



**AARTI
INDUSTRIES
LIMITED**

Ref. No: AIL/B-34/2017/698

Date : 27th September, 2017.

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

BSE CODE –524208

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

Dear Sir/Madam,

REF : Regulation 30 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

SUB : Proceedings of the 34th 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 34th 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 **Wednesday, 27th September, 2017 at 11.00 a.m.**

Please acknowledge the enclosure.

Thanking you,

Yours Faithfully,

For **AARTI INDUSTRIES LIMITED**

RAJENDRA V. GOGRI

CHAIRMAN AND MANAGING DIRECTOR

Encl: as above.

PROCEEDINGS OF THE 34TH ANNUAL GENERAL MEETING(AGM) OF AARTI INDUSTRIES LIMITED (THE COMPANY)

The 34th Annual General Meeting was held at Plot Nos. 806, 807, G.I.D.C. Estate, Phase – III, Vapi – 396 195, Dist. Valsad, Gujarat, on **Wednesday, 27th September, 2017 at 11.00 a.m.** to transact the Business as set out in the Notice convening AGM dated 11th August, 2017.

Shri Rajendra V. Gogri, the Chairman and Managing Director of the Company introduced all the Directors present on the dias and welcomed the Shareholders at the 34th Annual General Meeting of the Company.

Stating that the required quorum was present, he called the meeting to order. The Register of Directors' Shareholdings and Register of Proxies and Statutory Registers as required under the law were kept open at the Meeting for inspection by the members.

The Chairman gave an over view of the financial performance of the Company for the Financial year ended 31st March, 2017 and its future outlook. The printed copy of the Chairman's statement was also distributed to the members attending the meeting. The Chairman then asked the members to raise their queries. Clarifications were provided for the queries raised by the members.

The Chairman 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 **Sunday, 24th September, 2017** and concluded at 5.00 p.m. on **Tuesday, 26th September, 2017**. 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 appointed him as Scrutinizer 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 (including the consolidated financial statements) of the Company for financial year ended 31st March, 2017.
2. Declare dividend for the financial year ended 31st March, 2017.
3. Re-appointment of Shri. Manoj M. Chheda, who retires by rotation and being eligible, seeks reappointment.
4. Re-appointment of Shri. Kirit R. Mehta, who retires by rotation and being eligible, seeks reappointment.
5. Appointment of M/s Kirtane & Pandit LLP, Chartered Accountants as Statutory Auditors.

SPECIAL BUSINESS:

6. Approval to Increase Commission payable to certain Executive Directors.
7. Re-appointment of Shri Rashesh C. Gogri, as the Managing Director for a period of 5 (Five) years with effect from 9th June, 2017.
8. Re-appointment of Shri Renil R. Gogri, as a Whole Time Director for a period of 5 (Five) years with effect from 16th August, 2017.
9. Re-appointment of Shri Rajendra V. Gogri, as the Managing Director for a period of 5 (Five) years with effect from 1st July, 2018.
10. To Re-appoint Shri Ramdas M. Gandhi as an Independent Director for a period of 5 (Five) years from the date of Annual General Meeting. **(Special Resolution)**
11. To Re-appoint Shri Laxmichand K. Jain as an Independent Director for a period of 5 (Five) years from the date of Annual General Meeting. **(Special Resolution)**
12. Approval to charge fees in advance for service of documents to members by a specific mode.
13. Ratification of the remuneration to be paid to Cost Auditor for FY 2017-18.
14. To approve issue of Non-Convertible Debentures on private placement. **(Special Resolution)**

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 where the shares of the Company are listed.

For AARTI INDUSTRIES LIMITED



PLACE: MUMBAI

DATE : 27/09/2017.

RAJENDRA V. GOGRI

CHAIRMAN AND MANAGING DIRECTOR