group	1490300	1490300	100.00	1490300	0	100.00	0.00
2	Public – Institutional holders	0	0	0.00	0	0	0.00	0.00
3	Public-Others	2746	2746	100.00	2746	0	100.00	0.00
	Grand Total	1493046	1493046	100.00	1493046	0	100.00	0.00
Resolution No. 6								
	Promoter/Public	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes - Against	% of Votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3) = [(2)/(1)]*100	(4)	(5)	(6) = [(4)/(2)]*100	(7) = [(5)/(2)]*100
1	Promoter and Promoter Group	1490300	1490300	100.00	1490300	0	100.00	0.00
2	Public – Institutional holders	0	0	0.00	0	0	0.00	0.00
3	Public-Others	2746	2746	100.00	2746	0	100.00	0.00
	Grand Total	1493046	1493046	100.00	1493046	0	100.00	0.00



Resolution No. 7								
	Promoter/Public	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes - Against	% of Votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3) = [(2)/(1)]*100	(4)	(5)	(6) = [(4)/(2)]*100	(7) = [(5)/(2)]*100
1	Promoter and Promoter Group	1490300	1490300	100.00	1490300	0	100.00	0.00
2	Public – Institutional holders	0	0	0.00	0	0	0.00	0.00
3	Public-Others	2746	2746	100.00	2746	0	100.00	0.00
	Grand Total	1493046	1493046	100.00	1493046	0	100.00	0.00





**agritech**  
**( India ) Limited**

(CIN L01110MH1993PLC073268)

PROCEEDINGS OF THE ANNUAL GENERAL MEETING OF THE MEMBERS OF AGRI-TECH (INDIA) LIMITED HELD ON SATURDAY THE 8<sup>TH</sup> OF AUGUST 2015 AT 1.00 P.M AT THE REGISTERED OFFICE OF THE COMPANY AT NATH HOUSE, NATH ROAD, AURANGABAD.

**DIRECTORS PRESENT**

Mr. Akash Kagliwal  
Mr. Shrirang Agrawal  
Mr. Kashinath Iyer  
Mr. Satish Kagliwal  
Mr. Omprakash Sharma  
Ms. Sweta Garodia

Managing Director  
Director  
Director  
Director  
Director  
Director

**IN ATTENDANCE**

Mr. Rajendra Sharma  
Ms. Reshma Talbani

Chief Financial Officer  
Company Secretary

Members Present

Members present in person: 35

Members present in proxy: 0

Members via E-voting: 2

Mr. Akash Kagliwal took the Chair and thereafter with the permission of the Members the Chairman's speech was read.

The Notice of the meeting was read with the permission of the Members. After ascertaining that the requisite Quorum for the meeting was present the Chairman called the meeting to order.

The Chairman welcomed the Members to the Annual General Meeting. The Chairman briefed about the performance of the Company in the financial year and also highlighted the plans for the future.

The Chairman also informed the Board & the members that pursuant to the amended Clause 35B of the listing agreement, the company has provided the E-voting facility to its members for passing all the resolutions in this Annual General Meeting. The report of the Scrutinizer has been obtained from the Neha P. Agrawal, scrutinizer of the Company.

The Following business was transacted at the meeting.

### **1. Adoption of Accounts**

The Audited Annual Accounts together with the schedules and other relevant information were placed before the members for their Adoption & Approval. After due deliberations and discussions the Members considered the Profit & Loss Account for the year ended 31<sup>st</sup> March 2015 & Balance Sheet as on that date with the Auditors Report, Directors' Report. In this respect a resolution was put forth by the Chairman and accordingly Mr. Akash Kagliwal proposed and Mr. Kashinath Iyer seconded the following resolution.

“RESOLVED THAT, the Audited Profit & Loss Account for the year ended 31<sup>st</sup> March, 2015 and the Balance Sheet of the company as at that date together with Directors' Report and Auditors Report, thereon, be and the same are hereby received, approved and adopted.”

The Chairman put the resolution for voting by show of hands and the resolution was passed unanimously.

### **2. Re-Appointment of Director**

The Matter concerning the Re-appointment of Mr. Satish Kagliwal as the Director was placed before the Members for their consideration and Approval. In this regard a resolution was put forward by the Chairman and accordingly Mr. Akash Kagliwal proposed and Mr. Shrirang Agrawal seconded the following resolution to be passed as an ordinary resolution.

“RESOLVED THAT Mr. Satish Kagliwal, Independent Director of the Company who retires by rotation and being eligible offers himself for re-appointment be and is hereby re-appointed as the Director of the Company.”

The Chairman put the resolution for voting by show of hands and the resolution was passed unanimously.

### **3. Re-Appointment of Auditors**

The matter concerning the Re-appointment of M/s Gautam N Associates, Chartered Accountants was placed before the Members for their consideration and Approval. In this respect a resolution was put forward by the Chairman and accordingly Mr. Akash Kagliwal proposed and Mr. Kashinath Iyer seconded the following resolution as ordinary resolution.

“RESOLVED THAT pursuant to the provisions of Section 139 of the Companies Act, 2013, M/s Gautam N Associates, Chartered Accountants, Aurangabad, (Firm registration no: 103117W) the retiring Auditors be and are hereby re-appointed as the Statutory Auditors of the Company for a period of three years from the conclusion of this meeting until the conclusion of the Fourth Annual General Meeting, on such remuneration as may be determined by the Board of Directors of the Company.”

The Chairman put the resolution for voting by show of hands and the resolution was passed unanimously.

#### **4. APPOINTMENT OF MS. SWETA GARODIA DIRECTOR**

The Matter concerning the appointment of Ms. Sweta Garodia as the Director was placed before the Members for their consideration and Approval. In this respect a resolution was put forward by the Chairman and accordingly Mr. Akash Kagliwal proposed and Mr. Shrirang Agrawal seconded the following resolution as ordinary resolution.

“Resolved That, pursuant to section 149, 152, Schedule IV and other applicable provisions of the Companies Act, 2013 and the Rules made there under, Ms. Sweta Garodia, who was appointed as an Additional Director of the company by the Board of Directors with effect from March 31, 2015 and who holds office till the date of the AGM, in terms of section 161 of the Companies Act, 2013 and in respect of whom the Company has received a notice in writing from a member under section 160 of the Companies Act, 2013 signifying his intention to propose Ms Sweta Garodia as a candidate for the office of a director of the company, be and is hereby appointed as a director of the company.”

The Chairman put the resolution for voting by show of hands and the resolution was passed unanimously.

#### **5. APPOINTMENT OF MR. OMPRAKASH SHRMA AS INDEPENDENT DIRECTOR**

The Matter concerning the appointment of Mr. Omprakash Sharma as an Independent Director was placed before the Members for their consideration and Approval. In this respect a resolution was put forward by the Chairman and accordingly Mr. Akash Kagliwal proposed and Mr. Shrirang Agrawal seconded the following resolution as ordinary resolution.

“Resolved That, pursuant to section 149, 152, Schedule IV and other applicable provisions of the Companies Act, 2013 and the Rules made there under, Mr. Omprakash Sharma, who was appointed as an Additional Director of the company by the Board of Directors with effect from April 27<sup>th</sup>, 2015 and who holds office till the date of the AGM, in terms of section 161 of the Companies Act, 2013 and in respect of whom the Company has received a notice in writing from a member under section 160 of the Companies Act, 2013 signifying his intention to propose Mr. Omprakash Sharma as a candidate for the office of a director of the company, be and is hereby appointed as an independent director of the company for a period upto 30<sup>th</sup> May 2020, not liable to retire by rotation.”

The Chairman put the resolution for voting by show of hands and the resolution was passed unanimously.

#### **6. APPOINTMENT OF MR. KASHINATH IYER AS INDEPENDENT DIRECTOR**

The Matter concerning the appointment of Mr. Kashinath Iyer as an Independent Director was placed before the Members for their consideration and Approval. In



this respect a resolution was put forward by the Chairman and accordingly Mr. Akash Kagliwal proposed and Mr. Shrirang Agrawal seconded the following resolution as ordinary resolution.

“Resolved That pursuant to the provisions of Sections 149, 152 and other applicable provisions, if any, of the Companies Act, 2013 (“Act”) and the Rules made there under read with Schedule IV to the Act, as amended from time to time, Mr. Kashinath Iyer (DIN: 01195975), a non-executive director of the Company, who has submitted a declaration that he meets the criteria for independence as provided in Section 149(6) of the Act and who is eligible for appointment, be and is hereby appointed as an Independent Director of the Company with effect from 8th August, 2015 up to 8th August, 2019.”

The Chairman put the resolution for voting by show of hands and the resolution was passed unanimously.

#### **7. APPOINTMENT OF MR. SHRIRANG AGRAWAL AS INDEPENDENT DIRECTOR**

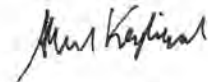
The Matter concerning the appointment of Mr. Shrirang Agrawal as an Independent Director was placed before the Members for their consideration and Approval. In this respect a resolution was put forward by the Chairman and accordingly Mr. Akash Kagliwal proposed and Mr. Kashinath Iyer seconded the following resolution as ordinary resolution.

“Resolved That pursuant to the provisions of Sections 149, 152 and other applicable provisions, if any, of the Companies Act, 2013 (“Act”) and the Rules made there under read with Schedule IV to the Act, as amended from time to time, Mr. Shrirang Agrawal, a non-executive director of the Company, who has submitted a declaration that he meets the criteria for independence as provided in Section 149(6) of the Act and who is eligible for appointment, be and is hereby appointed as an Independent Director of the Company with effect from 8th August, 2015 up to 8th August, 2019.”

The Chairman put the resolution for voting by show of hands and the resolution was passed unanimously.

The Meeting concluded with a Vote of Thanks to the Chair.

Date: 08.08.2015  
Place: Aurangabad



CHAIRMAN  
Mr. Akash Kagliwal