

Ref. No.: AIL/B-36/2018/751
September 22, 2018

To,
Listing/Compliance Department
BSE LTD.
Phiroze Jeejeebhoy Towers,
Dalal Street,
Mumbai – 400 001.

BSE CODE : 524208

Dear Sir/Madam,

To,
Listing/Compliance Department
**National Stock Exchange of
India Limited**
"Exchange Plaza", Plot No. C/1,
G Block Bandra-Kurla Complex,
Bandra (E), Mumbai – 400 051.

NSE CODE : AARTIIND

Ref: Regulation 30 of the SEBI (LODR) Regulations,
2015.

Sub : Proceedings of 35th Annual General Meeting

Pursuant to Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we are submitting herewith the details of the proceedings of 35th Annual General Meeting of the Company held at Plot Nos. 806, 807, G.I.D.C. Estate, Phase – III, Vapi – 396 195, Dist. Valsad, Gujarat, on **Friday, September 21, 2018 at 11.00 a.m.**

Kindly take the same on record.

Thanking You,

Yours faithfully,

For **AARTI INDUSTRIES LIMITED**

RAJ SARRAF

COMPANY SECRETARY

ICSI M. No. A15526

Encl.: as above.



PROCEEDINGS OF THE 35TH ANNUAL GENERAL MEETING (AGM) OF AARTI INDUSTRIES LIMITED

The 35th Annual General Meeting held at Plot Nos. 806, 807, G.I.D.C. Estate, Phase – III, Vapi – 396 195, Dist. Valsad, Gujarat, on **Friday, September 21, 2018 at 11.00 a.m.** to transact the Business as set out in the Notice convening AGM.

The Company Secretary stated that;

- Requisite quorum is present,
- Statutory Registers and Records are made available for inspection by members,
- Chairman of Audit Committee and Stakeholders Relationship Committee is Present,
- Statutory Auditors of the Company is Present and
- the Scrutinisers 'appointed for the polling process' is present.

Shri Rajendra V. Gogri, the Chairman and Managing Director of the Company welcomed all the members, directors, auditors and representatives present for the meeting. He introduced all the Directors present on the dais and Commenced the proceedings of the meetings giving an overview of the performance of the Company for the Financial year ended March 31, 2018. The printed copy of the Chairman's statement was distributed to the members attending the meeting.

The Company Secretary then read out all the agendas for the meeting including special businesses for consideration.

The Chairman then requested the members to raise their concerns and allowed to share their suggestions, if any.

The Company Secretary informed the members present about facility of remote e-voting provided by the Company to enable the members to cast their votes electronically. The e-voting period commenced at **9.00 a.m. on Tuesday, September 18, 2018** and concluded at **5.00 p.m. on Thursday, September 20, 2018**. The Company had also provided facility for voting through poll by those members who were present at the AGM, either personally or by proxy and who had not cast their vote earlier through remote e-voting.

The Chairman informed that the Company had appointed CS Sunil Dedhia, practicing Company Secretary as a Scrutinizer to scrutinize the remote e-voting process and for conducting voting on Poll at the AGM in a fair and transparent manner. The voting on Poll at the AGM was organized as per instructions given by the Chairman.

The following items of the business, as per Notice of the AGM, were transacted at the Meeting:-

ORDINARY BUSINESS:-

1. Adoption of Financial Statements for the year ended March 31, 2018.
2. Declare dividend for the financial year ended March 31, 2018.
3. Re-appointment of Shri Parimal H. Desai, who retires by rotation and being eligible, seeks reappointment.
4. Appointment of M/s Kirtane & Pandit LLP, Chartered Accountants as Statutory Auditors for a period of 4 (Four) years.

SPECIAL BUSINESS:

5. Variation in the terms of remuneration payable to Executive Directors.
6. Appointment of Shri Radheshyam Sobhraj Rohra as an Independent Director for a period of 5 (Five) years.
7. Re-appointment of Prof. Ganapati D. Yadav as an Independent Director for a period of 5 (Five) years.
8. Re-appointment of Smt. Priti P. Savla as an Independent Director for a period of 5 (Five) years.
9. Appointment of Related Party (Shri Nikhil P. Desai) at a Place of Profit with revised Remuneration.
10. Appointment of Related Party (Shri Mirik R. Gogri) at a Place of Profit with revised Remuneration.
11. Increased in Borrowing limits Rs. 3,500 Crore.
12. Ratification of the remuneration to be paid to Cost Auditor.
13. Approval for continuation of Shri Shantilal T. Shah as Director.
14. Approval for continuation of Shri Ramdas M. Gandhi as Director.
15. Approval for continuation of Shri K.V.S. Shyam Sunder as Director.

The Scrutinizer after ensuring that the ballot box was empty, locked the ballot box and after ensuring that all the members participating in the poll had cast their votes sealed the box and took custody of it.



The Chairman further informed the members present that the consolidated results of the voting by remote e-voting and poll will be declared within 48 hours of the conclusion of the AGM upon receipt of the Scrutinizer's Report. The same shall be posted on the Company's website www.aarti-industries.com and communicated to the Stock Exchanges viz. BSE Ltd. and National Stock Exchange of India Limited.

For **AARTI INDUSTRIES LIMITED**



RAJ SARRAF

COMPANY SECRETARY

ICSI M. NO. A15526