

NATH SEEDS®

Nath Bio-Genes (I) Ltd.

(CIN L01110MH1993PLC072842)

August 04th 2018

The Manager-Listing
BSE Limited
Phiroze Jeejeebhoy Towers,
Dalal Street,
Mumbai-400001

The Manager- Listing
National Stock Exchange of India Ltd.,
Exchange Plaza, Bandra-Kurla Complex
Bandra (E)
Mumbai-400051

BSE Code-537291

NSE Code-NATHBIOGEN

Subject; Proceedings of Annual General Meeting.

Dear Sir,

This is with pursuant to Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirement) Regulations, 2015, we enclose herewith a summary of proceedings of Annual General Meeting of the Company held on today 04th August 2018 at the Registered office of the Company.

You are requested to kindly take the above information on your records.

Thanking You

Yours faithfully,
For Nath Bio-Genes (India) Limited

Authorised Signatory

PROCEEDINGS OF THE ANNUAL GENERAL MEETING OF THE MEMBERS OF NATH BIO-GENES (INDIA) LIMITED HELD ON SATURDAY THE 04TH OF AUGUST 2018 AT 11.00 A.M. AT THE REGISTERED OFFICE OF THE COMPANY AT NATH HOUSE, NATH ROAD, AURANGABAD.

DIRECTORS PRESENT

Mr. Nandkishor Kagliwal	Chairman
Mr. Satish Kagliwal	Managing Director
Mr. Kashinath Iyer	Director
Mr. Shrirang Agrawal	Director
Mr. Omprakash Sharma	Director
Mrs. Sweta Kagliwal	Director

IN ATTENDANCE

Mr. Devinder Khurana	Chief Financial Officer
Mr. Dhiraj Rathi	Company Secretary

Members Present
Members present in person: 32
Members present in proxy: 5
Members via E-voting: 6

Mr. Nandkishor 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 SEBI (Listing Obligation and Disclosure Requirements) 2015, 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 31st March 2018 & 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. Nandkishor Kagliwal proposed and Mr. Shrirang Agrawal seconded the following resolution.

“RESOLVED THAT, the Audited Profit & Loss Account for the year ended 31st March, 2018 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 24th 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, 2018 as may be determined by the Audit Committee in consultation with the Auditors.”

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

SPECIAL BUSINESS

RE-APPOINTMENT OF MANAGING DIRECTOR

To consider and if thought fit, to pass with or without modification the following resolution as Special Resolution:

“RESOLVED THAT, pursuant to the provisions of Section 196, 197, 203 and all other applicable provisions, if any, of the Companies Act, 2013 (including any statutory modification from time to time or any re-enactment thereof for the time being in force) (the “Act”) read with Schedule V to the said Act, and recommendation of the Nomination and Remuneration Committee and Audit Committee, approval be and is hereby accorded to the re-appointment of Mr. Satish Kagliwal as Managing Director of the Company for the period of 5 years effective from 1st August 2018 to 31st July 2023 on the following terms and conditions, including remuneration (effective from 01 April 2018), with liberty to the Board of Directors to alter and vary such terms and conditions, including remuneration subject to approval of shareholders in Annual General Meeting of the Company, as mentioned below:

Sr No	Salary & Perquisites (Per Annum)	Amount in Lacs
1	Basic Salary	20.0
2	Special Allowance	15.00
3	Other Allowance	12.50
4	Conveyance Allowance	0.25
5	Medical Allowance	0.25
	TOTAL	48.00

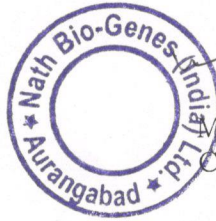
“RESOLVED FURTHER THAT the Board of Directors (which term shall always be deemed to include any Committee as constituted or to be constituted by the Board to

exercise its powers including the powers conferred under this resolution) be and is hereby authorized to vary or increase the remuneration specified above from time to time to the extent the Board of Directors may deem appropriate, provided that such variation or increase, as the case may be, is within the overall limits as specified under the relevant provisions of the Companies Act, 2013.”

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: 04.08.2018
Place: Aurangabad



Mr. Nandkishor Kagliwal
CHAIRMAN