

ADINATH TEXTILES LIMITED
CIN: L17115PB1979PLC003910

REGD. OFFICE: VILLAGE BHOLAPUR, P. O. SAHABANA, CHANDIGARH ROAD, LUDHIANA – 141 123
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Proceedings of the 35th Annual General Meeting of the Company held on Wednesday, the 12th day of August, 2015 at 3.30 P.M. at the registered office of the Company Village: Bholapur, P. O. Sahabana, Chandigarh Road, Ludhiana-141 123.

PRESENT

Sh. Rajneesh Oswal	Managing Director
Sh. Arun K. Goel	Independent Director
Sh. R. P. Gupta	Independent Director (Audit Committee/Stakeholder's Relationship Committee- Chairman)
Sh. S. K. Sekhri	Independent Director (Nomination & Remuneration Committee- Chairman)
Dr. Shalini Gupta	Additional Director (Independent)

ALSO PRESENT

Mr. Preet Kanwar Singh	Company Secretary
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AUDITORS

Sh. Rakesh Soni	Partner Dass Khana & Co., (Statutory Auditors)
Sh. P. S. Bathla	Proprietor P. S. Bathla & Associates (Scrutinizer)

MEMBERS ATTENDANCE

Promoters and Promoter Group:	12
Public:	21

CHAIRMAN OF THE MEETING

Pursuant to Article 65 of the Articles of Association of the company Sh. Rajneesh Oswal, Chairman of the Board, took the chair.

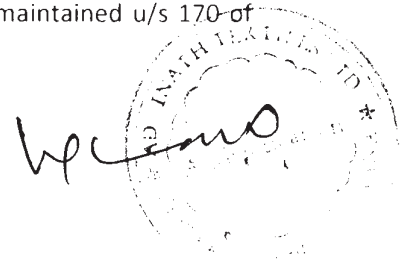
QUORUM

The Chairman after ascertaining the requisite quorum, called the meeting to order.

STATUTORY REGISTERS

The Chairman informed that the following statutory registers are available for inspection by the members.

- 1) The Attendance Register of Directors and shareholders present in person or by proxy.
- 2) Register of Director's/Key Managerial Personnel and their Shareholding maintained u/s 170 of the Companies Act, 2013.
- 3) Proxy Register maintained u/s 105(8) of the Companies Act, 2013.



- 4) Register of contracts /arrangements in which Directors are interested maintained u/s 189(4) of the Companies Act, 2013.

The aforesaid registers remained opened for inspection till the conclusion of the meeting.

He further stated that following documents are also available for inspection of the members

- 1) Director's Report for the Financial year ended 31st March, 2015; and
- 2) Audited Financial Statements and Auditor's Report thereon for the Financial Year ended 31st March, 2015

NOTICE OF THE MEETING

The Chairman informed the members that the Notice convening the meeting has already been circulated along with Annual Report of the Company and with their permission the same was taken as read.

CHAIRMAN'S SPEECH

The Chairman welcomed the members to the meeting. He spoke about the working of the company. He apprised the members about the future plans of the company.

Thereafter, The Chairman invited the members for their comments on the working of the Company during the year under review and if they had any questions to ask about the Company's working, he would be glad to answer the same. Thereafter several members put forth their queries on the working of the Company and annual financial statements for the FY 2014-15. The Chairman thanked the shareholders for their keen interest in the Company's working and replied their queries.

The Chairman informed the members that as required under Section 108 of the Companies Act, 2013 read along with Clause 35B of the Listing Agreement, the Company was required to provide e-voting facility to its members in respect of all resolutions to be passed at this Annual General Meeting. Accordingly, the Company had provided remote e-voting facility to all the Members as on cut-off date i.e. 5th August, 2015. He further informed that Mr. P .S. Bathla, has been appointed Scrutinizer for the same.

Thereafter, the Chairman requested Company Secretary to brief the members on the procedure for voting through Ballot papers and take up agenda items for voting thereon by members.

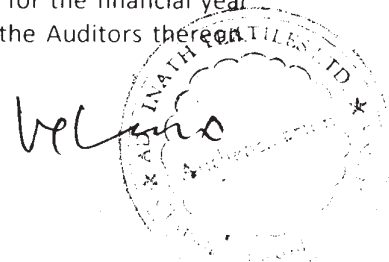
Thereafter, Mr. Preet Kanwar Singh, Company Secretary briefed the members about the procedure for voting at the meeting through ballot papers and further informed the members that as per the provisions of Section 145 of the Companies Act, 2013, there is no qualification, observation or comment on financial statements in the Auditor's Report, which have any adverse impact on functioning of the Company, So the same is not required to be read.

However at the request of the Chairman, Company Secretary read the report.

Thereafter, he read out the following agenda items, as per the notice of the Annual General Meeting, for voting by members:

Ordinary Business:

1. To consider and adopt the Audited Financial Statements of the Company for the financial year ended 31st March, 2015 and the Reports of the Board of Directors and the Auditors thereon.
(Ordinary Resolution)



2. To appoint a Director in place of Sh. Rajneesh Oswal, who retires by rotation and being eligible offers himself for re-appointment. **(Ordinary Resolution)**
3. Ratification of the appointment of Statutory Auditors. **(Ordinary Resolution)**

Special Business:

4. To re-designate Sh. Rajneesh Oswal as Managing Director. **(Special Resolution)**
5. To appoint Dr. Shalini Gupta as an Independent Director of the Company. **(Ordinary Resolution)**

Thereafter, the Chairman put the above items to vote through Ballot.

The Chairman requested Mr. P.S. Bathla, Scrutinizer, to count the votes received through the ballot procedure and submit the consolidated report on e-voting as well as ballot process conducted at the meeting not later than 11.00 A.M. on 14th August, 2015. He further stated that the results of voting would be declared latest by around 3.00 P.M. on 14th August, 2015 and shall be informed to the Bombay Stock Exchange, placed on the Notice Board of the Company, on the Company's website www.adinathtextiles.com and CDSL website www.evotingindia.com along with the report of Scrutinizer.

He thanked each member for attending the Annual General Meeting and announced that the proceedings of the meeting will close after all the shareholders and proxy holders present at the meeting have cast their vote through Ballot Paper and Scrutinizer announces closure of Ballot.

Mr. P. S. Bathla, Scrutinizer, conducted the voting procedure through Ballot paper which included showing of two empty Ballot Boxes to the members, locking and sealing of the empty Ballot Box in the presence of members and proxies. After ensuring that all the members who wish to participate in the voting process had casted their Ballot Paper, the Scrutinizer closed the two Ballot Boxes around 4.15 P.M. The Scrutinizer then took the custody of the Ballot Box. Scrutinizer checked that all eligible members have cast their votes and announced the Voting through Ballot Paper closed.

FOR ADINATH TEXTILES LIMITED



AUTHORIZED SIGNATORY

