

SHREE MANUFACTURING COMPANY LIMITED

Registered Office: Suite# 712, Prasad Chambers Opera House,
Mumbai, 400004

Email: shreemanufacturing@hotmail.com

Website: www.smcl.in; Phone: 022-66631999

CIN: L36999MH1976PLC286340

Date: 29.09.2018

To
BSE Limited
Phiroze Jeejeebhoy Towers
Dalal Street
Mumbai- 400001

Sub: Proceedings of the 41st Annual General Meeting held on 28th September 2018.

Ref: Scrip Code: 503863

Dear Sir/Madam,

Pursuant to the provisions of Regulation 30, Schedule III of the listing agreement we hereby furnish the proceedings of the 41st Annual General Meeting of the company held on Friday, 28th September, 2018 at 11:00 A.M. and Concluded at 12.30 P.M. at Suite# 712, Prasad Chambers, Opera House, Mumbai- 400004.

Pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014, the Company provided e-voting facility to the members to vote on the matters to be transacted at the Annual General Meeting. Further, to facilitate those members who were present at the AGM, either personally or by proxy, who did not cast their vote in respect of items of business as set out in the Notice of the Annual General Meeting. CS Shilpa Parekh, Proprietor of S G Parekh & Company, Practising Company Secretaries, Mumbai was appointed as Scrutinizer for Conducting the Poll by way of polling papers.

The results of voting on each resolution were determined considering the aggregate of vote cast by the members on each resolution separately, through e-voting and poll.

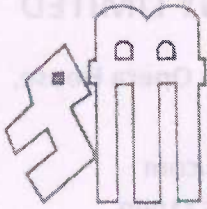
The Annual General Meeting was attended by requisite quorum and following businesses were passed with requisite majority.

ORDINARY BUSINESS:

1. Approval of Accounts:

The members considered and adopted the Audited Balance Sheet as at 31st March, 2018 and the Statement of Profit and Loss for the year ended on that date together with Reports of the Board of Directors' and Auditors' thereon.





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2. Appointment of Director in place of Mr. Vishal Dedhia (DIN 00728370) who retires by rotation and, being eligible, offers himself for re-appointment.

The members approved the appointment of Mr. Vishal Dedhia (DIN 00728370), who retires by rotation and being eligible, offers himself for re-appointment.

SPECIAL BUSINESS:

3. Appointment and fixation of remuneration of Mr. Vishal Dedhia (DIN: 00728370) as Whole-time Director as per Companies Act, 2013.

The members approved the re-appointment and remuneration of for a period of three years with effect from 01st September, 2018 to 31st August, 2021 (both days inclusive). as Whole-time Director of the Company for a period of three years with effect from 01st September, 2018 to 31st August, 2021 (both days inclusive)..

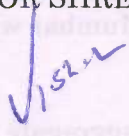

Kindly take the same on your records.

A copy of consolidated Scrutinizer's Report received from CS Shilpa Parekh, Proprietor of M/s. S G Parekh and Company, Mumbai is enclosed herewith for your records.

Thanking You,

Yours Faithfully,

FOR SHREE MANUFACTURING COMPANY LIMITED



VISHAL DEDHIA
WHOLE TIME DIRECTOR
DIN: 00728370

Encl.: As Above



S. G. PAREKH & CO.
(Practising Company Secretary)

201, Somnath Darshan, Kastur Park, Shimpoli Road, Borivali (West), Mumbai – 400092
Mobile: +919969208200 E-mail Id: shilpagparekh31@gmail.com

SCRUTINIZER'S REPORT

(Pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 & 21 of the Companies
(Management and Administration) Rule, 2014,)

To,
The Chairman
Shree Manufacturing Company Limited
Suite# 712, Prasad Chambers,
Opera House,
Mumbai -400004

Respected Sir,

Sub: Scrutinizer's Report on remote e-voting Process and voting through physical ballots conducted at 41st Annual General Meeting (AGM) of the Members of Shree Manufacturing Company Limited held on Friday, September 28, 2018

1. Shree Manufacturing Company Limited ("the Company") has vide resolution of its Board of Directors dated August 14, 2018 appointed the undersigned as Scrutinizer to ensure that the process of remote e-voting and voting through physical ballots on the resolutions as contained in the notice dated August 14, 2018 ("Notice") at the 41st Annual General Meeting held on Friday, September 28, 2018 (AGM), as required under Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rule, 2014, as amended from time to time and Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, be carried out in a fair and transparent manner.
2. The Management of the Company is responsible for the compliance with the requirement of the Companies Act, 2013 and the rules made there under and the applicable provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, relating to remote e-voting and voting through physical ballots on the resolutions contained in the aforesaid notice of the AGM of the members of the Company. My responsibility as a scrutinizer is to ensure that the voting done through remote e-voting and physical ballots is done in fair and transparent manner and to make a consolidated Scrutinizer's report on the votes cast "in favour" or "against" the resolutions based on the report generated from the remote e-voting system provided by the Central Depository Services (India) Limited (CDSL) the authorised agency engaged by the Company to provide remote e-voting facilities and of voting through physical ballots at the AGM.
3. As required under Section 101 of the Act, a notice along with explanatory statement under Section 102 of the Act was sent to Members (i.e by courier, Speed Post, Registered Post or through e-mail) for seeking approval of members on following resolutions:



S. G. PAREKH & CO.
(Practising Company Secretary)

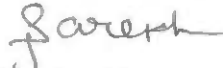
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Mobile: +919969208200 E-mail Id: shilpagparekh31@gmail.com

1. Resolution No. 1 as an Ordinary Resolution to Consider and adopt the Audited Financial Statements for the year ended 31st March, 2018 together with the Reports of the Board of Directors and Auditors thereon.
2. Resolution No. 2 as an Ordinary Resolution to appoint Director in place of Mr. Vishal Dedhia (DIN 00728370) who retires by rotation and, being eligible, offers himself for re-appointment.
3. Resolution No. 3 as a Special Resolution to appoint and fix remuneration of Mr. Vishal Dedhia (DIN: 00728370) as Whole-time Director as per Companies Act, 2013.
4. The Company provided the remote e-Voting facility offered by CDSL to cast votes on aforesaid resolutions through e-Voting by the members of the Company pursuant to the provisions of Clause 44 of the SEBI (LODR) Regulations, 2015. The Company also made available the physical ballots at the 41st AGM to the Shareholder to enable them to vote through physical ballots on the aforesaid resolutions. Remote e-voting facilities were made available to shareholders of the Company to exercise their voting rights from 9.00 a.m. on September 24, 2018 and ends on 5.00 p.m. on September 27, 2018. The voting rights of the members were considered in proportion to their share in the paid up equity share capital of the Company as on cut-off date i.e. September 21, 2018. Accordingly e-votes casted upto 5.00 p.m. on September 27, 2018 have been considered for my scrutiny. Further, the votes casted at the 41st AGM through physical ballots have also been considered for my scrutiny.
5. After the conclusion of the Annual General Meeting, first the voting conducted through physical ballot at the meeting was unblocked in the presence of two witnesses not in employment of the Company, namely Ms. Kavita Jain and Mr. Mohit Mangal and thereafter vote casted through remote e-voting had been unblocked in the presence of two witnesses not in employment of the Company, namely Ms. Kavita Jain and Mr. Mohit Mangal. A summary of the votes cast by shareholder through remote e-voting and physical ballot (including ballots received through post) at the Annual General Meeting with their pattern of voting is as per Annexure annexed to this Report.
6. The result of the voting by members through remote e-voting and physical ballots at the 41st Annual General Meeting in respect of the above mentioned resolutions may accordingly be declared by the Chairman of the Company Mr. Vishal Dedhia and who has also countersigned here under in token thereof.

Countersigned and received the report
Shree Manufacturing Company Limited

Chairman
Date:

For S. G. PAREKH & Co.
Practicing Company Secretaries


Shilpa Parekh
Proprietor
F9232, C.P. No.:10746
September 29, 2018



S. G. PAREKH & CO.
(Practising Company Secretary)

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The summary of the votes cast through Physical Ballots and remote E-voting confirmations received or each of the resolutions is given below:

For Resolution No. 1: As an Ordinary Resolution for consideration and adoption of the Audited Balance Sheet as at 31st March 2018, the Profit and Loss Account for the year ended on that date and the Reports of the Directors and Auditors thereon.

Sr. No.	Particulars	Resolution No. 1	
		No. of Physical Ballots / Remote E-Voting confirmation	No. of votes
a.	Votes casted through physical ballots	10	2444
b.	Votes through remote e-voting confirmations	5	730878
	Total	15	733322
c.	Less: Invalid physical ballot / remote e-voting confirmations	0	0
d.	Net valid physical ballot / remote e-voting confirmations	15	733322
	(i) physical ballot / remote e-voting confirmations with assent for the Resolution	15	733322
	% of Assent		100%
	(ii) physical ballot / remote e-voting confirmations with dissent for the Resolution	-	-
	% of Dissent		0%

*Rounded off to two decimal points



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For Resolution No. 2: As an Ordinary Resolution for appointment of Mr. Vishal Dedhia (DIN 00728370) who retires by rotation and, being eligible, offers himself for re-appointment..

Sr. No.	Particulars	Resolution No. 2	
		No. of Physical Ballots / Remote E-Voting confirmation	No. of votes
a.	Votes casted through physical ballots	10	2444
b.	Votes through remote e-voting confirmations	5	730878
	Total	15	733322
c.	Less: Invalid physical ballot / remote e-voting confirmations	0	0
d.	Net valid physical ballot / remote e-voting confirmations	15	733322
	(i) physical ballot / remote e-voting confirmations with assent for the Resolution	15	733322
	% of Assent		100%
	(ii) physical ballot / remote e-voting confirmations with dissent for the Resolution	-	-
	% of Dissent		0.00%

*Rounded off to two decimal points



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For Resolution No. 3: As a Special Resolution for appointment to appoint and fix remuneration of Mr. Vishal Dedhia (DIN: 00728370) as Whole-time Director as per Companies Act, 2013.

Sr. No.	Particulars	Resolution No. 3	
		No. of Physical Ballots / Remote E-Voting confirmation	No. of votes
a.	Votes casted through physical ballots	10	2444
b.	Votes through remote e-voting confirmations	5	730878
	Total	15	733322
c.	Less: Invalid physical ballot / remote e-voting confirmations	0	0
d.	Net valid physical ballot / remote e-voting confirmations	15	733322
	(i) physical ballot / remote e-voting confirmations with assent for the Resolution	15	733322
	% of Assent	100%	
	(ii) physical ballot / remote e-voting confirmations with dissent for the Resolution		
	% of Dissent	0%	

*Rounded off to two decimal points

