

# Rapicut Carbides Limited

## Regd. Office & Works :

119, GIDC Industrial Area,  
Ankleshwar - 393 002, Gujarat (India)  
Tel. : ++91 (2646) 251118, 221071, Fax : 251019  
e-mail : info@rapicutcarbides.com  
Web site : www.rapicutcarbides.com  
CIN : L28910GJ1977PLC002998



## *Proceedings of the Thirty Eighth Annual General Meeting of the Members of Rapicut Carbides Limited held on Saturday, 26<sup>th</sup> September, 2015 at 12.00 Noon.*

As per the Notice dated 11<sup>th</sup> August, 2015, the Thirty Eighth Annual General Meeting (AGM) of the Company was held on Saturday, 26<sup>th</sup> September, 2015 at 12.00 noon at Hotel Sadanand, Rajjipla Road, Ankleshwar-393002.

Shri. Bhumitra V. Dholakia, Independent Director of the Company was elected as a Chairman of the Meeting by all the Directors present in terms of Article No. 30 (b) of the Articles of Association of the Company. He welcomed the members and invitees to the Thirty Eighth AGM of the Company.

A total of 30 Members attended the AGM including 9 Members being present through Proxy, as per the Members attendance Register. Except Shri. Chetan Cholera, Non Executive Director who is out of India and unable to attend the AGM, all other Directors were present. Shri. Prakash Mankad, Partner of D N Shukla and Co., Chartered Accountants and Shri. Sushil Samdani, Partner of M/s.. Samdani Shah and Associates, Practicing Company Secretaries, Secretarial Auditor of the Company were also present at the AGM.

The Chairman introduced the Board Members present on the dias to the Members of the Company and with the Permission of the Members the Notice duly circulated was taken as read.

The Chairman then addressed the Members and gave an overview of the financial performance of the Company till date.

The Chairman informed the Members that in accordance with the provisions of the Companies Act, 2013, read with the rules made thereunder and Listing Agreement with BSE Limited the Company had extended the remote e-voting facility through Central Depository Services(India) Limited to enable members of the Company to cast/exercise their vote(s) electronically on the agenda items specified in the Notice of the Thirty Eighth AGM. The remote e-voting period commenced on 22<sup>nd</sup> September, 2015 at 9.00 am and ended on 25<sup>th</sup> September, 2015 at 5.00 pm. The Members were informed that the facility for voting by way of Ballot Papers were made available at the AGM for the Members who had not cast their vote through remote e-voting.

The Chairman stated that the Board of Directors had appointed Shri. Sushil Samdani, Partner of M/s. Samdani Shah and Associates, Practicing Company Secretaries, Vadodara, as the Scrutinizer for the purpose of scrutinizing the voting process (both remote e-voting and voting process through Ballot Paper at the AGM), for the resolutions included in the Notice of the Thirty Eighth AGM.

The Chairman then invited participation of the Members of the Company for discussing the financial statements for the financial year ended 31<sup>st</sup> March, 2015 along with Auditors and Board's Report thereon.

Contd...2

-2-

The Chairman informed the members that items to be transacted at the meeting are:-

1. Approval and adoption of financial statements for the year ended 31-3-2015 and reports of the Board of Directors and Auditors thereon.
2. Declaration of the dividend.
3. Appointment of a Director in place of Shri. Chandrashekhar alias Chander Jagdish Bhatia(DIN: 2644731) who retires by rotation at the AGM and being eligible, offers himself for re-appointment,
4. Ratification for appointment of Statutory Auditors of the Company.
5. appointment of Smt. Gayatri Parikh (DIN: 00045529) as an Independent Director of the Company for the period of five years commencing from 26<sup>th</sup> September, 2015.

Thereafter, several Members of the Company addressed the meeting, gave their suggestions and asked certain queries on the financial statements and operations of the Company. The Managing Director at the request of the Chairman responded to all the queries to the satisfaction of the Members.

The Chairman then ordered for the poll on all the items of agenda as stated in Notice of the Thirty Eighth AGM and requested the Company Secretary to explain the Poll Procedure.

The Company Secretary explained the poll procedure and stated that the Members may cast their vote on each of the agenda items by putting a tick mark in the column of 'Assent' or 'Dissent', as the case may be, sign the Ballot Paper and to drop it in the Ballot Box. He requested the members to go through the instructions given on the poll paper carefully before exercising the voting right.

The Scrutinizer demonstrated the empty Ballot Box to the Members and locked and sealed it in the presence of the Members of the Company.

The Chairman announced that the consolidated results of voting ie., remote e-voting and the voting done at AGM shall be announced on or before 28<sup>th</sup> September, 2015 as required under Clause 35A of the Listing Agreement at the registered office of the Company and would be intimated to BSE Limited and would also be hosted on the website of the Company and would be available at the Registered Office of the Company.

The Chairman thanked all the Members for their presence and support.

All the resolutions were put through the poll process as follows:-

1. Approval and adoption of financial statements for the year ended 31-3-2015 and reports of the Board of Directors and Auditors thereon.
2. Declaration of the dividend.
3. appointment of a Director in place of Shri. Chandrashekhar alias Chander Jagdish Bhatia(DIN: 2644731) who retires by rotation at the AGM and being eligible, offers himself for re-appointment,
4. Ratification for appointment of Statutory Auditors of the Company.

Contd...2

-2-

5. appointment of Shri.s. Gayatri Parikh (DIN: 00045529) as an Independent Director of the Company for the period of five years commencing from 26<sup>th</sup> September, 2015.

**FOR RAPICUT CARBIDES LIMITED**



**Kamlesh M Shinde**  
**(Company Secretary)**

**ACS No.- A35836**

**Address: 119, GIDC Industrial Area,**  
**Ankleshwar- 393002.**

Date:- 26<sup>th</sup> September, 2015

Place:- Ankleshwar.

Cs\38th AGM\outcome.doc