



ROLLATAINERS
EMERGING EVERYDAY

ROLLATAINERS LIMITED

Registered Office: Plot No. 73-74, Phase-III, Industrial Area, Dharuhera, District Rewari, Haryana-123106

Tel. : 01274-243326, 242220 E-mail: www.rollatainers.in

CIN: L21014HR1968PLC004844

PROCEEDINGS OF THE 45TH ANNUAL GENERAL MEETING OF THE COMPANY

The Forty Fifth Annual General Meeting (AGM) of the Company was held on Friday, the 23rd day of September, 2016 at the Registered Office of the Company at 73-74, Phase III, Industrial area, Dharuhera, Distt. Rewari, Haryana – 123106.

The meeting was attended by the following -

Mr. Pyush Gupta – Director
Mr. Ajay Jaiswal – Chief Financial Officer
Mr. Pankaj Mahendru – Company Secretary
Mr. Sachin Khurana - Scrutinizer

Members personally present..... 35

Members voted at the AGM..... 37

Members present by proxy.....2

Members voted through remote e-voting... 10

1. Mr. Pyush Gupta was elected as the Chairman of the meeting.
2. The Company Secretary ascertained the Quorum of the meeting. After ascertaining the requisite Quorum, the Chairman called the meeting in order.
3. The Notice Convening the Annual General Meeting together with Directors' Report were taken as read with the consent of the members. The Chairman informed that there were no qualifications, reservations or adverse remarks in the Auditor's Report.
4. The Statutory Registers, Proxy Register and inspection documents were available during the meeting for inspection by the Members.
5. The Chairman then informed that as per the applicable provisions of the Companies Act, 2013 and Rules framed thereunder, the Company had provided e-voting facility to the members entitled to cast their vote on the agenda items from September 20, 2016 (9:00 a.m.) to September 22, 2016 (5:00 p.m.). The Chairman drew the attention of the members regarding the resolutions on which voting is to be held that members who were present at the meeting but have not cast their votes by availing the remote e-voting facility, can exercise their vote by use of Polling Paper, which were distributed to the members present at the meeting.
6. Mr. Sachin Khurana, the Scrutinizer, thereafter conducted the Polling Paper voting process. The details of voting (Polling Paper and remote e-voting) for the agenda items as submitted by the Scrutinizer's Report has been summarized as under:



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ORDINARY BUSINESS

RESOLUTION NO. 1: To receive, consider and adopt: (Ordinary Resolution)

- The Audited Standalone Financial Statements of the Company for the Financial Year ended March 31, 2016 and the Reports of the Board of Directors and the Auditors thereon; and
- The Audited Consolidated Financial Statements of the Company for the Financial Year ended March 31, 2016 and the Report of the Auditors thereon.

Particulars	Number of Members Voted			Number of Valid Votes contained in			Percentage
	Polling Papers	E-Votes	Total	Polling Papers	E-Votes	Total	
Assent	37	10	47	660	93795027	93795687	100
Dissent	0	0	0	0	0	0	0
TOTAL	37	10	47	660	93795027	93795687	100

Accordingly, the resolution no. 1 was passed with requisite majority.

RESOLUTION NO. 2: To appoint a Director in place of Ms. Aarti Jain (DIN: 00143244) who retires by rotation and being eligible, offers herself for re-appointment. (Ordinary Resolution)

Particulars	Number of Members Voted			Number of Valid Votes contained in			Percentage
	Polling Papers	E-Votes	Total	Polling Papers	E-Votes	Total	
Assent	37	10	47	660	93795027	93795687	100
Dissent	0	0	0	0	0	0	0
TOTAL	37	10	47	660	93795027	93795687	100

Accordingly, the resolution no. 2 was passed with requisite majority.

RESOLUTION NO. 3: To ratify the appointment of Statutory Auditors. (Ordinary Resolution)

Particulars	Number of Members Voted			Number of Valid Votes contained in			Percentage
	Polling Papers	E-Votes	Total	Polling Papers	E-Votes	Total	
Assent	37	10	47	660	93795027	93795687	100
Dissent	0	0	0	0	0	0	0
TOTAL	37	10	47	660	93795027	93795687	100

Accordingly, the resolution no. 3 was passed with requisite majority.



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SPECIAL BUSINESS:

RESOLUTION NO. 4: To appoint Mr. Pyush Gupta as Whole Time Director of the Company

Particulars	Number of Members Voted			Number of Valid Votes contained in			Percentage
	Polling Papers	E-Votes	Total	Polling Papers	E-Votes	Total	
Assent	37	10	47	660	93795027	93795687	100
Dissent	0	0	0	0	0	0	0
TOTAL	37	10	47	660	93795027	93795687	100

Accordingly, the resolution no. 4 was passed with requisite majority.

There being no business to transact, the meeting concluded with a vote of thanks to the Chair.

For ROLLAINERS LIMITED

PYUSH GUPTA
(CHAIRMAN)

S. Khurana & Associates

Company Secretaries

Email: sachinkhuranacs@gmail.com

(M): 9540407575, 9711970159

SCRUTINIZER'S REPORT

To,
The Chairman,
ROLLATAINERS LIMITED
73-74, Phase III, Industrial area
Dharuhera, Distt. Rewari
Haryana – 123106

Subject: Scrutinizer's Report on voting at AGM (remote e-voting and poll) pursuant to Section 108 and 109 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014

Dear Sir,

I, **Sachin Khurana**, Company Secretary in Whole time Practice, was appointed as a Scrutinizer by the Board of Directors of M/s Rollatainers Limited at its meeting held on August 27, 2016, for the purpose of:

- i) Scrutinizing the remote e-voting process under the provisions of Section 108 of the Companies Act, 2013 ("Act") read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended ("Rules") and
- ii) Poll through polling papers under the provisions of Section 109 of the Act read with Rule 21 of the Rules, on the resolutions contained in the notice of the AGM of the shareholders of the Company held on September 23, 2016 at the Registered Office of the Company.
 1. The Company had appointed National Securities Depository Limited (NSDL) to provide the facility of remote e-voting with respect to voting by electronic means for the AGM.
 2. As per the said rules, the Company had mentioned in the Notice that the remote e-voting period will commence on Tuesday, September 20, 2016 (9:00 a.m.) and will end on Thursday, September 22, 2016 (5:00 p.m.).
 3. The shareholders holding shares as on "cut off" date i.e. September 16, 2016 were entitled to vote on the proposed resolutions.
 4. After the time fixed for closing of the poll by the Chairman, ballot boxes kept for polling were locked in our presence.



5. The locked ballot boxes were subsequently opened in our presence and poll papers were diligently scrutinized. The poll papers were reconciled with the records maintained by the Registrar and Transfer Agents of the Company.
6. Thereafter the details containing, inter alia, list of equity shareholders, who voted "For" and "Against", were duly unblocked and downloaded from the website of NSDL i.e. <https://www.evoting.nsdl.com/>.

Summary of the votes is given below:-

RESOLUTION NO.1: To receive, consider and adopt:

- a) The Audited Standalone Financial Statements of the Company for the Financial Year ended March 31, 2016 and the Reports of the Board of Directors and the Auditors thereon; and
- b) The Audited Consolidated Financial Statements of the Company for the Financial Year ended March 31, 2016 and the Report of the Auditors thereon.

(i) Votes in **favour** of the resolution

Particulars	No. of Members voted	No. of votes cast by them	% of total no. of valid votes cast
E-Voting	10	93795027	99.999
Poll	37	660	0.001
TOTAL	47	93795687	100

(ii) Votes **against** the resolution:

Particulars	No. of Members voted	No. of votes cast by them	% of total no. of valid votes cast
E-Voting	0	0	0.00
Poll	0	0	0.00
TOTAL	0	0	0.00

(iii) Invalid Votes:

Total no. of members whose votes were declared invalid	Total no. of votes cast by them
Nil	Nil



RESOLUTION NO.2: To appoint a Director in place of Ms. Aarti Jain (DIN: 00143244) who retires by rotation and being eligible, offers herself for re-appointment.

(i) Votes in **favour** of the resolution:

Particulars	No. of Members voted	No. of votes cast by them	% of total no. of valid votes cast
E-Voting	10	93795027	99.999
Poll	37	660	0.001
TOTAL	47	93795687	100

(ii) Votes **against** the resolution:

Particulars	No. of Members voted	No. of votes cast by them	% of total no. of valid votes cast
E-Voting	0	0	0.00
Poll	0	0	0.00
TOTAL	0	0	0.00

(iii) Invalid Votes:

Total no. of members whose votes were declared invalid	Total no. of votes cast by them
Nil	Nil

RESOLUTION NO.3: To ratify the appointment of Statutory Auditors.

(i) Votes in **favour** of the resolution:

Particulars	No. of Members voted	No. of votes cast by them	% of total no. of valid votes cast
E-Voting	10	93795027	99.999
Poll	37	660	0.001
TOTAL	47	93795687	100

(ii) Votes **against** the resolution:

Particulars	No. of Members voted	No. of votes cast by them	% of total no. of valid votes cast
E-Voting	0	0	0.00
Poll	0	0	0.00
TOTAL	0	0	0.00

(iii) Invalid Votes:

Total no. of members whose votes were declared invalid	Total no. of votes cast by them
Nil	Nil



SPECIAL BUSINESS:

RESOLUTION NO. 4: To appoint Mr. Pyush Gupta as Whole Time Director of the Company.

(i) Votes in **favour** of the resolution:

Particulars	No. of Members voted	No. of votes cast by them	% of total no. of valid votes cast
E-Voting	10	93795027	99.999
Poll	37	660	0.001
TOTAL	47	93795687	100

(ii) Votes **against** the resolution:

Particulars	No. of Members voted	No. of votes cast by them	% of total no. of valid votes cast
E-Voting	0	0	0.00
Poll	0	0	0.00
TOTAL	0	0	0.00

(iii) Invalid Votes:

Total no. of members whose votes were declared invalid	Total no. of votes cast by them
Nil	Nil

All the aforesaid resolutions were passed with requisite majority.

The register, all other papers and relevant records relating to Electronic voting & Poll shall remain in my safe custody until the Chairman considers, approves and signs the minutes of the aforesaid Annual General Meeting.

Thanking you

Yours faithfully,

For S. Khurana & Associates
Company Secretaries


Sachin Khurana
Proprietor



Membership No.: A35297

Place: New Delhi

Date: September 24, 2016