

JAYSHREE CHEMICALS LIMITED

Minutes of the Proceedings of the 56th Annual General Meeting of the Company held at Rotary Sadan, 94/2, Chowringhee Road, Kolkata-700020 on Tuesday, the 25th September, 2018 at 11:30 A.M.

PRESENT :-

Shri Satish Kapur (In the Chair)
Shri Virendraa Bangur for self (Managing Director)
Shri K K Kothari (Director)
Shri R C Kalani representing Akivi Tea Plantations and Agro Industries Ltd.,
Mothola Company Ltd., Shree Satyanarayan Investments Co. Ltd. and
Gold Mohore Investment Company Ltd.
Shri S.K.Babel representing The Diamond Co. Ltd.
Shri S.K.Agarwal representing Veer Enterprises Ltd.
Shri S K Khemani representing West Coast Paper Mills Ltd. and
Orbit Udyog Pvt. Ltd.
Shri P K Gupta representing Union Company Ltd.
Shri Manoj Kumar Gupta
Shri C S Gilra
Shri Dulal Chandra Bhadra
and 104 other shareholders

Shri Satish Kapur was unanimously elected Chairman of the Meeting and took the Chair.

The requisite quorum being present the meeting was called to order.

The Register of Directors' and Key Managerial Personnel and their Shareholdings kept pursuant to Section 170 of the Companies Act, 2013 was produced at the commencement of the Meeting and was kept open and accessible during the continuance of the Meeting to the persons having the right to attend the Meeting.

With the permission of the Members present, Notice convening the Meeting, together with the Statement relating thereto, the Statement of Profit and Loss of the Company for the year ended 31st March, 2018 and the Balance Sheet as at that date together with the Report of the Directors having already been circulated to the Members of the Company, were taken as read.

Then the Auditors' Report was read out by Shri S K Lahoti.

Thereafter, the following Resolutions were moved:-

1. (As an Ordinary Resolution)

“Resolved that the Statement of Profit and Loss of the Company for the year ended 31st March, 2018 and the Balance Sheet as at that date together with the Reports of the Directors and the Auditors be and are hereby adopted and passed.”

Proposed by Shri Manoj Kumar Gupta

Seconded by Shri C S Gilra

The queries raised by the members were suitably answered by the Chairman.

99,63,922 votes were casted in favour of and Nil votes were casted against this Resolution and accordingly, this Resolution was passed unanimously.

2. (As an Ordinary Resolution)

"Resolved that Shri Shree Kumar Bangur, holding DIN No. 00053237, who retires by rotation, be and is hereby re-appointed as a Director of the Company."

Proposed by Shri Manoj Kumar Gupta

Seconded by Shri R C Kalani

99,63,809 votes were casted in favour of and 113 votes were casted against this Resolution and accordingly, this Resolution was passed by requisite majority.

3. (As an Ordinary Resolution)

"Resolved that Shri Krishna Kumar Kothari holding Din:00233174, in respect of whom the Company has received a notice in writing from a member proposing his candidature for the office of Director, be and is hereby appointed as a Director of the Company from the date of passing this Resolution."

Proposed by Shri P K Gupta

Seconded by Shri Sunil Pal

99,63,809 votes were casted in favour of and 113 votes were casted against this Resolution and accordingly, this Resolution was passed by requisite majority.

4. (As an Ordinary Resolution)

"Resolved that pursuant to the provisions of Sections 149, 152 and other applicable provisions, if any, of the Companies Act, 2013 and the Rules made there under read with Schedule IV to the Companies Act, 2013 (including any statutory modification(s) or re-enactment thereof for the time being in force) and the Listing Regulations, Shri Krishna Kumar Kothari holding Din: 00233174, in respect of whom the Company has received a notice in writing from a member proposing his candidature for the office of Director, be and is hereby appointed as an Independent Director of the Company for a period of 5 consecutive years from the date of passing this Resolution and that Shri Krishna Kumar Kothari shall not be liable to retire by rotation."

Proposed by Shri Dulal Chandra Bhadra

Seconded by Shri Subhash Kar

99,63,809 votes were casted in favour of and 113 votes were casted against this Resolution and accordingly, this Resolution was passed by requisite majority.

The Meeting concluded with a vote of thanks to the Chair at 12.05 P.M.

Sd/-
CHAIRMAN