



Shree Rama Multi-Tech Limited

An ISO 9001 : 2008 Certified Company



REGD OFFICE: 301, CORPORATE HOUSE, OPP: TORRENT HOUSE, INCOME TAX, AHMEDABAD-380009.
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Date: 7th October, 2017

To,
General Manager (Listing)
Bombay Stock Exchange Ltd.
Floor 25, P J Towers,
Dalal Street, Fort,
Mumbai – 400 001

To,
General Manager (Listing)
National Stock Exchange of India Ltd.
Exchange Plaza, C-1, Block-G,
Bandra Kurla Complex, Bandra (E)
Mumbai – 400 051

Script Code: 532310

Script Code: SHREERAMA

Sub.: Submission of Minutes of the 23rd Annual General Meeting of the Company

Dear Sir,

We submit herewith the Minutes of the Twenty-Third Annual General Meeting of the members of the Company held on Thursday, 21st September, 2017 at 10:30 A.M. at ATMA Conference Hall, Ahmedabad Textile Mills Association, Ashram Road, Ahmedabad – 380009.

We request you to take the above on your record.

Thanking you

Yours faithfully,
For, **SHREE RAMA MULTI-TECH LIMITED**

Purvang Trivedi

Purvang Trivedi
Company Secretary & Compliance Officer

Encl.: a/a

All Contractual obligation subject to Ahmedabad Jurisdiction.

Lami-Tubes, Tube Laminates, Flexible Packaging, Labels, HIPS & Paper Cups.

SHREE RAMA MULTI-TECH LIMITED

MINUTES OF THE MEETING OF ANNUAL GENERAL MEETING

SR. NO.	: 01/17-18
DAY	: THURSDAY
DATE	: 21 ST SEPTEMBER, 2017
VENUE	: ATMA CONFERENACE HALL, AHMEDABAD TEXTILE MILLS ASSOCIATION, ASHRAM ROAD, AHMEDABAD
TIME OF COMMENCEMENT	: 10:30 A.M.
TIME OF CONCLUSION	: 11:05 A.M.
DATE OF ENTRY IN MINUTES BOOK	: 28 TH SEPTEMBER, 2017

The following were present in person in the meeting:

DIRECTORS PRESENT:

Shri Shailesh K. Desai	: Chairman & Managing Director
Shri Hemal R. Shah	: Whole Time Director
Shri Pathik C. Shah	: Independent Director
Shri Shalin S. Patel	: Independent Director
Shri Mittal K Patel	: Director

IN ATTENDANCE:

Shri Krunal Shah	: Chief Financial Officer
Shri Purvang Trivedi	: Company Secretary & Compliance Officer
Shri Chirag Shah	: Scrutinizer

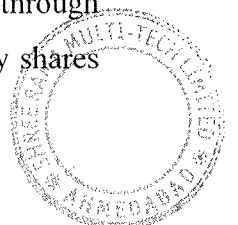
INVITEES:

Shri Chirag M. Shah	: Statutory Auditor
Shri Chirag Shah	: Secretarial Auditor

Shri Chirag M. Shah, Partner of M/s. Mahendra N. Shah & Co., Chartered Accountants, Ahmedabad, the Statutory Auditor of the Company and Mr. Chirag Shah, Partner of M/s Samdani Shah & Kabra, Practicing Company Secretaries, the Secretarial Auditors of the Company were also present.

At the request of the Directors present at the 23rd Annual General Meeting, Shri Shailesh K. Desai, Managing Director of the Company was elected as Chairman for the Meeting and thereafter he took the Chair and welcomed the members present in the meeting.

It was announced by the Chairman that as per the Attendance Register, total 52 members were present, out of which, 48 members present in person including 3 members through corporate representatives and 4 members through proxy representing total 274 equity shares



were present at meeting. Since the requisite quorum was present, the Chairman then declared the meeting in order and commenced the proceedings of the Meeting.

The Register of Directors and KMP and their Shareholding, Register of Members, Proxy Register along with proxies, Minutes of General Meetings, Auditor's Report, Secretarial Audit Report and other Statutory Registers were kept open for the inspection by the members. All material documents referred to in the Explanatory Statement of the Notice convening the Twenty-Third Annual General Meeting were also available for inspection by members.

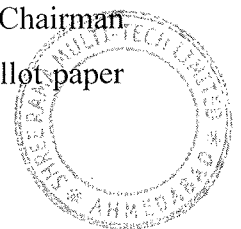
He further informed that the Chairman of Committees of Board of Directors were also present at the Meeting.

The Notice convening the 23rd Annual General Meeting as circulated to all the members of the Company were taken as read with the consent of all members present.

The Chairman thereafter read the Auditors' Report and the qualifications/ observations of Statutory Auditors and Secretarial Auditors as per their respective reports. The Chairman also drawn the attention of the Members regarding the comments / explanations given by the Board on the qualifications/ observations of Statutory Auditors and Secretarial Auditors respectively.

The Chairman then delivered his speech and briefed about the overall financial performance of the Company and explained the future plans of the Company. Thereafter the Chairman invited the questions/ queries if any, as regard to Audited Financial Statements and other agenda items as set out in the Notice of 23rd AGM from the Members which were replied by him to the satisfaction of the members.

The Chairman thereafter informed that as per provisions of the Companies Act, 2013 and its rules made thereunder and provisions of the SEBI (LODR) Regulations, 2015, the Company had provided e-voting facilities to all members to vote on the resolutions through e-voting system and informed further that those members, who have not exercised e-voting facilities, could vote physically at the meeting. He further informed that ballot papers were given to the members at the time of registering their Attendance and then they can cast their votes by dropping their ballot papers in the ballot box kept on the table near the stage. The Chairman drawn the attention of the Members regarding exercise of their voting rights by ballot paper



only if they have not voted electronically, otherwise their vote would not be considered as a valid vote.

He explained the procedure for exercising the votes by the members through poll process. The Chairman also stated that pursuant to the provisions of section 109 of the Companies Act, 2013 Mr. Chirag Shah, Proprietor of M/s Chirag Shah & Associates, Practicing Company Secretaries was appointed as Scrutinizer to conduct the poll process in a fair and transparent manner, to scrutinize the poll papers and submit his report.

The Chairman thereafter ordered the poll on all Resolutions for the Ordinary and Special Businesses as set out in the Notice of 23rd AGM and requested the members and proxy holders present and entitled, to vote through poll.

The Chairman further informed the members that the voting results shall be placed on the website of the Company as well as on the website of Registrar and Share Transfer Agent within two (2) days and shall also be communicated to the BSE Limited and the National Stock Exchange of India Limited and shall also be displayed on the website of the company i.e. www.srmtl.com.

Then after Chairman handed over the poll process to Shri Chirag Shah, Scrutinizer appointed for the poll process and requested him to submit his report on poll process. The Chairman stated that the meeting would stand concluded after completion of voting by members and proxies.

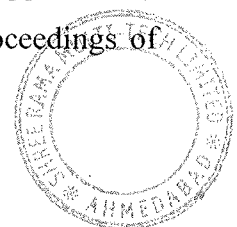
Thanking the members for their participation, the Chairman then announced formal closure of the 23rd Annual General Meeting of the Company.

Conduct of Poll

Shri Chirag Shah, Scrutinizer conducted the poll and after ensuring that all members and proxy holders participating in the poll had casted their votes, the Scrutinizer closed the poll at around 11.05 a.m. The Scrutinizer then took the custody of ballot boxes.

Result of the Electronic Voting and Poll on the resolutions set out in the Notice of 23rd AGM of the Company

All the resolutions as set out in the Notice of 23rd AGM of the Company, duly approved by the members with requisite majority, are recorded hereunder as part of the proceedings of 23rd AGM of the members held on 21st September, 2017.



ORDINARY BUSINESS:

Resolution No.: 1 Approval and Adoption of the Audited Financial Statements for the Financial Year ended on March 31, 2017 and Reports of Board of Directors and Auditors thereon

The following resolution was passed as an Ordinary Resolution:

“**RESOLVED THAT** the Audited Financial Statements as at March 31, 2017 together with all annexures and attachments thereto including Reports of the Board of Directors and the Auditors thereon for the Financial Year ended as on 31st March, 2017 as circulated to the members be and are hereby approved and adopted.”

Voting of Resolution:

Particulars	No. of Votes in favour of the resolution	No. of Votes against the resolution	% of Votes in favour of the resolution of the total no. of valid votes casted	No. of Invalid Votes/ abstained from voting
E-voting	26984152	100	99.99	0
Voting by Poll	1323119	0	100.00	18375
Total	28307271	100	100.00	18375

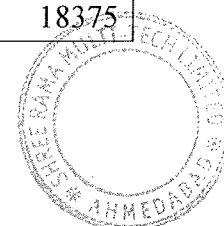
Resolution No.: 2 Re-appointment of Shri Mittal K. Patel (DIN: 03619139), as director who retires by rotation

The following resolution was passed as an Ordinary Resolution:

“**RESOLVED THAT** Shri Mittal K. Patel (DIN: 03619139), Director of the Company, who retires by rotation at this Annual General Meeting and being eligible offers himself for re-appointment, be and is hereby re-appointed as Director of the Company.”

Voting of Resolution:

Particulars	No. of Votes in favour of the resolution	No. of Votes against the resolution	% of Votes in favour of the resolution of the total no. of valid votes casted	No. of Invalid Votes/ abstained from voting
E-voting	26984152	100	100.00	0
Voting by Poll	1323119	0	100.00	18375
Total	28307271	100	100.00	18375



Resolution No.: 3 Appointment of Statutory Auditors and fixing their remuneration

The following resolution was passed as an Ordinary Resolution:

“**RESOLVED THAT** pursuant to provisions of Section 139, 142 and other applicable provisions, if any, of the Companies Act, 2013, read with the Companies (Audit and Auditor) Rules, 2014 (including any statutory modification(s) or re-enactment(s) thereof for the time being in force) and pursuant to the recommendation made by the Audit Committee, M/s Chandulal M Shah & Co., Chartered Accountants, (FRN 101698W), be and are hereby appointed as Statutory Auditors of the Company to hold office from conclusion of 23rd Annual General meeting till the conclusion of 28th Annual General Meeting of the Company, subject to ratification by the members at every Annual General Meeting to be held during the said period on such remuneration and reimbursement of out of pocket expenses for the purpose of Audit as may be decided by the Board of directors on recommendation of Audit Committee.”

Voting of Resolution:

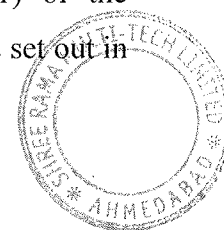
Particulars	No. of Votes in favour of the Resolution	No. of Votes against the resolution	% of Votes in favour of the resolution of the total no. of valid votes casted	No. of Invalid Votes/abstained from voting
E-voting	26984152	100	100.00	0
Voting by Poll	1323119	0	100.00	18375
Total	28307271	100	100.00	18375

SPECIAL BUSINESS:

Resolution No.: 4 Increase in Remuneration of Managing Director of the Company

The following resolution was passed as an Ordinary Resolution:

“**RESOLVED THAT** pursuant to Section 196, 197 and other applicable provisions, if any, of the Companies Act, 2013 (“Act”) read with Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force) and Schedule V of the Act, as amended from time to time, approval of the members be and is hereby accorded to increase the remuneration of Shri Shailesh K. Desai, Managing Director (DIN: 01783891) of the Company, with effect from 1st June, 2016 for the remaining term of appointment, as set out in the explanatory statement annexed to the notice.”



“**RESOLVED FURTHER THAT** the powers and such duties delegated/entrusted to Shri Shailesh K. Desai, Managing Director under supervision and control of the Board be remain unchanged.”

“**RESOLVED FURTHER THAT** where in any financial year the Company has no profits or its profits are inadequate, the remuneration payable to the Managing Director by way of salary, perquisites and allowances shall not exceed the maximum remuneration payable in accordance with Section II of Part II of Schedule V of the Companies Act, 2013 with liberty to the Committee to decide the breakup of the remuneration from time to time in consultation with the Managing Director.”

“**RESOLVED FURTHER THAT** the Board of Directors of the Company be and is hereby authorized to modify and/or vary the terms and conditions of appointment including remuneration from time to time which shall be within the scope of Section II of Part II of Schedule V of the Companies Act, 2013 or any amendment(s) or re-enactment(s) thereof and also to do all acts and take all such steps as may be necessary, proper or expedient to give effect to this resolution.”

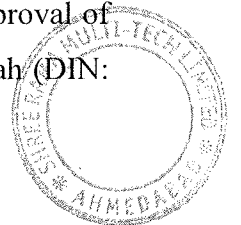
Voting of Resolution:

Particulars	No. of Votes in favour of the Resolution	No. of Votes against the resolution	% of Votes in favour of the resolution of the total no. of valid votes casted	No. of Invalid Votes/abstained from voting
E-voting	26983152	1100	100.00	0
Voting by Poll	962429	360690	72.74	18375
Total	27945581	361790	98.72	18375

Resolution No.: 5 Re-appointment of Shri Hemal R. Shah (DIN: 07338419) as Whole-Time Director of the Company

The following resolution was passed as an Ordinary Resolution:

“**RESOLVED THAT** pursuant to Section 196, 197, 203 read with schedule V and other applicable provisions, if any, of the Companies Act, 2013 (“Act”) and Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), approval of the members be and is hereby accorded to the re-appointment of Shri Hemal R. Shah (DIN:



07338419) as Whole-Time Director of the Company, for a period of two years with effect from 27th November, 2016, upon terms and conditions as set out in the explanatory statement annexed to the notice.”

“**RESOLVED FURTHER THAT** Shri Hemal R. Shah, Whole Time Director be entrusted with such powers and perform such duties as may from time to time be delegated / entrusted to him subject to the supervision and control of the Board.”

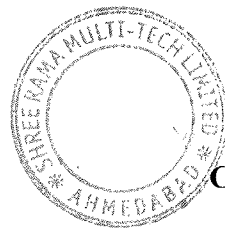
“**RESOLVED FURTHER THAT** the Board of Directors of the Company be and is hereby authorized to modify and/or vary the terms and conditions of appointment including remuneration from time to time which shall be within the scope of applicable provisions of the Companies Act, 2013 or any amendment(s) or re-enactment(s) thereof and also to do all acts and take all such steps as may be necessary, proper or expedient to give effect to this resolution.”

Voting of Resolution:

Particulars	No. of Votes in favour of the Resolution	No. of Votes against the resolution	% of Votes in favour of the resolution of the total no. of valid votes casted	No. of Invalid Votes/abstained from voting
E-voting	26984152	100	100.00	0
Voting by Poll	1323119	0	100.00	18375
Total	28307271	100	100.00	18375

Place: Ahmedabad

Date: 28/09/2017



S. K. Desai
CHAIRMAN