



Munoth Communication Limited

(Formerly Munoth Investments Ltd)

Regd Office : Munoth Centre, Suite No. 40 3rd Floor, 343, Triplicane High Road, Chennai - 600 005. INDIA.
Phone : 91-44-2859 1190 Fax : 91-44-2859 1189 E-mail : info@munothcommunication.com
CIN : L65991TN1984PLC010816

8th September, 2016

M/s. Bombay Stock Exchange Limited,
Phiroze JheejebhoY Towers,
Dalal Street,
Mumbai- 400 001

Dear Sir/Madam,

Sub: Submission of Proceedings of the 32nd Annual General Meeting of the Company held on Thursday, the 8th September, 2016 at 10.30 a.m.

Pursuant to the Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we are herewith submitting the proceedings of the 32nd Annual General Meeting of the Company.

- 1) In accordance with the notice dated 1st August, 2016, the 32nd Annual General Meeting of the Shareholders of Company was held on Thursday, the 8th September, 2016 at 10.30 a.m. at "Nahar hall(South India Hire Purchase Association), Desabandhu Plaza, 1st floor, 47, Whites Road, Royapettah, Chennai-600014".
- 2) Mr. Lalchand Munoth, the Chairman of the Company chaired the meeting.
- 3) The Chairman, after ascertaining the quorum, called the Meeting to order.
- 4) The Chairman welcomed the Shareholders and introduced the Directors present.
- 5) The Chairman informed that the Annual report of the Company together with Notice conveying the 32nd Annual General Meeting were delivered to the Members as per the Statutory requirements. With the permission of the Shareholders present, the Notice and Auditor's Report was taken as read.
- 6) The Chairman then addressed the Shareholders and apprised the Shareholders on the Performance of the Company during the Financial Year ended 31st March, 2016.

The Chairman informed the members that pursuant to provisions of Section 108 of the Companies Act, 2013 read with rule 20 of the Companies (Management and Administration) Rules, 2014, Company has provided an opportunity to all members for casting their votes electronically in respect of the businesses to be transacted at the Annual General Meeting. E-voting commenced at 9.00 a.m. on 5th September, 2016 and ended at 5.00 p.m. on 7th September, 2016.

Mr.N.Selvam, Practicing Company Secretary (Membership No.:4318; CP No: 4858) was appointed as Scrutinizer by Board to conduct the E-voting and Poll in a fair and transparent manner.

The following resolutions were moved for voting at the meeting:

1. To receive, consider and adopt the Audited Financial statements of the Company along with the consolidated financial statements of the Company for the financial year ended March 31, 2016 including the audited Balance Sheet as on that date and the Statement of Profit and Loss for the year ended on that date and Cash flow Statement as on that date and the Reports of the Directors and Auditors thereon.



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2. To appoint a Director in place of Vikas Munoth (DIN No: 00769366) who retires by rotation at this Annual General Meeting and being eligible, offers himself for re-appointment.
3. To appoint a Director in place of Mr. Bharat Munoth (DIN No.00769588) who retires by rotation at this Annual General Meeting and being eligible, offers himself for re-appointment.
4. To consider and if thought fit, to pass with or without modification(s), the following Resolution as an Ordinary Resolution:

“RESOLVED THAT pursuant to Section 139, 142 and other applicable provisions of the Companies Act, 2013 and the Rules made thereunder, as amended from time to time, the Company hereby ratifies the appointment of M/s. Kumbhat & Co., Chartered Accountants (Firm’s Registration No. 001609S) as the Auditors of the Company to hold office from the conclusion of this Annual General Meeting till the conclusion of the 33rd Annual General Meeting of the Company to be held in year 2017 to examine and audit the accounts of the Company for the Financial Year 2016-17 at such remuneration plus service tax, out-of-pocket, travelling and living expenses etc., as may be mutually agreed between the Board of Directors and the Auditors.”

5. To consider and if thought fit, to pass with or without modifications, the following resolution as an ordinary resolution for regularization of Additional Director, Mr. Lalchand Munoth:

“RESOLVED THAT Mr. Lalchand Munoth, who was appointed as an Additional Director with effect from August 1, 2016 on the Board of the Company in terms of Section 161 of the Companies Act, 2013 who holds office up to the date of this Annual General Meeting, and in respect of whom a notice has been received from a member in writing, under Section 160 of the Companies Act, 2013, proposing his candidature for the office of a Director, be and is hereby appointed as a director of the company liable to retire by rotation.

The voting results will be notified to the Stock Exchange in the format prescribed under Regulation 44 (3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 within 48 hours from the conclusion of the Annual General Meeting and the details of the said results will also be uploaded on the Company’s website.

We request you to take the above on you record.

Thanking you,

Yours faithfully,

For Munoth Communication Limited

Jinal Jain
Company Secretary