



# Empire Industries Limited

SEC:SHR:2017-2018(0726)

July 31, 2017

BSE Limited  
Phiroze Jeejeebhoy Tower,  
Dalal Street,  
Mumbai - 400 023.

Company Scrip Code: 509525

Dear Sir,

Re: 116<sup>th</sup> Annual General Meeting Proceedings

Pursuant to Regulation 30, Part A of Schedule III of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, we enclose the summary of proceedings of 116<sup>th</sup> Annual General Meeting of the Company held on July 27, 2017 at 3.00 P.M.

Thanking you,

Yours faithfully,  
**For EMPIRE INDUSTRIES LIMITED**

**S. C. NANDA**  
**Director-Finance & Company Secretary**

Encl:

CIN: L17120MH1900PLC000176

**Regd. Office:** Empire Complex, 414, Senapati Bapat Marg,  
Lower Parel, Mumbai 400 013, India.

Tel.: 66555453 • Fax : 24939143

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**Divisions**

Empire Machine Tools MFTM • Empire Machine Tools MCAF • Vitrum Glass  
Empire Industrial Equipment • Empire Vending (GRABBIT) • Empire Foods  
The Empire Business Centre • Empire Industrial Centrum



## Empire Industries Limited

### SUMMARY OF 116<sup>TH</sup> ANNUAL GENERAL MEETING OF THE COMPANY

The 116<sup>th</sup> Annual General Meeting (AGM) of the Members of Empire Industries Limited ("the Company") was held on Thursday, 27<sup>th</sup> July, 2017 at 3.00 P.M. at the Hall of Culture, Nehru Centre, Worli, Mumbai 400018.

#### PRESENT DIRECTORS:

MR. S.C. MALHOTRA	....	Chairman
MR. RANJIT MALHOTRA	....	Vice Chairman
MR. DILEEP MALHOTRA	....	Jt. Managing Director
MR. RAJBIR SINGH	....	Independent Director
MR. C. P. SHAH	....	Independent Director
MR. B. C. GANDHI	....	Independent Director
MR. S. C. NANDA	....	Director Finance & Company Secretary

And

MR. DEEPAK GHEVARIA	..	Statutory Auditor
MRS. DEEPA GUPTA	..	Scrutinizer
M/S. D S K LEGAL	....	Solicitor by invitation

Mr. S C Malhotra took the Chair.

1. The Chairman informed the Shareholders that it was 3.00 P.M. and as a quorum was present, he declared the Meeting open. The Chairman welcomed the Shareholders to the 116<sup>th</sup> Annual General Meeting.
2. Thereafter the Chairman commenced with the formal agenda of the Annual General Meeting and with the consent of the Members present, the Notice convening the meeting, the Directors' Report along with annexures thereto and the Annual Accounts for the financial year ended 31<sup>st</sup> March, 2017 were taken as read.
3. The Chairman informed the Shareholders that the Auditor's Report on the Annual Accounts of the Company for the financial year ended 31<sup>st</sup> March, 2017 did not contain any qualifications, observations or comments on the financial transactions or matters, which had adverse effect on the functioning of the Company. He stated that in the terms of Section 145 of the Companies Act, 2013, only the qualifications, observations or comments, mentioned in the Auditor's Report, which have any adverse effect on the functioning of the Company, were required to be read at the general meeting. Since there were no such qualifications, observations or comments, the Auditor's Report was not required to be read.

Contd...2/-

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4. The Chairman informed that the Company has provided the facility of e-voting to its shareholders to exercise their rights to vote on the Resolutions proposed to be passed at the AGM.
5. The Chairman informed the Shareholders that as per the provisions of the Companies Act, 2013 and also per the Listing Agreement, the Company had provided the facility of remote e-voting to the shareholders to enable them to cast their vote electronically. The remote e-voting was open from 24<sup>th</sup> July, 2017 to 26<sup>th</sup> July, 2017. He also informed that in line with the provisions of the Companies Act, 2013, voting by 'show of Hands' was not permitted at the General Meeting where e-voting has been offered to the shareholders. Therefore, the arrangements had been made for conducting voting through Ballot Paper for the Shareholders at the venue of the meeting. He further informed that the Members attending the AGM who had not cast their vote by remote e-voting were eligible to vote at the AGM.
6. He stated that the Shareholders, who had not cast their vote through remote e-voting process, were provided with Ballot Paper to cast their vote. He further informed that Ms. Deepa Gupta, Practicing Company Secretary was appointed as the Scrutinizer for the Ballot voting process.
7. The Chairman informed the shareholders that after conclusion of Q&A session, he would move ALL the Resolutions as set out in the Notice of AGM. The chairman then invited Members to make comments, offer suggestions and seek clarifications. Some Members spoke on various items of the Notice and Annual Accounts for the year and sought clarifications.
8. Clarifications were provided to the queries raised by the Members.

The following items of business, as per the Notice of AGM dated 23<sup>rd</sup> May, 2017, were transacted at the Meeting.

1. Adoption of directors' report and audited accounts for the year ended 31<sup>st</sup> march, 2017.
2. Declaration of dividend.
3. Re-appointment of Mr. Ranjit Malhotra, who is retiring by rotation.
4. Appointment of M/s. A. T. Jain & Co. as statutory of the Company.
5. Increase in salary of Mr. Kabir Malhotra, relative of promoter directors:
6. Ratification of fees payable to cost auditor,

For EMPIRE INDUSTRIES LIMITED

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S. C. NANDA  
DIRECTOR-FINANCE AND  
COMPANY SECRETARY

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