



29 September 2017

The National Stock Exchange of India Limited
Exchange Plaza, Plot No. C-1, G Block
Bandra Kurla Complex, Bandra (E)
Mumbai - 400051

The BSE Limited
15th Floor, Phiroze Jeejeeboy Towers
Dalal Street
Mumbai - 400001

Symbol: TECHNOFAB

Security Code: 533216

Subject: Intimation Pursuant to Regulation 30 of SEBI (Listing Obligations and Disclosure Requirement) Regulations, 2015

Dear Sir/Madam,

Pursuant to Regulation 30 of SEBI (Listing Obligations and Disclosure Requirement) Regulations, 2015, this is to inform that Forty Sixth Annual General Meeting of the members of Technofab Engineering Limited was held today on Friday, the 29th day September 2017 at 10:30 A.M. at Lok Kala Manch, 20, Lodhi Institutional Area, Lodhi Road, New Delhi - 110 003.

The meeting commenced at 10:30 AM and concluded at 12:55 PM.

Mr. Avinash Chander Gupta, Chairman of the Board of Director occupied the chair and welcomed the other members present at Forty Sixth Annual General Meeting. Upon ascertaining that the requisite quorum was present called the meeting in order.

Thereafter the Chairman read the Chairman's message and delivered his speech giving brief accounts of performance highlights of the Company during the year under review including recent development.

Mr. Suman Kumar Verma, Company Secretary of the Company with the consent of the members presented the Notice of the meeting, Directors' Report and Audit Report which were taken as read.

Further it was stated that apart from E-Voting, the Company will also give, to those shareholders who could not exercise E-Voting and were present at the meeting, the option of exercising their voting right through physical ballot papers, pursuant to Section 109 of the Act read with Rule 21 of the Rules. Also the Ballot Papers were given to the shareholders present at the hall and thereafter all the ballot papers duly filled and signed by the members was kept in the box available with the scrutinizers.

The following items of business, as per the Notice of 46th AGM were transacted at the meeting:

Resolution number	Resolution
Ordinary business	

1	Adoption of Standalone and Consolidated Financial Statements, Report of the Board of Directors and Auditors for the financial year ended March 31, 2017 (Type of Resolution: Ordinary Resolution)
2	Appointment of a Director in place of Mr. Arjun Gupta, who retires by rotation and being eligible, seeks re-appointment (Type of Resolution: Ordinary Resolution)
3	Appointment of M/s. G.C. Agarwal & Associates, Chartered Accountants (Firm Registration No. 017851N) as Auditors of the Company to hold office for a period of five (5) consecutive years commencing from the financial year 2017-18 subject to ratification at every AGM (Type of Resolution: Ordinary Resolution)
Special business	
4	Alteration in the terms & conditions including remuneration of Mr. Avinash C Gupta as Managing Director with effect from 1 April 2017 (Type of Resolution: Special Resolution)
5	Re-appointment of Mr. Arjun Gupta as Whole-time Director with revised terms & conditions including remuneration for three years with effect from 1 April 2017 (Type of Resolution: Special Resolution)
6	Re-appointment of Mr. Nakul Gupta as Whole-time Director with revised terms & conditions including remuneration for three years with effect from 1 April 2017 (Type of Resolution: Special Resolution)
7	To approve the Issue of Equity Shares of the Company by way of private placement to Qualified Institutional Buyers for extended period (Type of Resolution: Special Resolution)

This was also informed that Ministry of Corporate Affairs (MCA) has notified a list of Directors who in their opinion suffer disqualification under Section 164(2)(a) of the Companies Act, 2013. In this connection, the Company has received a communication from Mr. Arjun Gupta, Whole-time Director of the Company on the issue of his name appearing in that list and that his disqualification u/s 164 (2) (a) is without prejudice to his right as he is contemplating legal recourse on this issue and in all probability will be challenging his disqualification suitably in the appropriate court of law and once it is stayed/ removed by the court, he will automatically become eligible for re-appointment as a Director to give effect to the decision of the court.

The resolution for the re-appointment of Mr. Arjun Gupta as a whole time Director as per item no.2 & 5 are put up before the meeting and shall be passed if it is approved by the requisite majority of



shareholders by physical voting and e-voting process by way of passing ordinary resolution and special resolution as the case may be subject to the condition described hereinabove.

The Board of Directors had appointed Mr. Naresh Verma, Practicing Company Secretary as the Scrutinizer to supervise the e-voting and Poll process. The Chairman authorized the Company Secretary to declare the results of voting within 48 hours from the conclusion of the meeting.

You are requested to take note of the same in your records for further dissemination.

Thanking you,

Yours Faithfully

For Technofab Engineering Limited


Suman Kumar Verma
Company Secretary

