



# C'. J. GELATINE PRODUCTS LIMITED

ISO 9001-2008Certified

FACTORY: 21, NEW INDUSTRIAL AREA, MANDIDEEP- Pin : 462046 DIST. RAISEN (M.P.) INDIA

To,

TEL.: 07480-423301 (16 Lins) Fax: 07480-233612 E-mail: contact@cjgelatineproducts.com CIN: L24295MH1980PLC023206

Date: 20th September, 2016

The Manager Department of Corporate Services Bombay Stock Exchange Limited P.J. Tower, Dalal Street, Fort Mumbai - 400 001

Sub: Proceedings of 36th Annual General Meeting held on 19th September, 2016Ref: Scrip Code: 507515, Scrip ID: CJGEL

Dear Sir,

It is hereby informed that the 36<sup>th</sup> Annual General Meeting (AGM) of the Company was held on 19<sup>th</sup> September, 2016 at Sher-e-Punjab Gymkhana & Health Club Association, 368/72 Club Premises, Sher-e-Punjab Society, Off. Mahakali Caves Road, Andheri (E), Mumbai – 93 (M.H.) and the business mentioned in the Notice of the AGM dated 13<sup>th</sup> August, 2016 were duly transacted.

In this regard, please find enclosed the following:-

- 1. Proceedings of the 36<sup>th</sup> AGM as required under Regulation 30 read with Para A of Part A of Schedule III of the SEBI (Listing Obligations & Disclosure Requirements) Regulation, 2015 as **ANNEXURE A**.
- 2. Voting Results of the business transacted at the AGM as required under Regulation 44(3) of the SEBI (Listing Obligations & Disclosure Requirements) Regulation, 2015 as ANNEXURE B.
- 3. Annual Report for the Financial Year 2015-16 as required under Regulation 34 of the SEBI (Listing Obligations & Disclosure Requirements) Regulation, 2015, duly approved and adopted by the members as per the provisions of the Companies Act, 2013 as ANNEXURE C.

This is for your information and record.

Thanking You,

For C.J. GELATINE PRODUCTS LIMITED 20Di **JASPAL SINGH** JOINT MANAGING DIRECTOR DIN: 01406945





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#### ANNEXURE - A

SUMMARY OF THE PROCEEDINGS OF THIRTY SIXTH ANNUAL GENERAL MEETING OF THE MEMBERS OF C.J.GELATINE PRODUCTS LIMITED HELD ON MONDAY, 19<sup>TH</sup> SEPTEMBER, 2016 COMMENCED AT 12:30 P.M. AND CONCLUDED ON 05:30 P.M. AT SHER -E- PUNJAB GYMKHANA & HEALTH CLUB ASSOCIATION, 368/72 CLUB PREMISES, SHER -E- PUNJAB SOCIETY, OFF. MAHAKALI CAVES ROAD, ANDHERI (E), MUMBAI - 93

#### **PRESENT:**

Mr. Sachiv Surinder Sahni

Mr. Jaspal Singh

Mrs. Jasneet Kaur

Mr. Amarjot Singh

Mr. Sandeep Singh

Mr. Vikas Gupta

Mr. Harman Singh

**INVITEE:** 

R Kini & Associates

Ms. Sonal Jain

Members Present:

Managing Director

Chairman of the Meeting, Joint Managing Director

**Executive Director** 

Non Executive Independent Director(Chairman Nomination & Remuneration Committee)

Non Executive Independent Director(Chairman Stakeholders Relationship Committee)

Non Executive Independent Director (Chairman Audit Committee)

**Chief Financial Officer** 

Chartered Accountants, Statutory Auditors of the Company

Scrutinizer for the AGM

REGD. OFFICE : TOKERSI JIVRAJ WADI, ACHARYADONDE MARG, SEWREE (W), MUMBAI - 400 015 (INDIA)

In aggregate 23 (Twenty Three) members were present in person.

Mr. Jaspal Singh, Joint Managing Director, chaired the meeting and welcomed all the members present at the meeting. As the requisite quorum was present, the Chairman of the meeting called the meeting to order.

The Chief Financial Officer stated as follows:

- (i) In compliance with the Section 108 of the Companies Act, 2013 along with respective Rules & Regulation 44 of the SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015, the Company had provided a facility to the shareholders to cast their votes electronically through the e-voting services facility arranged by Central Depositories Services Limited for resolutions transacted at the Annual General Meeting. The e-voting commenced at 9:00 A.M. on 16th September, 2016 and ended at 05:00 P.M. on 18th September, 2016.
- (ii) The e-voting detailed instructions for e-voting were provided in the notice of e-voting, sent along with the notice of Annual General Meeting.
- (iii) The Company had appointed Ms. Sonal Jain, Practicing Company Secretary, New Delhi as the Scrutinizer to scrutinize the e-voting and poll process in a fair and transparent manner.
- (iv) Mr. Vikas Gupta, Chairman of the Audit Committee, Mr. Sandeep Singh, Chairman of Nomination & Remuneration Committee and Mr. Amarjot Singh, Chairman of Stakeholders Relationship Committee were present at the Annual General Meeting.
- (v) The following documents and Registers were placed on the Table before the Meeting:
  - a. Directors' Report for the Financial year ended March 31, 2016.
  - b. Auditors' Report for the Financial year ended March 31, 2016.
  - c. Audited Accounts for the financial year ended March 31, 2016.
  - d. Registers of Director's, Directors Shareholding & Members
  - (remain open for inspection during the Meeting).

The Chairman welcomed the members to the meeting and introduced the dignitaries on the dais to the shareholders

Notice convening the meeting and the Directors' Report were taken as read with the permission of the members.

The Chairman stated that as per Sections 107 and 108 of the Companies Act, 2013, the shareholders who have not casted their votes through e-voting facility can cast their votes through ballot paper. The Chairman advised Ms.

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Sonal Jain to take poll proceedings immediately upon the closure of the meeting and requested her to submit the report latest by Tuesday, September 20, 2016.

#### **Ordinary Business:**

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1. To consider and adopt the audited Balance Sheet as at 31st March 2016, the Profit and Loss Account for the year ended on that date together with the schedules annexed thereto as well as the Directors Report and Auditors Report thereon

"Resolved that the audited standalone financial statements of the Company including the balance sheet as at March 31, 2016, the statement of profit and loss, the cash flow statement for the year ended on that date, reports of the Board of Directors and Auditors thereon be and are hereby received, considered and adopted."

2. To appoint a Director in place of Mr. Sachiv Surinder Sahni (DIN: 00219765) who retires by rotation and being eligible, offers himself
 for re-appointment

**"Resolved that** Mr. Sachiv Surinder Sahni (DIN: 00219765), Managing Director of the Company who retires by rotation and being eligible offers herself for re-appointment, be and is hereby re-appointed as a Managing Director of the Company liable to retire by rotation."

3. <u>To appoint Auditor and fix their remuneration by passing the</u> <u>following Resolution with or without modification(s), as an</u> <u>Ordinary Resolution</u>

**"RESOLVED THAT** pursuant to provisions of Section 141,139, 142 and other applicable provisions of the Companies Act, 2013, M/s R Kini & Associates, Chartered Accountant (Registration No. 021611), be and is hereby re-appointed as the Auditor of the Company till the Conclusion

 of the Next Annual General Meeting and the Board of Directors/Audit Committee of the Company be and is hereby authorised to fix their remuneration."

In response to the Chairman's request to the members to address any comments / questions, members applauded the performance of the Company. The members thanked the Company for excellent investor servicing and management at the meeting and requested clarity on the business aspects



including debt position and business operations etc. which were replied by the Chairman satisfactorily.

The Chairman then thanked the members for their participation.

Ms. Sonal Jain, Scrutinizer then conducted the poll and after closing the poll process at around 05.30 Hrs. took the custody of the polling boxes.

The Chairman informed that the results of the e-voting process and Poll (Ballot Form) process will be announced on receipt of the Scrutinizer's Report and the Scrutinizer's Report will be placed on the Company's website and sent to the Stock Exchanges.

After all the Agendas were duly taken up, meeting concluded with the vote of thanks to the chair.

The scrutinizer's report was received and all the above resolutions, which were put to vote, were passed with requisite majority.

This is for your information and records.

Thanking You

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For C.J.GELATINE PRODUCTS LIMITED

JASPAL SINGH JOINT MANAGING DIRECTOR DIN: 01406945



#### **ANNEXURE: B**

## **DETAILS OF VOTING RESULTS**

As per Regulation 44 of the SEBI (Listing Obligations & Disclosure Requirement) the outcome of 36<sup>th</sup> Annual General Meeting of C.J.Gelatine Products Limited are as follows:

Sr. No	Particulars	Details
1.	Date of Annual General Meeting	19th September 2016
2.	Total No. of Shareholders on Record date/Book Closure Date	<u>` 4468</u>
3.	<ul> <li>No. of shareholders present in Meeting either in person or through proxy:</li> <li>Promoters and Promoters Group</li> </ul>	23
	<ul> <li>In Person</li> <li>In proxy</li> <li>Public</li> </ul>	02 Nil
	- In person - In proxy	21 Nil
4.	No. of Shareholders attended the meeting through Video Conferencing:	Not arranged

#### For C.J.GELATINE PRODUCTS LIMITED

JASPAL SINGH JOINT MANAGING DIRECTOR DIN: 01406945



### AGENDA WISE VOTING RESULTS In case Ballot and E-voting

All the resolutions were carried through E-voting and Ballot.

Item No.	Particulars of Resolution	Mode of Voting: (ballot/ evoting)	Resolutions Required (Ordinary/ Special)	Remarks
1.	To consider and adopt the audited Balance Sheet as at 31 <sup>st</sup> March 2016, the Profit and Loss Account for the year ended on that date together with the schedules annexed thereto as well as the Directors' Report and Auditors' Report thereon.	Ballot/ E-voting	Ordinary	The resolution was passed with requisite majority
2.	To appoint a Director in place of Mr. Sachiv Surinder Sahni (DIN - 00219765) who retires by rotation and being eligible, offers himself for re- appointment	Ballot/ E-voting	Ordinary	The resolution was passed with requisite majority
3.	To appoint M/s R Kini & Associates, Chartered Accountant as Auditor of the Company and fix their remuneration	Ballot/ E-voting	Ordinary	The resolution was passed with requisite majority

## For C.J.GELATINE PRODUCTS LIMITED

JASPAL SINGH JOINT MANAGING DIRECTOR DIN: 01406945



- 1. To consider and adopt the audited Balance Sheet as at 31<sup>st</sup> March 2016, the Profit and Loss Account for the year ended on that date together with the schedules annexed thereto as well as the Directors' Report and Auditors'
- **Report thereon;**

<b>Resolution Require</b>	Ordinary Resolution											
	Whether Promoter/ promoter group are interested in resolution:				No							
Promoter/ Public	Mode of Voting	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]				
D	e-voting	2761398	2633748	95.38	2633748	0	100	0				
Promoter &	Poll		0	0	0	0	0	0				
promoter Group	Total		2633748	95.38	2633748	0	100	0				
Public -	e-voting		0	0	0	0	0	0				
Institutional	Poll	300	0	0	0	0	0	0				
Holders	Total		0	0	0	0	0	0				
D 11: NT	e-voting	2051602	399132	19.45	399132	0	100	0				
Public – Non	Poll		841	0.04	841	0	100	0				
Institutions	Total	1	399973	19.49	399973	0	100	0				
	Grand Total 4813300				3033721	0	100	0				

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2. To appoint a Director in place of Mr. Sachiv Surinder Sahni (DIN - 00219765) who retires by rotation and being eligible, offers himself for re-appointment;

<b>Resolution Require</b>		Ordinary								
Whether Promoter/ promoter group are			No							
interested in resolut	tion:									
Promoter/ Public	Mode of Voting	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]		
D	e-voting	2761398	2633748	95.38	2633748	0	100	0		
Promoter &	Poll		0	0	0	0	0	0		
promoter Group	Total		2633748	95.38	2633748	0	100	0		
Public -	e-voting		0	0	0	0	0	0		
Institutional	Poll	300	0	0	0	0	0	0		
Holders	Total	-	0	0	0	0	0	0		
	e-voting		399132	19.45	399132	0	100	0		
Public – Non	Poll	2051602	841	0.04	841	0	100	0		
Institutions	Total	1	399973	19.49	399973	0	100	0		
	Grand Total	4813300	3033721	63.03	3033721	0	100 .	0		

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3. To appoint M/s R Kini & Associates, Chartered Accountant as Auditor of the Company and fix their remuneration;

<b>Resolution Require</b>	Ordinary								
Whether Promoter/	No	No							
interested in resolut	interested in resolution:								
Promoter/ Public	Mode of Voting	No. of shares held	No.of votes Polled	votes outstanding		No . of votes against	% of Votes in favour on votes polled	% of Votes against on votes polled	
	0	(1)	(2)	(3) = [(2)/(1) * 100]	(4)	(5)	(6)= [(4)/(2) * 100]	(7)= [(5)/(2) * 100]	
Drome char &	e-voting	2761398	2633748	95.38	2633748	0	100	0	
Promoter &	Poll		0	0	0	0	0	0	
promoter Group	Total		2633748	95.38	2633748	0	100	0	
Public -	e-voting		0	0	0	0	0	0	
Institutional	Poll	300	0	0	0	0	0	0	
Holders	Total	-	0	0	0	0	0	0	
D 11. N	e-voting		399132	19.45	399132	0	100	0	
Public – Non	Poll	2051602	841	0.04	841	0	100	0	
Institutions	Total	].	399973	19.49	399973	0	100	0	
	Grand Total	4813300	3033721	63.03	3033721	0	100	0	

For C.J.GELATINE PRODUCTS LIMITED

JASPAL SINGH JOINT MANAGING DIRECTOR DIN: 01406945



Email id: jain.sonal1488@gmail.com Registered Office: A 36/1 Vijay Park, Naya Bazar, Najafgarh, New Delhi 110043 Mob No: 9953080040

## CONSOLIDATED SCRUTINIZER(S) REPORT

Dated: 20.09.2016

To, The Chairman, C.J. Gelatine Products Limited Tokersi Jivraj Wadi Acharya Donde Marg Sewree(W), Mumbai-400015

Subject: Passing of resolutions through electronic voting pursuant to section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended by Companies (Management and Administration) Amendment Rules, 2015 to the extent applicable.

Dear Sir,

I, **Sonal Jain**, Practising Company Secretary, had been appointed as the Scrutinizer by the Board of Directors of C.J.Gelatine Products Limited in their meeting held on 13<sup>th</sup> August, 2016pursuant to section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules 2014 as amended by Companies (Management and Administration) Amendment Rules, 2015, to conduct the E-voting process and to scrutinize the Physical Ballot Forms received from the shareholders as mentioned under Rule 20(3) (ix) of the Companies (Management and Administration) Rules 2014.

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## SONAL JAIN PRACTISING COMPANY SECRETARY

Email id: jain.sonal1488@gmail.com Registered Office: A 36/1 Vijay Park, Naya Bazar, Najafgarh, New Delhi 110043 Mob No: 9953080040

The Notice dated 13<sup>th</sup>August,2016 convening AGM of the Company along with Statement setting out material facts under section 102 of the Act were sent to the Shareholders in respect of the below mentioned resolutions to be passed at the said AGM of the company held on 19<sup>th</sup>September,2016 at 12.30 P.M at Sher-E- Punjab Gymkhana & Health Club Association, 368/72 Club Premises, Sher-E Punjab Society, Off. Mahakali Caves Road,Andherí (E), Mumbai - 93 (M.H.).

The Company has availed the e-voting facility offered by Central Depository Services (India) Limited (CDSL) for conducting e-voting by shareholders of the Company. CDSL had set up e-voting facility on their website, <u>https://www.evotingindia.co.in</u> .The Company had uploaded all the items of the business to be transacted on the website of the company and also its service provider to facilitate their shareholders to cast their votes through e-voting.

As on "cut-off" date i.e 12<sup>th</sup> September, 2016 there were 4468 shareholders holding 4813300 shares to vote on the proposed resolutions as set out at item nos. 1 to 3 in the notice of 36<sup>th</sup> AGM of C.J.Gelatine Products Limited.

The voting period for e-voting commenced on Friday, September 16, 2016 at 9.00a.m. and ended on Sunday, September 19, 2016 at 5.00 p.m and the CDSL e-voting platform was blocked thereafter and the votes cast under e-voting facility were then unblocked in the presence of two witnesses who were not in the employment of the company. They have signed below in Confirmation of the votes being unblocked in their presence.

Signatures:

Name: <u>Sanjeen Suivastava</u>

Signatures: Stale

Name: Sanjay Yadar



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At the 36<sup>th</sup> AGM of the Company held on 19<sup>th</sup> September 2016, the chairman of the company had suo motto called for poll to facilitate the members present in the meeting who could not participate in the e-voting to record their votes through poll process.

I have scrutinized and reviewed the voting through electronic means and physical mode and votes tendered therein based on the data download from the CDSL E-voting system and the ballot forms received respectively.

I now submit the Consolidated Report as under on the on the result of the voting through electronic means together with that of poll is as under:

Number of membe their votes	rs who cast	Total no of shares held by them	Total no of Valid Votes ( as per details provided under each one of the Resolution(s) mentioned hereunder			
E-Voting	12	3032880	Various as mentioned under each of the Resolution			
Poll	21*	841				

\* Two Invalid ballot papers

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1. To receive, consider and adopt the Audited Financial Statements of the Company for the financial year ended March 31, 2016, the Reports of the Board of Directors and the report of Auditors thereon; and

Resolution Required:			ORDINARY							
Whether Promoter/ promoter group are interested in resolution:			YES	YES						
Promote r/ Public	Mode of Voting	No. of shares held (1)	No. of votes Polled (2)	% of votes polled on outstandi ng shares (3) = [(2)/(1) *	No. of Votes in favour (4)	No. of votes again st (5)	% of Votes in favour on votes polled (6)= [(4)/(2) * 100]	% of Votes against on votes polled (7)= [(5)/(2) *		
				100]				100]		
Promoter	e-voting		2633748	95.38	2633748	0	100	0		
&	Poll		0	0	0	0	0	0		
promoter Group	Total	2761398	2633748	95.38	2633748	0	100	0		
Public –	e-voting		0	0	0	0	0	0		
Institutio	Poll		0	0	0	0	0	0		
nal Holders	Total	300	0	0	0	0	0	0		
Public –	e-voting		399132	19.45	399132	0	100	0		
Non	Poll		841	0.04	841	0	100	0		
Institutio ns	Total	2051602	399973	19.49	399973	0	100	0		
Gr	and Total	4813300	3033721	63.03	3033721	0	100	9		

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2. Appointment of Director in place of those retiring by rotation.

Resolution Required: Whether Promoter/ promoter group are interested in resolution:			ORDINARY YES						
Promote	e-voting		2633748	95.38	2633748	0	100	0	
r &	Poll	2	0	0	0	0	0	0	
promote r Group	Total	2761398	2633748	95.38	2633748	0	100	0	
Public –	e-voting		0	0	0	0	0	0	
Instituti	Poll		0	0	0	0	0	0	
onal Holders	Total	300	0	0	0	0	0	0	
Public –	e-voting		399132	19.45	399132	0	100	0	
Non	Poll		841	0.04	841	0	100	0	
Instituti ons	Total	2051602	399973	19.49	399973	0	100	0	
· G	irand Total	4813300	3033721	63.03	3033721	0	100	0	

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## 3. Appointment of Auditor and to fix their remuneration

Resolutio	n Required:		ORDINAR	ORDINARY						
Whether Promoter/ promoter group are interested in resolution:			YES	YES						
Promot er/ Public	Mode of Voting	No. of shares held (1)	No.of votes Polled (2)	% of votes polled on outstandi ng shares (3) = [(2)/(1) *	No. of Votes in favour (4)	No . of votes again st (5)	% of Votes in favour on votes polled (6)= [(4)/(2) * 100]	% of Votes against on votes polled (7)= [(5)/(2) *		
				100]				100]		
Promote	e-voting	1	2633748	95.38	2633748	0	100	0		
r &	Poll	3	0	0	0	0	0	0		
promote r Group	Total	2761398	2633748	95.38	2633748	0	100	0		
Public –	e-voting		0	0	0	0	0	0		
Instituți	Poll		0	0	0	0	0	0		
onal Holders	Total	300	0	0	0	0	0	0		
Public –	e-voting		399132	19.45	399132	0	100	0		
Non	Poll		841	0.04	841	0	100	0		
Instituti ons	Total	2051602	399973	19.49	399973	0	100	0		
G	irand Total	4813300	3033721	63.03	3033721	0	100	0		

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## SONAL JAIN PRACTISING COMPANY SECRETARY

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The Register and all other papers and relevant records relating to electronic voting and Poll shall remain in our safe custody until the Chairman considers, approves and signs the Minutes of the aforesaid Annual General Meeting and the same are handed over to the Company Secretary for safe keeping.

Thanking You,

Yours faithfully,

Sonal Jain Practising Company Secretary ACS 34393 CP 13242

JAIN ny Secretary NO. 3242

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