



Corporate Identification Number : L15142RJ1987PLC004232  
 Regd. Office : Bhagwati Sadan, S.D. Marg, ALWAR - 301001  
 Factory : Old Industrial Area, Itarana Road, ALWAR -301001

## **ANNEXURE - I**

### **SUMMARY OF THE PROCEEDINGS OF THE 29<sup>TH</sup> ANNUAL GENERAL MEETING OF THE COMPANY HELD ON 29<sup>TH</sup> SEPTEMBER, 2017.**

This to inform you that 29<sup>th</sup> Annual General Meeting ("AGM") of the members of the Company was held on Friday, the 29<sup>th</sup> September, 2017 at 10:30 A.M. at the Registered Office of the Company at Bhagwati Sadan, Swami Dayanand Marg, Alwar – 301001 (Rajasthan).

Shri Niranjana Lal Data chaired the Meeting. All the Directors of the Company were present at the Meeting except Mr. Daya Kishan Data, whole time director. The requisite quorum being present, the Chairman called the Meeting to order. Thereafter, he introduced his colleagues on the Board of Directors of the Company who were present on the dais.

The Chairman delivered the speech and gave an overview of the financial performance of the Company for the financial year ended 31<sup>st</sup> March, 2017 and its future outlook. Further, with the consent of the Shareholders, the Notice convening the Meeting.

The Chairman further informed the members that pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended, the Company has extended the remote e-voting facility to the members of the Company in respect of businesses transacted at the Annual General Meeting. The remote e-voting commenced at 10:00 A.M. on Monday, 25<sup>th</sup> September, 2017 and ended at 5:00 P.M. on Thursday, 28<sup>th</sup> September, 2017. The Company has engaged the services of Central Depository Services India Ltd (CDSL) as the agency to provide e-voting facility.

The Chairman informed the members that the Company has also arranged for voting through ballot paper in the meeting on all the resolutions to be passed at the Meeting for those members who have not cast their vote through e-voting.

The following items of business, as per the Notice of AGM dated 02.09.2017 were transacted at the meeting:

#### **ORDINARY BUSINESS:**

1. Adoption of Audited Standalone Financial Statement and Audited Consolidated Financial Statement of the Company for the financial year ended 31<sup>st</sup> March, 2017 along with the reports of the Board of Directors and Auditor thereon. **(Ordinary Resolution)**
2. Approved the Re-appointment of Smt. Gayatri Data (DIN: 06960488), Director liable to retire by rotation. **(Ordinary Resolution)**

3. Approved the appointment of M/s Anil Mukesh & Associates, Chartered Accountants, as Statutory Auditors of the Company in place of retiring auditors M/s. K.L. Datta, Chartered Accountants, for a term of 5 consecutive years, to hold office from the conclusion of 29<sup>th</sup> Annual General Meeting till the conclusion of 34<sup>th</sup> Annual General Meeting of the company to be held in the calendar year 2022, subject to an yearly ratification by the members of the company at every Annual General Meeting and authorizing the Board to fix their remuneration. **(Ordinary Resolution)**

**SPECIAL BUSINESS:**

4. Approved the re-appointment of Mr. Ram Babu Jhalani (DIN: 01614184) as an Independent Director of the Company for a second term of 5 consecutive years **(Special Resolution)**.
5. Approved the re-appointment of Mr. G.R. Goyal (DIN: 03040941) as an Independent Director of the Company for a second term of 5 consecutive years **(Special Resolution)**.
6. Approved the re-appointment of Mr. Ramesh Chand Gupta (DIN: 01557586) as an Independent Director of the Company for a second term of 5 consecutive years **(Special Resolution)**.
7. Approved the re-appointment of Mr. Shiv Kumar Gupta (DIN: 06960496) as an Independent Director of the Company for a second term of 5 consecutive years **(Special Resolution)**.
8. Approved the revision and fixation of remuneration of Mr. Vijay Data (DIN: 00286492), Managing Director of the Company for his remaining tenure of two years i.e. from 26<sup>th</sup> September, 2017 up to 25<sup>th</sup> September, 2019 **(Special Resolution)**.
9. Approved the revision and fixation of remuneration of Mr. Daya Kishan Data (DIN: 01504570), Whole Time Director of the Company for his remaining tenure of two years i.e. from 29<sup>th</sup> September, 2017 up to 28<sup>th</sup> September, 2019 **(Special Resolution)**.
10. Approved the revision and fixation of remuneration of Mr. Niranjana Lal Data (DIN: 00286337), Whole Time Director and Executive Chairman of the Company for his remaining tenure of two years i.e. from 30<sup>th</sup> September, 2017 up to 29<sup>th</sup> September, 2019 **(Special Resolution)**.
11. Ratification of the remuneration of Cost Auditor for the financial year 31<sup>st</sup> March, 2018. **(Ordinary Resolution)**.

Mr. Arun Jain, Company Secretary in practice, was appointed as Scrutinizer to scrutinize the remote e-voting process and voting through ballot paper at the meeting in a fair and transparent manner.

Members present were given the opportunity to ask questions and seek clarifications. The Chairman responded to the questions raised.

Post the question and answer session, the Chairman thanked the members present at the meeting and then concluded the meeting by authorizing the Company secretary to declare the results of voting.

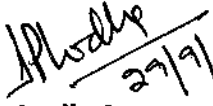
The scrutinizer's report was received and accordingly all the resolutions as set out in the notice were declared as passed.

The AGM concluded with a vote of thank to those present.

This is for your information and records.

Thanking you,

Yours Faithfully  
For Vijay Solvex Ltd

  
27/9/2017  
**(J.P. Lodha)**  
**Company Secretary**