



# Nagreeka® EXPORTS LIMITED

(TRADING HOUSE RECOGNISED BY GOVT. OF INDIA)

REGD. OFFICE : 18, R. N. MUKHERJEE ROAD, 6TH FLOOR, KOLKATA - 700 001, INDIA  
Phone : 2210-8828, 2248-4922/4943, Fax : 91-33-22481693, E-mail : sushil@nagreeka.com



Ref: NEL/SE/AGM.RES/2017-18/19.09

Date: 19/09/2017

To Corporate Relationship Department <b>Bombay Stock Exchange Limited</b> Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai-400001  Scrip Code: 521109	To The Secretary <b>National Stock Exchange of India Limited</b> Exchange Plaza Bandra Kurla Complex Bandra (E) Mumbai 400 051  Scrip Code: NAGREEKEXP
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Dear Sir,

**Sub: Disclosure of Voting Results under Regulation 44(3) of SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015 of 28<sup>th</sup> Annual General Meeting of the Company**

Dear Sir/Madam,

This is to inform you that the Shareholders of the Company at the 28<sup>th</sup> Annual General Meeting held on 18/09/2017 at 10.30 am at Bengal National Chamber of Commerce and Industry at 23, R. N Mukherjee Road, Kolkata – 700 001 approved the following businesses:

**Item No. 1**

Adoption of Audited Balance Sheet as at 31<sup>st</sup> March, 2017, the statement of Profit and Loss for the year ended on that date and reports of the Directors and the Auditors thereon.

**Item No. 2**

Appointment of Director in place of Mr. Mahendra Patwari (DIN 00024002), who retires by rotation and being eligible, offers himself for re-appointment.

**Item No. 3**

Appointment of M/s B. Nath & Co., Chartered Accountants (FRN 307057E) as Statutory Auditors of the Company for a block of 5 years from the conclusion of this Annual General Meeting till the conclusion of the 33<sup>rd</sup> Annual General Meeting at a remuneration to be fixed by the Board of Directors in consultation with the Auditors.



MUMBAI OFFICE : 7, KALA BHAWAN, 3, MATHEW ROAD, MUMBAI - 400 004, INDIA  
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WORKS : LAXMI TEKADI, VILLAGE : YAVLUJ, TALUKA : PANHALA, DIST. : KOLHAPUR - 416 205, INDIA  
Phone : 0231-2420637/639, 02328-237226, Fax : 0231-2420638, E-mail : klp\_nagreeka@sancharnet.in

CIN : L18101WB1989PLC046387

**Item No. 4**

Re-appointment of Mr. Mahendra Patwari (DIN 00024002), as Whole-time Director of the Company for a period of 5 years with effect from 01/07/2017.

**Item No. 5**

Ratification of the remuneration of M/s. V. J Talati & Co., Practicing Cost Accountant, Cost Auditor of the Company for the financial year ended 31/03/2018.

**Item No. 6**

Re-classification of the Authorised Share Capital of the Company from Rs. 15,00,00,000/- (Rupees Fifteen Crore Only) comprising 3,00,00,000 (Three Crore) Equity Shares of Rs. 5/- (Rupees Five) each to Rs. 12,00,00,000/- (Rupees Twelve Crore Only) comprising 2,40,00,000 (Two Crore Forty Lakh) Equity Shares of Rs. 5/- (Rupees Five) each and 30,00,000 (Thirty Lakh) Preference Shares of Rs. 10/- (Rupees Ten) each and consequently the existing Clause V of the Memorandum of Association of the Company be and is hereby amended accordingly.

**Item No. 7**

Issue of 25,00,000 (Twenty Five lakh) Non Convertible Redeemable Preference Shares of Rs. 10/- each at a premium of Rs. 30/- each on preferential basis to Mr. Sushil Patwari, promoter of the Company.

Further, pursuant to Regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulation, 2015, we are submitting herewith the details regarding the voting results in respect of the business transacted at the 28<sup>th</sup> Annual General Meeting (AGM) of the Members of the Company held on Monday, 18<sup>th</sup> September, 2017 at 10.30 A.M. at Bengal National Chamber of Commerce and Industry at 23, R. N Mukherjee Road, Kolkata- 700 001 in the prescribed format.

Furthermore, we also enclosing consolidated Scrutinizer report on remote e-voting and voting through ballot paper at the said AGM.

This is for your information and record.

Thanking you.

Yours truly,

**For Nagreeka Exports Limited**

  
Jitendra Tiwari  
Company Secretary



Encl: Stated as above



Disclosure in terms of Regulation 44 of SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015 in relation to 28<sup>th</sup> Annual General Meeting of

M/s. Nagreeka Exports Limited:

1. Date of the AGM : Monday, 18<sup>th</sup> September, 2017
2. Total number of shareholders as on Book Closure : 10460
3. No. of shareholders present in the meeting either in person or through proxy:  
 Promoters and Promoter Group : 4  
 Public : 49
4. No. of Shareholders attended the meeting through Video Conferencing  
 Promoters and Promoter Group : Not Applicable  
 Public : Not Applicable

5. Item No. 1 – Ordinary Resolution

Adoption of Audited Balance Sheet as at 31<sup>st</sup> March, 2017, the statement of Profit and Loss for the year ended on that date and reports of the Directors and the Auditors thereon.

Whether Promoter/ Promoter Group are interested in the agenda/resolution: No

Mode of Voting : E-Voting and Poll

Promoter/ Public	No. of Shares held (1)	Mode of Voting	No. of Votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes – in Favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)] *100	% of Votes against on votes polled (7)=[(5)/(2)] *100
Promoter	6577986	E-voting	6577486	99.99	6577486	0	100	0
		Poll	0	0	0	0	0	0
Public Institution	2659104	E-voting	1224742	46.06	1224742	0	100	0
		Poll	814873	30.64	814873	0	100	0
Public Non Institution	3262610	E-voting	145559	4.46	145559	0	100	0
		Poll	2400	0.07	2400	0	100	0
<b>Total</b>	<b>12499700</b>		<b>8765060</b>	<b>70.12</b>	<b>8765060</b>	<b>0</b>	<b>100</b>	<b>0</b>

6. Item No. 2 – Ordinary Resolution

Appointment of Director in place of Mr. Mahendra Patwari (DIN 00024002), who retires by rotation and being eligible, offers himself for re-appointment.

Whether Promoter/ Promoter Group are interested in the agenda/resolution: Yes

Mode of Voting : E-Voting and Poll

Promoter/ Public	No. of Shares held (1)	Mode of Voting	No. of Votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes – in Favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)] *100	% of Votes against on votes polled (7)=[(5)/(2)] *100
Promoter	6577986	E-voting	6577486	99.99	6577486	0	100	0
		Poll	0	0	0	0	0	0
Public Institution	2659104	E-voting	1224742	46.06	1224742	0	100	0
		Poll	814873	30.64	814873	0	100	0
Public Non Institution	3262610	E-voting	145359	4.45	144059	1300	99.11	0.89
		Poll	2400	0.07	2400	0	100	0
<b>Total</b>	<b>12499700</b>		<b>8764860</b>	<b>70.12</b>	<b>8763560</b>	<b>1300</b>	<b>99.99</b>	<b>0.01</b>





**7. Item No. 3 – Ordinary Resolution**

Appointment of M/s B. Nath & Co., Chartered Accountants (FRN 307057E) as Statutory Auditors of the Company for a block of 5 years from the conclusion of this Annual General Meeting till the conclusion of the 33<sup>rd</sup> Annual General Meeting at a remuneration to be fixed by the Board of Directors in consultation with the Auditors.

Whether Promoter/ Promoter Group are interested in the agenda/resolution: No

Mode of Voting : E-Voting and Poll

Promoter/ Public	No. of Shares held (1)	Mode of Votin g	No. of Votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes – in Favour (4)	No. of Votes – again st (5)	% of Votes in favour on votes polled (6)=[(4)/(2)] *100	% of Votes against on votes polled (7)=[(5)/(2)] *100
Promoter	6577986	E-voting	6577486	99.99	6577486	0	100	0
		Poll	0	0	0	0	0	0
Public Institution	2659104	E-voting	1224742	46.06	1224742	0	100	0
		Poll	814873	30.64	814873	0	100	0
Public Non Institution	3262610	E-voting	145359	4.45	145359	0	100	0
		Poll	2400	0.07	2400	0	100	0
<b>Total</b>	<b>12499700</b>		<b>8764860</b>	<b>70.12</b>	<b>8764860</b>	<b>0</b>	<b>100</b>	<b>0</b>

**8. Item No. 4 – Ordinary Resolution**

Re-appointment of Mr. Mahendra Patwari (DIN 00024002), as Whole-time Director of the Company for a period of 5 years with effect from 01/07/2017.

Whether Promoter/ Promoter Group are interested in the agenda/resolution: Yes

Mode of Voting : E-Voting and Poll

Promoter/ Public	No. of Shares held (1)	Mode of Votin g	No. of Votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes – in Favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)] *100	% of Votes against on votes polled (7)=[(5)/(2)] *100
Promoter	6577986	E-voting	6577486	99.99	6577486	0	100	0
		Poll	0	0	0	0	0	0
Public Institution	2659104	E-voting	1224742	46.06	1224742	0	100	0
		Poll	814873	30.64	814873	0	100	0
Public Non Institution	3262610	E-voting	145359	4.45	144058	1301	99.10	0.90
		Poll	2400	0.07	2400	0	100	0
<b>Total</b>	<b>12499700</b>		<b>8764860</b>	<b>70.12</b>	<b>8763559</b>	<b>1301</b>	<b>99.99</b>	<b>0.01</b>

**9. Item No. 5 – Ordinary Resolution**

Ratification of the remuneration of M/s. V. J Talati & Co., Practicing Cost Accountant, Cost Auditor of the Company for the financial year ended 31/03/2018.

Whether Promoter/ Promoter Group are interested in the agenda/resolution: No

Mode of Voting : E-Voting and Poll

Promoter/ Public	No. of Shares held (1)	Mode of Votin g	No. of Votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes – in Favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)] *100	% of Votes against on votes polled (7)=[(5)/(2)] *100
Promoter	6577986	E-voting	6577486	99.99	6577486	0	100	0
		Poll	0	0	0	0	0	0
Public	2659104	E-voting	1224742	46.06	1224742	0	100	0



Institution		Poll	814873	30.64	814873	0	100	0
Public	3262610	E-voting	145359	4.45	145359	0	100	0
Non Institution		Poll	2400	0.07	2400	0	100	0
<b>Total</b>	<b>12499700</b>		<b>8764860</b>	<b>70.12</b>	<b>8764860</b>	<b>0</b>	<b>100</b>	<b>0</b>

**9. Item No. 6 – Ordinary Resolution**

Re-classification of the Authorised Share Capital of the Company from Rs. 15,00,00,000/- (Rupees Fifteen Crore Only) comprising 3,00,00,000 (Three Crore) Equity Shares of Rs. 5/- (Rupees Five) each to Rs. 12,00,00,000/- (Rupees Twelve Crore Only) comprising 2,40,00,000 (Two Crore Forty Lakh) Equity Shares of Rs. 5/- (Rupees Five) each and 30,00,000 (Thirty Lakh) Preference Shares of Rs. 10/- (Rupees Ten) each.

Whether Promoter/ Promoter Group are interested in the agenda/resolution: No

Mode of Voting : E-Voting and Poll

Promoter/ Public	No. of Shares held (1)	Mode of Voting	No. of Votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes – in Favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)] *100	% of Votes against on votes polled (7)=[(5)/(2)] *100
Promoter	6577986	E-voting	6577486	99.99	6577486	0	100	0
		Poll	0	0	0	0	0	0
Public Institution	2659104	E-voting	1224742	46.06	1224742	0	100	0
		Poll	814873	30.64	814873	0	100	0
Public Non Institution	3262610	E-voting	145359	4.45	145359	0	100	0
		Poll	2400	0.07	2400	0	100	0
<b>Total</b>	<b>12499700</b>		<b>8764860</b>	<b>70.12</b>	<b>8764860</b>	<b>0</b>	<b>100</b>	<b>0</b>

**9. Item No. 7 – Special Resolution**

Issue of 25,00,000 (Twenty Five lakh) Non Convertible Redeemable Preference Shares of Rs. 10/- each at a premium of Rs. 30/- each on preferential basis to Mr. Sushil Patwari, promoter of the Company.

Whether Promoter/ Promoter Group are interested in the agenda/resolution: Yes

Mode of Voting : E-Voting and Poll

Promoter/ Public	No. of Shares held (1)	Mode of Voting	No. of Votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes – in Favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)] *100	% of Votes against on votes polled (7)=[(5)/(2)] *100
Promoter	6577986	E-voting	6577486	99.99	6577486	0	100	0
		Poll	0	0	0	0	0	0
Public Institution	2659104	E-voting	1224742	46.06	1224742	0	100	0
		Poll	814873	30.64	814873	0	100	0
Public Non Institution	3262610	E-voting	145359	4.45	145358	1	99.99	0.0
		Poll	2400	0.07	2400	0	100	0
<b>Total</b>	<b>12499700</b>		<b>8764860</b>	<b>70.12</b>	<b>8764859</b>	<b>1</b>	<b>100</b>	<b>0.00</b>

For Nagreeka Exports Limited

Jitendra Tiwari  
Company Secretary





**CA. Hari Ram Agarwal**

B.Com(Hons.), LL.B., F.C.A., F.C.S., DISA(ICAI)

CHARTERED ACCOUNTANT

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**Consolidated's Report**

**(Voting through Remote e-voting, and e-voting at the Annual General Meeting venue through Ballots)**

**[Pursuant to Section 108 of the Companies Act, 2013 and Companies (Management and Administration) Rules, 2014 as amended]**

To,

The Chairman of 28<sup>th</sup> Annual General Meeting of the Members of **NAGREEKA EXPORTS LIMITED (L18101WB1989PLC046387)**, held on Monday, **18<sup>th</sup> day of September, 2017** at 10.30 AM at Bengal National Chamber of Commerce and Industry, 23, R.N. Mukherjee Road, Kolkata-700 001.

Dear Sir,

1. I, HARI RAM AGARWAL, a Chartered Accountant in Practice (FCA.057625), Kolkata, was duly appointed as a Scrutinizer by the Board of Directors of **NAGREEKA EXPORTS LIMITED** (the Company) for the purpose of scrutinizing the process of voting through Remote e-voting and voting at the Annual General Meeting venue through Ballot under the provisions of Section 108 of the Companies Act, 2013 (the 2013 Act) read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as substituted by the Companies (Management and Administration) Rules, 2015, and the provisions of Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.
2. The Management of the Company is responsible to ensure the Compliance of the requirements of the Companies Act, 2013 and Rules relating to voting through Remote e-voting and voting at the Annual General Meeting venue through Ballot for the resolutions proposed in the Notice of 28<sup>th</sup> Annual General Meeting of the Members of the Company dated 14.08.2017. My responsibility as a Scrutinizer for the process of voting through Remote e-voting and voting at the Annual General Meeting venue through Ballot is to ensure that the voting process is conducted in a fair and transparent manner and is restricted to make a Scrutinizer's Report for the votes cast in "favour" or "against" on the resolutions proposed in the Notice of the 28<sup>th</sup> AGM of the Company, based on the reports generated from the e-voting system provided by National Securities Depositories Limited (NSDL), the agency authorized under the Rules and engaged by the Company to provide remote e-voting facilities.
3. In terms of the aforesaid Notice and as per the provisions of Section 108 of the Companies Act, 2013 (the 2013 Act) read with Rule 20 of the Companies (Management and Administration) Rules, 2014, and the provisions of Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, the remote e-voting facility was kept open for four days and the e-voting period commenced on September 14, 2017 at 9:00 A.M. and ends on September 17, 2017 at 5:00 P.M. and members were requested to cast their votes electronically conveying their assent or dissent in respect of the resolution on the e-voting platform provided by National Securities Depositories Limited (NSDL).

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## CA. Hari Ram Agarwal

B.Com(Hons.), LL.B., F.C.A., F.C.S., DISA(ICAI)

CHARTERED ACCOUNTANT

4. The member of the Company as on "cut off" date i.e. **September 11, 2017** were entitled to vote on the resolutions proposed in the notice calling 28<sup>th</sup> AGM of the Company.
5. At the end of the remote e-voting period on September 17, 2017 at 5:00 P.M., the voting portal of the service provider was blocked forthwith.
6. At the 28<sup>th</sup> Annual General Meeting of the Company held on September 18, 2017, the Chairman at the end of discussions on the resolution(s) announced the voting through Ballot to facilitate the members present at the meeting who could not participate in the remote e-voting to record their votes.
7. Immediately after the conclusion of the voting at the venue of the AGM on the 18<sup>th</sup> day of September, 2017, the votes cast at the venue were counted, thereafter the votes cast through remote e-voting were unblocked in the presence of Mr. Sumit Agarwal and Mr. Niraj Sharma who acted as witnesses as prescribed under sub-rule 4(xii) of Rule 20 of the Companies (Management and Administration) Rules, 2014 as substituted by the Companies (Management and Administration) Rules, 2015. They have signed below in confirmation of the votes being unblocked in their presence.
8. Thereafter, the details containing inter alia, list of the Members, who voted "for" or "against" on each of the resolution that were put to vote, were derived from the report generated from the e-voting website of National Securities Depositories Limited (NSDL), and voting cast by the members at the venue of Annual General Meeting through Ballot.
9. I have issued separate Scrutinizer's Report on the remote e-voting and voting through **Ballot** at the Annual General Meeting on the resolutions contained in the notice to the AGM. I submit herewith my consolidated Scrutinizer's Report on the results of voting through remote e-voting and voting through Ballot at the Annual General Meeting as under:

### Item No. 1

**Adoption of Audited Financial statements of the Company for Financial Year ended on March 31, 2017 and the statement of Profit and Loss Account for the year ended on that date together with the Report of the Board of Directors and Auditors thereon.**

#### **(Ordinary Resolution)**

Particulars	Remote E-Voting		Ballot		Total		Percentage (%)
Assent	46	79,47,787	08	8,17,273	54	87,65,060	100
Dissent	0	0	0	0	0	0	-
Total	46	79,47,787	08	8,17,273	54	87,65,060	100
Abstain / Invalid	0	0	0	0	0	0	--

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# CA. Hari Ram Agarwal

B.Com(Hons.), LL.B., F.C.A., F.C.S., DISA(ICAI)

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## Item No. 2

Appointment of Director in place of Mr. Mahendra Patwari (holding DIN: 00024002), who retires by rotation and being eligible offers himself for re-appointment.

(Ordinary Resolution)

Particulars	Remote E-Voting		Ballot		Total		Percentage (%)
	No.	Votes	No.	Votes	No.	Votes	
Assent	44	79,46,287	08	8,17,273	52	87,63,560	99.99
Dissent	01	1,300	0	0	01	1,300	0.01
Total	45	79,47,587	08	8,17,273	53	87,64,860	100.00
Abstain / Invalid	0	0	0	0	0	0	--

## Item No. 3

Appointment of M/s B Nath & Co. ( Firm registration No : 307057E ) as Statutory Auditors of the Company to hold office for a period of 5 Years from the conclusion of this Annual General Meeting till the conclusion of the 33<sup>rd</sup> Annual General Meeting and fixation of remuneration.

(Ordinary Resolution)

Particulars	Remote E-Voting		Ballot		Total		Percentage (%)
	No.	Votes	No.	Votes	No.	Votes	
Assent	45	79,47,587	08	8,17,273	53	87,64,860	100
Dissent	0	0	0	0	0	0	0
Total	45	79,47,587	08	8,17,273	53	87,64,860	100
Abstain / Invalid	0	0	0	0	0	0	--

## Item No. 4

Appointment of Mr. Mahendra Patwari (DIN 00024007) as a Whole Time Director of the Company for a Period of 5 Years and whose office shall be liable to retire by rotation.

(Ordinary Resolution)

Particulars	Remote E-Voting		Ballot		Total		Percentage (%)
	No.	Votes	No.	Votes	No.	Votes	
Assent	43	79,46,286	08	8,17,273	51	87,63,559	99.99
Dissent	02	1,301	0	0	02	1,301	0.01
Total	45	79,47,587	08	8,17,273	53	87,64,860	100.00
Abstain / Invalid	0	0	0	0	0	0	--

Office:  
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# CA. Hari Ram Agarwal

B.Com(Hons.), LL.B., F.C.A., F.C.S., DISA(ICAI)

CHARTERED ACCOUNTANT

## Item No. 5

Approval of the terms of appointment of the Cost Auditors.

(Ordinary Resolution)

Particulars	Remote E-Voting		Ballot		Total		Percentage (%)
	No.	Votes	No.	Votes	No.	Votes	
Assent	45	79,47,587	08	8,17,273	53	87,64,860	100
Dissent	0	0	0	0	0	0	0
Total	45	79,47,587	08	8,17,273	53	87,64,860	100
Abstain / Invalid	0	0	0	0	0	0	--

## Item No. 6

Reclassification of Authorized Share Capital

(Ordinary Resolution)

Particulars	Remote E-Voting		Ballot		Total		Percentage (%)
	No.	Votes	No.	Votes	No.	Votes	
Assent	45	79,47,587	08	8,17,273	53	87,64,860	100
Dissent	0	0	0	0	0	0	0
Total	45	79,47,587	08	8,17,273	53	87,64,860	100
Abstain / Invalid	0	0	0	0	0	0	--

## Item No. 7

Issue and Allotment of 25, 00,000 (Twenty Five Lakh) Redeemable Preference Share of Rs. 40 each (including Premium of Rs. 30) on Preferential basis.

(Special Resolution)

Particulars	Remote E-Voting		Ballot		Total		Percentage (%)
	No.	Votes	No.	Votes	No.	Votes	
Assent	44	79,47,586	08	8,17,273	52	87,64,859	99.99
Dissent	01	1	0	0	01	1	0.01
Total	45	79,47,587	08	8,17,273	53	87,64,860	100.00
Abstain / Invalid	0	0	0	0	0	0	--

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**CA. Hari Ram Agarwal**

B.Com(Hons.), LL.B., F.C.A., F.C.S., DISA(ICAI)

CHARTERED ACCOUNTANT

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Based on the aforesaid results, the resolution no.(s) 1 to 7 as contained in the Notice dated August 14, 2017 have been passed with the requisite majority.

All the relevant records relating to the e-voting and voting through Ballot is under my safe custody and will be handed over to the Chairman or Company Secretary for preserving safely after the Chairman considers, approves and signs the minutes of the Meeting.

Thanking You,

Yours Faithfully,



HARI RAM AGARWAL, FCA  
CHARTERED ACCOUNTANTS  
Membership no. 057625

Place: Kolkata  
Date: 19.09.2017

  
Countersigned by

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Office:  
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