



# SCANDENT IMAGING LIMITED

[Formerly known as, COUNT N DENIER (INDIA) LIMITED]

CIN NO: L93000MH1994PLC080842

Regd Address: Ground Floor, Shop No.12, Tardeo AC Market Building,  
Tardeo Road, Mumbai - 400034. • Tel.: 022 23516221

Email : csscandent@gmail.com; scandentimaging@gmail.com Web: www.scandent.in

1<sup>ST</sup> October, 2016

To,  
Corporate Relationship Department,  
BSE Limited,  
Dalal Street,  
Mumbai - 400 001

Dear Sir/ Madam,

Scrip Code: 516110

Sub.: Proceeding of the 22<sup>nd</sup> Annual General Meeting as per Regulation 30(2) of SEBI (LODR) Regulation 2015.

Dear Sir,

Pursuant to Regulation 30(2) of SEBI (LODR) Regulation 2015, we are pleased to submit the proceeding of Annual General Meeting of the Company which was held on Friday 30<sup>th</sup> September 2016 at 11.30 A.M at , IMC Building, Indian Merchant Marg, Churchgate, Mumbai - 400020 .

You are requested to take on the record of the same.

Thanking you.

Yours faithfully,

FOR SCANDENT IMAGING LIMITED

*Dipti Modi*  
\_\_\_\_\_  
Dipti Modi



Company Secretary

Encl.: a/a.



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PROCEEDINGS OF THE 22<sup>nd</sup> ANNUAL GENERAL MEETING OF SCANDENT IMAGING LIMITED [FORMERLY KNOWN AS COUNT N DENIER (INDIA) LIMITED] HELD ON FRIDAY, 30<sup>TH</sup> DAY OF SEPTEMBER, 2016 AT 11.30 A.M. AT, IMC BUILDING, INDIAN MERCHANT MARG, CHURCHGATE, MUMBAI - 400020

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## PRESENT:

Dr.Gautam Deshpande	Chairman and Chaired the proceeding of the AGM
Dr. Sowmya Gautam Deshpande	Whole-time director
Dr. V.S. Mohan	Independent Director
Dr.Rajnish Kumar Pandey	Independent Director

## IN ATTENDANCE:

Mr. Amit Tyagi	Chief Financial officer
Mrs.Dipti Modi	Company Secretary
Mr.M.B.Agrawal	Statutory Auditor M.B.Agrawal & Co.
Mr.G.S.Toshniwal	Internal Auditor G.S.Toshniwal & Associates
Mr.Mukesh Siroya	Scrutinizer, Practising Company Secretary





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## CHAIRMAN OF THE MEETING

Dr.Gautam Deshpande was requested to occupy the chair, and then he welcomed all the members and Director.

## QUORUM:

CS Dipti Modi, informed that as on the cutoff date 23 September 2016 the Company was having total 3555 members therefore there is a requirement for presence of atleast 15 members in person at the Meeting. CS Dipti Modi informed that 17 members are present at the Meeting and informed the Chairman that Requisite quorum is present and the meeting started at 11.30 A.M.

Leave of absence was granted to the other Directors of the Company by the Chairman with the consent of the members.

Dr.Gautam Deshpande, Chairman delivered the Chairman Speech and informed the members about the business operations of the Company. He further instructed the Company Secretary to proceed for the AGM.

The CS informed the members that as required, the Company had provided e-voting facility to its shareholders which had commenced on September 27, 2016 (9.00 a.m.) onwards and ended on September 29, 2016 (05.00 p.m.).

The facility of voting through poll was also been made available to the members who attend the AGM and who had not already cast their votes by e-voting.

The Chairman had also informed that the Board of Director of the Company had appointed CS Mukesh Siroya, proprietor of Mukesh Siroya & Co. Company Secretaries as the scrutinizer to scrutinize the entire voting process.

Then following items of business as set out in the Notice convening the AGM were put for members approval were read by the Company Secretary at the meeting.

## ORDINARY BUSINESS:

1. Ordinary Resolution for Consideration and adoption of the Financial Statements, Report of the Board and Auditor for the year ended on 31<sup>st</sup> March 2016.
2. Ordinary Resolution for Appointment of a Director in place of Dr. Sowmya Gautam Deshpande (DIN: 00705918), who retires by rotation and being eligible offers herself for re-appointment.







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3. Ordinary Resolution for ratification of Appointment of M/s. M. B. Agrawal & Co., Chartered Accountants (Firm Registration No. 100137W) as Statutory Auditor for the financial year 2016-17 and fixing their remuneration .

## SPECIAL BUSINESS:

4. Ordinary Resolution for Revision in terms of Remuneration of Dr.Sowmya Gautam Deshpande, Whole Time Director of the Company:
5. Ordinary Resolution for Re-Appointment of Dr. Gautam Deshpande as Managing Director of The Company:
6. Ordinary Resolution for Revision in terms of Remuneration of Dr. Gautam Deshpande, a Managing Director of The Company
7. Ordinary Resolution for Appointment of Dr. Burzin Khan as an Independent Director
8. Ordinary Resolution for Appointment of Dr. Pratibha Walinjar as independent Director

The Chairman directed that the voting shall be done at the AGM through poll by the members who had attended the AGM and who had not already cast their vote by e-voting.

The CS requested to all the members to drop the poll paper in to the Ballot box. Thereafter the scrutinizer collected all the poll papers. The consolidated e-voting results along with the votes through poll shall be submitted to the Whole time Director by the scrutinizer and the Whole time Director will declare and submit the result to the Stock Exchange within 48 hours of the conclusion of the AGM and will also be placed on the website of the Company and CDSL.

There were no other agenda items of AGM, thereafter CS with the permission of the Chair concluded the AGM with the vote of thanks to the Chair.

*Sowmya:*

Dr.Sowmya Deshpande  
Whole-time Director



Date : 1<sup>st</sup> October 2016

Place : Mumbai