

August 24<sup>th</sup>, 2017

The Secretary,  
The Stock Exchange, Mumbai  
Phiroze Jeejeebhoy Towers,  
Dalal Street, MUMBAI - 400 001

The Secretary,  
National Stock Exchange of India Ltd.,  
Exchange Plaza, 5th Floor,  
Plot No. C/1, G Block  
Bandra-Kurla Complex,  
Bandra (E), MUMBAI - 400 051.

The Secretary,  
The Stock Exchange, Ahmedabad,  
Kamdhenu Complex,  
Opp: Sahajanand College,  
Panjarpole , Ahmedabad - 380 015.

SCRIP CODE NO; 526576

Subject; Proceedings of Annual General Meeting.

Dear Sir,

The Annual General Meeting of the Company was held today i.e. on 24<sup>th</sup> August 2017.  
Kindly find enclosed proceedings of Annual General Meeting with this letter.

This is for your information and record purpose.

Thanking You.

Yours faithfully,

For Techindia Nirman Limited,



Authorised Signatory

PROCEEDINGS OF THE ANNUAL GENERAL MEETING OF THE MEMBERS OF TECHINDIA NIRMAN LIMITED HELD ON THURSDAY THE 24<sup>TH</sup> OF AUGUST 2017 AT 4.00 P.M. AT THE REGISTERED OFFICE OF THE COMPANY AT NATH HOUSE, NATH ROAD, AURANGABAD.

**DIRECTORS PRESENT**

Mr. Satish Kagliwal  
Mr. Akash kagliwal  
Mr. Kashinath Iyer  
Mr. Shrirang Agrawal  
Mr. Omprakash Sharma  
Ms. Sweta Garodia

Managing Director  
Chairman  
Director  
Director  
Director  
Director

**IN ATTENDANCE**

Mr. Devinder Khurana  
Ms. Krutika Apte

Chief Financial Officer  
Company Secretary

Members Present

Members present in person: 37  
Members present in proxy: 0  
Members via E-voting: 0

Mr. Akash Kagliwal took the Chair and thereafter with the permission of the Members the Chairman's speech was read.

The Notice of the meeting was read with the permission of the Members. After ascertaining that the requisite Quorum for the meeting was present the Chairman called the meeting to order.

The Chairman welcomed the Members to the Annual General Meeting. The Chairman briefed about the performance of the Company in the financial year and also highlighted the plans for the future.

The Chairman also informed the Board & the members that pursuant to the amended Clause 35B of the listing agreement, the company has provided the E-voting facility to its members for passing all the resolutions in this Annual General Meeting. The report

of the Scrutinizer has been obtained from the Neha P. Agrawal, scrutinizer of the Company.

The Following business was transacted at the meeting.

### **1. Adoption of Accounts**

The Audited Annual Accounts together with the schedules and other relevant information were placed before the members for their Adoption & Approval. After due deliberations and discussions the Members considered the Profit & Loss Account for the year ended 31<sup>st</sup> March 2017 & Balance Sheet as on that date with the Auditors Report, Directors' Report. In this respect a resolution was put forth by the Chairman and accordingly Mr. Akash Kagliwal proposed and Mr. Kashinath Iyer seconded the following resolution.

“RESOLVED THAT, the Audited Profit & Loss Account for the year ended 31<sup>st</sup> March, 2017 and the Balance Sheet of the company as at that date together with Directors' Report and Auditors Report, thereon, be and the same are hereby received, approved and adopted.”

The Chairman put the resolution for voting by show of hands and the resolution was passed unanimously.

### **2. Re-Appointment of Director**

The Matter concerning the Re-appointment of Mrs. Sweta Kagliwal as the Director was placed before the Members for their consideration and Approval. In this regard a resolution was put forward by the Chairman and accordingly Mr. Satish Kagliwal proposed and Mr. Shrirang Agrawal seconded the following resolution to be passed as an ordinary resolution.

“RESOLVED THAT Mrs. Sweta Kagliwal, Director of the Company who retires by rotation and being eligible offers himself for re-appointment be and is hereby re-appointed as the Director of the Company.”

The Chairman put the resolution for voting by show of hands and the resolution was passed unanimously.

### **3. Appointment of Auditors**

To appoint auditors of the Company, and to fix their remuneration and to pass the following resolution as an ordinary resolution thereof;

“RESOLVED THAT pursuant to the provisions of section 139, 142 and other applicable provisions of the Companies Act, 2013 and the rules made there under, pursuant to



the recommendations of the Audit Committee of the Board of Directors, and pursuant to the resolution passed by the members at the AGM held on 24<sup>th</sup> August 2017 the appointment of M/s Ashok R Majethia & Company , Chartered Accountants, Aurangabad (Firm Registration No 127769W) as the Auditors of the Company to hold office from the conclusion of this Annual General Meeting till the conclusion of the 6th AGM to be held be and is hereby ratified and that the Board of Directors be and is hereby authorized to fix the remuneration payable to them for the financial year ending on March 31, 2017 as may be determined by the Audit Committee in consultation with the Auditors.”

#### 4. APPOINTMENT OF OMPRAKASH SHARMA AS INDEPENDENT DIRECTOR

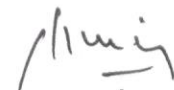
To consider & if thought fit to pass with or without modification the following resolution as ordinary resolution:

“Resolved That, pursuant to section 149, 152, Schedule IV and other applicable provisions of the Companies Act, 2013 and the Rules made there under, Mr. Omprakash Sharma, who was appointed as an Additional Director of the company by the Board of Directors with effect from May 30, 2016 and who holds office till the date of the AGM, in terms of section 161 of the Companies Act, 2013 and in respect of whom the Company has received a notice in writing from a member under section 160 of the Companies Act, 2013 signifying his intention to propose Mr. Omprakash Sharma as a candidate for the office of a director of the company, be and is hereby appointed as an independent director of the company for a period up to 30th May 2021, not liable to retire by rotation

The Chairman put the resolution for voting by show of hands and the resolution was passed unanimously.

The Meeting concluded with a Vote of Thanks to the Chair.

Date: 24.08.2017  
Place: Aurangabad



CHAIRMAN  
Mr. Akash Kagliwal