



**CUBICAL  
FINANCIAL  
SERVICES  
LIMITED**

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CIN No. : L65993DL1990PLC040101

To,

Date-27.09.2017

**Bombay Stock Exchange Ltd  
Phiroze Jeejeebhoy Towers  
Dalal Street  
Mumbai – 400 001**

**Sub: Outcome of 27<sup>th</sup> Annual General Meeting with proceedings**

Dear Sir,

This is with reference to the Annual General Meeting of the Company held on 27<sup>th</sup> day of September, 2017 at 10:00 a.m. at Multipurpose Community Centre, Ghoga Village, Near Main Bus Stop, New Delhi-110034. The requisite quorum for the Annual General Meeting of the Company was present and the following businesses were transacted at the meeting:

1. To receive, consider and adopt the Audited Financial Statements of the Company for the Financial Year ended 31<sup>st</sup> March, 2017 together with the Reports of the Board of Directors and Auditors thereon.
2. To appoint a Director in place of Mr. Ashwani Kumar Gupta (DIN: 00348616), who retires by rotation, and being eligible offers himself for the re-appointment.
3. Auditors Appointment
4. Appointment of Mr. Manoj Jain (DIN: 00009740) as an Independent Director.
5. Payment of remuneration to Mr. Ashwani Kumar Gupta (DIN: 00348616) as Managing Director

We enclose the summary of proceedings of the 27<sup>th</sup> AGM of the Company as required under Part A of Schedule III of Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. Annexure 'A'.

You are requested to consider the aforesaid for your official records and oblige.

Thanking You,

**For CUBICAL FINANCIAL SERVICES LIMITED**

  
**(ASHWANI KIMAR GUPTA)**  
Managing Director  
DIN- 00348616

## Annexure-A

### PROCEEDINGS OF THE 27<sup>th</sup> ANNUAL GENERAL MEETING OF THE MEMBERS OF CUBICAL FINANCIAL SERVICES LIMITED HELD ON WEDNESDAY, 27<sup>TH</sup> SEPTEMBER, 2017 AT 10:00 A.M. AT MULTIPURPOSE COMMUNITY CENTRE, GHOGA VILLAGE, NEAR MAIN BUS STOP, NEW DELHI – 110034.

Sh. Ashwani Kumar Gupta, Chairman of the Board took the chair and welcomed the Member of the Company and after ascertaining the presence of the requisite quorum, the Chairman called the Meeting to order.

The Chairman delivered his speech covering various aspects relating to the overall industry review, performance of the Company, initiatives taken by the Company.

With the consent of the member present, Notice of the Annual General Meeting along with all requisite annexure was taken as read.

The Chairman then took up the business items set out in the Notice Convening the said Annual General Meeting.

#### ORDINARY BUSINESS

##### **Item No. 1:**

To receive, consider and adopt the Audited Financial Statements of the Company for the Financial Year ended 31<sup>st</sup> March, 2017 together with the Reports of the Board of Directors and Auditors thereon.

The aforesaid resolution was passed as **Ordinary Resolution**.

##### **Item No. 2:**

To appoint a Director in place of Mr. Ashwani Kumar Gupta (DIN: 00348616), who retires by rotation, and being eligible offers himself for the re-appointment.

The aforesaid resolution was passed as **Ordinary Resolution**.

##### **Item No. 3:**

#### **AUDITORS APPOINTMENT**

"RESOLVED THAT pursuant to the provisions of Section 139 and other applicable provisions, if any, of the Companies Act, 2013 read with the Companies (Audit and Auditors) Rules, 2014 (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), M/s Krishan Rakesh & Co. (Firm Reg. No.009088N), be and is hereby appointed as Auditors of the Company, to hold office from the conclusion of this Annual General Meeting



till the conclusion of the Annual General Meeting of the Company to be held in the Year 2020 at such remuneration as shall be fixed by the Board of Directors of the Company.

The aforesaid resolution was passed as **Ordinary Resolution**.

**Item No. 4:**

**APPOINTMENT OF MR. MANOJ JAIN (DIN: 00009740) AS AN INDEPENDENT DIRECTOR.**

“RESOLVED THAT pursuant to the provisions of Sections 149 and 152 read with Schedule IV and other applicable provisions, if any, of the Companies Act, 2013 (“the Act”) and the Companies (Appointment and Qualification of Directors) Rules, 2014 (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force) and Regulation 17 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, Mr. Manoj Jain (DIN: 00009740), who qualifies for being appointed as an Independent Director and in respect of whom the Company has received a notice in writing under Section 160 of the Act from a member proposing his candidature for the office of Director, be and is hereby appointed as an Independent Director of the Company, not liable to retire by rotation and to hold office for 5 (five) consecutive years for a term up to July 11, 2022.”

The aforesaid resolution was passed as **Ordinary Resolution**.

**Item No. 5:**

**PAYMENT OF REMUNERATION TO MR. ASHWANI KUMAR GUPTA (DIN: 00348616) AS MANAGING DIRECTOR**

“RESOLVED THAT pursuant to the provisions of Section 197 read with Schedule V and other applicable provisions, if any, of the Companies Act, 2013 (the Act) and the Rules made thereunder, as amended from time to time, the consent of the shareholders be and is hereby accorded to the Board for payment of remuneration to Mr. Ashwani Kumar Gupta (DIN: 00348616) as the Managing Director of the Company for a period of 3 years w.e.f 01.10.2016.

**Total Remuneration:** Total Remuneration payable by way of salary, performance linked variable bonus, perquisites and other allowances shall not exceed Rs. 24,00,000 (Rupees Twenty Four Lacs) per annum and subject to overall limits as prescribed, from time to time, under the Companies Act, 2013 (including any statutory modification(s) or re-enactment thereof for the time being in force) (hereinafter referred to as “the Act”), and rules made thereunder, with the authority granted to the Board of Directors to amend/ modify the remuneration components of the total remuneration, within the limits stipulated in this Resolution, from time to time.

The perquisites shall be evaluated as per Income Tax Rules, wherever applicable and in the absence of any such rule, they shall be evaluated at actual cost.

**RESOLVED FURTHER THAT** the Board of Directors of the Company be and is hereby severally authorized to do all such acts, deeds and things and execute all such documents, instruments and writings as may be required and to delegate all or any of its powers herein conferred to any Director(s) to give effect to the aforesaid resolution."

The aforesaid resolution was passed as **Ordinary Resolution**.

Thanking You,

**For CUBICAL FINANCIAL SERVICES LIMITED**



**(Ashwani Kumar Gupta)**  
**Managing Director**  
**DIN- 00348616**