

Minutes of the 71st Annual General Meeting of the members of the Company held at the Registered Office of the Company, on Thursday, the 14th September, 2017, at 10.00 a.m., at Mumbai-Pune Road, Chinchwad, Pune – 411 019

PRESENT AT THE MEETING

- Directors** : Mr Maitreya Doshi : Chairman & Managing Director
Member- Stakeholders
Relationship Committee,
Chairman- CSR Committee
- : Mr S. Padmanabhan : Chairman- Audit Committee
and Nomination &
Remuneration Committee
- : Mr Asit Javeri : Chairman - Stakeholders'
Relationship Committee,
Member - Audit Committee,
Nomination & Remuneration
Committee and
CSR Committee
- : Dr Udo Weigel : Member- Nomination &
Remuneration Committee
- : Mr Dilip J. Thakkar : Member- Audit Committee
- : Mr Ramesh Adige : Member- Stakeholders Relationship
Committee
- Head (Legal)
& Company
Secretary** : Mr. Ramesh M. Tavhare
- Chief Financial
Officer** : Mr. K.S. Nair
- Statutory Auditors** : Mr. Rajesh Joshi, Partner, K. S. Aiyar & Co.
- Secretarial
Auditors** : Mr N.L. Bhatia, Practicing Company Secretary
- Members** : 59 members were present in person
- Chairman** : Mr Maitreya Doshi, Chairman, took the Chair in
terms of Article 92 of the Article of Association of
the Company.



- Quorum** : The Chairman, after declaring that the quorum for the Meeting was present, called the Meeting to order and welcomed the Members.
- Notice** : The Notice convening the Meeting was taken as read with the consent of the Members.
- Directors' Report & Accounts** : The Directors' Report and Accounts for the year ended 31st March, 2017, were taken as read with the consent of the Members.
- Auditor's Report** : The Chairman announced that the Auditor's Report on the Balance Sheet as at 31st March, 2017, and the Statement of Profit & Loss Account for the year ended as at that date was not required to be read, as there were no qualifications, observations, and comments in the Auditor's Report which may have adverse effect on the functioning of the Company.

The Chairman then invited the Members to ask questions, comments & observations on the accounts.

4 members spoke at the meeting and asked questions / clarifications on the accounts and business of the Company. The questions / clarifications, so raised, were satisfactorily replied by the Chairman.

Thereafter, the Chairman stated that the Company had provided the e-voting facility to its members for voting on Ordinary Resolutions as contained in the Notice. The Chairman stated that the facility of e-voting commenced on 11th September, 2017 at 9.00 A.M. and concluded on 13th September, 2017 at 5.00 P.M.

It was also stated that, the facility of voting by poll / ballot has also been provided by the Company during the General Meeting to the members who are present and who have not cast their votes by e-voting.

The members were informed that the votes cast by e-voting and votes cast by ballot papers shall be counted by the Scrutinizer and the result shall be declared within 48 hours of the conclusion of the Annual General Meeting. The members were further informed that the report of Scrutinizer shall be placed on the Company's website as well as CDSL's website. These resolutions shall be deemed to have been passed at this Annual General Meeting.

[Continued]



The Chairman informed to the members that the following Ordinary Resolutions are put to vote by e-voting and ballot:

| Item No. | Resolutions | Resolution required |
|----------|--|---------------------|
| 1 | Adoption of the Audited Financial Statements including the statement of Profit and Loss for the year ended 31 st March, 2016 and Balance Sheet as at that date, report of the Board of Directors and Auditors. | Ordinary |
| 2 | Reappointment of Mrs. Rohita M. Doshi (holding DIN 00246388) who retires by rotation in terms of Section 152(6) of the Companies Act, 2013, and being eligible, offers herself for reappointment. | Ordinary |
| 3 | Appointment of M/s Jayesh Dadia & Associates LLP, Chartered Accountants as Statutory Auditors from the conclusion of this Annual General Meeting until the conclusion of the 76 th Annual General Meeting of the Company. | Ordinary |
| 4 | Re-appointment of and remuneration to Mr. Maitreya Doshi (holding DIN 00060755) as the Managing Director of the Company for the period of 3 years from 29.03.2017 to 28.03.2020 | Special |
| 5 | Remuneration payable to M/s ABK & Associates, the Cost Auditors. | Ordinary |

Vote of Thanks

: The Chairman thanked the members for attending the AGM and declared that the meeting shall be taken as concluded after voting through ballot papers.

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

Date: 4th October, 2017

sdf
Chairman

// True Copy //
For Premier Ltd.

Ramesh M. Tavhare
Ramesh M. Tavhare

Head (Legal) & Company Secretary

