

September 27, 2018

National Stock Exchange of India Ltd. Exchange Plaza, 5 <sup>th</sup> Floor Plot No. C/1, G Block Bandra-Kurla Complex Bandra (E) MUMBAI - 400 051.	BSE Ltd. Phiroze Jeejeebhoy Towers Dalal Street MUMBAI - 400 001.
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**Sub- Outcome of 49<sup>th</sup> Annual General Meeting under Regulation 30 of SEBI  
(Listing Obligations and Disclosure Requirements) Regulations, 2015**

Dear Sir/ Madam,

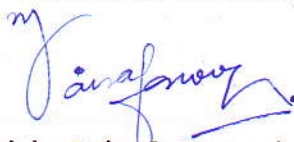
Pursuant to Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we are submitting herewith outcome including proceedings of AGM and items of the businesses transacted at the 49<sup>th</sup> Annual General Meeting of the Company held on Thursday, September 27, 2018 at 11.00 A.M. at the India Islamic Cultural Centre, 87-88, Lodhi Road, New Delhi - 110 003.

This is for your information and record.

Thanking you

Yours faithfully,

For Salora International Ltd.



(Mohd. Faisal Farooq)  
Company Secretary & Compliance Officer





**PROCEEDINGS OF THE 49<sup>th</sup> ANNUAL GENERAL MEETING OF THE COMPANY HELD ON 27<sup>th</sup> SEPTEMBER, 2018 AT 11.00 A.M. AT INDIA ISLAMIC CULTURAL CENTRE, 87-88, LOK KALA MANCH, LODHI INSTITUTIONAL AREA, 20 LODHI ROAD, NEW DELHI – 110 003**

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As per the Notice, 49<sup>th</sup> Annual General Meeting (AGM) was held on Thursday, September 27, 2018 at 11.00 A.M. at India Islamic Cultural Centre, 87-88, Lodhi Road, New Delhi – 110 003.

Company Secretary welcomed the Shareholders and requested the Chairman & Managing Director, Shri Gopal Sitaram Jiwrajka to chair the meeting.

Chairman, other Directors and Key Managerial Personnel took the chair.

Chairman welcomed all the Shareholders, Directors and others at the 49<sup>th</sup> Annual General Meeting and introduced the persons sitting at the Dais.

All the Directors of the Company except Smt. Savitri Devi Jiwrajka, Smt. Neetu Jiwrajka, Shri Gautam Khaitan and Shri K.S Mehta, were present at the AGM. The Chairman informed that Shri Gautam Khaitan and Shri K.S. Mehta, Independent Directors were pre-occupied with other commitments and therefore could not attend the Meeting. Smt. Savitri Devi Jiwrajka was unable to attend the meeting due to her ill health and Smt Neetu Jiwrajka could not attend as was occupied with other inalienable engagements. The representatives of Statutory and Secretarial Auditors were also present at the AGM. Representative of Navneet K. Arora, Scrutinizer was present during the Meeting.

The quorum being present he declared the meeting open.

Company Secretary informed to the Members that pursuant to the Companies Act, 2013 and Rules made thereunder and under Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company had provided facility to cast votes for the AGM through remote e-voting for the period commencing from Monday, September 24, 2018 at 09:30 A.M. and ended on Wednesday, September 26, 2018 at 05:00 P.M.

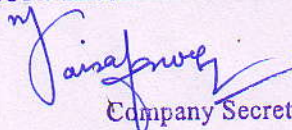
Mr. Navneet K Arora was appointed as the Scrutinizer for the purpose of carrying out the e-voting process and voting through Poll at AGM in a fair and transparent manner.

In view of giving similar voting rights to the members present in the AGM, a Poll was ordered by the Chairman for the voting on all the 5 (Five) Resolutions of Ordinary and Special businesses as set out in the Notice of AGM.

The members were informed that the Results would be declared after considering the voting by poll by members present in the AGM and also the e-voting by other members already done. They were also informed that the Results would be submitted to the Stock Exchanges (NSE and BSE) within 48 hours of the conclusion of the AGM and placed on the website of the Company and NSDL.

The Chairman addressed the members of the Company. Chairman's speech was circulated to all members present at the meeting and with the consent of members be taken as read.

**For Salora International Ltd.**

  
Company Secretary



The Chairman then explained the objectives and implications of the Resolutions before putting them to vote by Poll at the AGM.

The Following items of business as set out in the Notice calling the Meeting were put for shareholder's approval:

**ORDINARY BUSINESS:**

- Adoption of Financial Statements –
  - a) The Audited Standalone Financial Statements of the Company for the financial year ended March 31, 2018 together with the Reports of Board of Directors and the Auditors thereon; and
  - b) The Audited Consolidated Financial Statements of the Company for the financial year ended March 31, 2018 together with the Report of Auditors thereon.
- Appointment of a Director in place of those retiring by rotation  
To appoint a director in place of Shri Tarun Jiwrajka (DIN 00386240), who retires by rotation and being eligible offers himself for re-appointment.

**SPECIAL BUSINESS:**

- Ratification of Cost Auditors' remuneration
- Revision of remuneration of Shri Gopal Sitaram Jiwrajka, Chairman & Managing Director (DIN 00024325) (**Special Resolution**).
- Sale of Undertaking under Section 180(1) of the Companies Act, 2013 (**Special Resolution**).

Before ordering Poll the Chairman invited the Shareholders for their queries and observations.

Thereafter the Chairman ordered the Poll requesting all the Members present to cast their votes using the ballot papers handed over to them in this regard.

The Chairman thanked the shareholders and others for attending the Meeting.

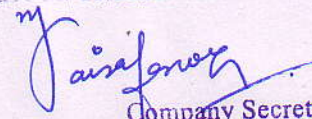
The Company Secretary proposed a vote of thanks to the Chair and the meeting ended.

For **Salora International Ltd.**,

(**Mohd. Faisal Farooq**)  
Company Secretary & Compliance Officer.

**Thursday, September 27, 2018**

For **Salora International Ltd.**

  
Company Secretary