

October 9, 2019

To,
Market Operations Department
National Stock Exchange of India Limited
Exchange Plaza, Bandra-Kurla Complex
Bandra East, Mumbai – 400 051
Scrip Code: ATCOM

To,
Corporate Relations Department
BSE Limited
Phiroze Jeejeebhoy Towers, Fort
Mumbai – 400 001
Scrip Code- 527007

Sub: Submission of Minutes of the 29th Annual General Meeting held on September 26, 2019

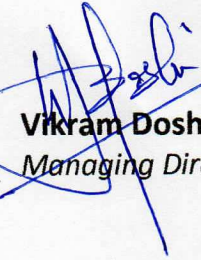
Dear Madam/Sir,

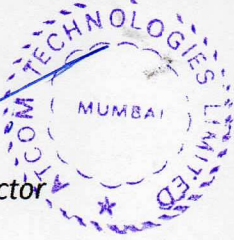
In compliance with Regulation 30 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, we hereby submit a certified true copy of the Minutes of the 29th Annual General Meeting held on September 26, 2019.

Kindly take the same on record.

Thanking you,

Yours Faithfully,
For Atcom Technologies Limited


Vikram Doshi
Managing Director



Encl.: As above

HELD AT ON TIME

MINUTES OF THE 29TH ANNUAL GENERAL MEETING OF THE MEMBERS OF ATCOM TECHNOLOGIES LIMITED HELD ON THURSDAY, SEPTEMBER 26, 2019 AT 09:00 A.M. AT THE REGISTERED OFFICE OF THE COMPANY SITUATED AT 2F COURT CHAMBERS, 35 NEW MARINE LINES, MUMBAI 400020

Directors Present

1. Mr. Vikram Doshi
2. Ms. Leena Doshi
3. Mr. Mahendra Sanghvi
4. Mr. Ankur Jain
5. Ms. Shreya Mehta

Chairman and Managing Director
Non-Executive Director
Independent Director
Chairman, Audit Committee
Independent Director
Chairman, NR and Stakeholder Committee
Independent Director

In Attendance/ Invitees:

1. Ms. Kushla Rawat
2. Mr. Sanjay Nimbalkar
3. Mr. Jayesh Dadia

Kushla Rawat & Associates
(Secretarial Auditors and Scrutinisers)
Chief Financial Officer
Jayesh Dadia & Associates LLP (Statutory Auditors)

Members present in person: 30

Out of the above, 6 members were present through their representatives.

Members present through proxy: NIL

The following documents and Registers were placed on the table. They remained open for inspection during the meeting.

- a. Notice convening the 29th Annual General Meeting
- b. Annual Report along with Annexures thereto for the financial year ended 31st March 2019
- c. The Register of Directors and Key Managerial Personnel and their shareholding
- d. The Register of contracts or arrangements in which the Directors were
- e. Register of Investments
- f. Register of Proxies
- g. Minutes of the previously held AGMs
- h. Minutes of the previously held subsidiary AGM's
- i. Annual reports of the subsidiaries

After ascertaining that the quorum for the meeting was met, Mr. Vikram Doshi took the chair at 9.15 a.m. The Chairman commenced the 29th Annual General Meeting of the Company by welcoming the members. The Chairperson introduced the members to all the attendees and the directors.

Before beginning with the formal agenda of the Annual General Meeting and with the consent of the members present, the chairperson stated that the Notice convening the meeting, the Board Report along with annexures thereto, and the Annual Financial Statements for the financial year ended March 31, 2019 were taken as read.

HELD AT ON TIME

Thereafter, the Chairman stated that under the Companies Act, 2013, the Auditors' Report was to be read when there were qualifications or adverse observations or comments in the Report. As there were qualifications in the Auditors' Report, the same was read at the meeting. The Chairman read the qualifications along with the management's response to each of the qualifications. He then opened the floor for any questions regarding the same. He also assured the members that full efforts were being put into revoking the suspension of the company. Since there were no questions, the chairman proceeded.

The Chairman informed the shareholders that as per the provisions of the Companies Act, 2013 and the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company had provided the facility of remote e-voting to the shareholders to enable them to cast their vote electronically. He added that the remote e-voting was open from 9.00 a.m. on September 23, 2019 to 5.00 p.m. on September 25, 2019, and that the arrangement for casting of votes by poll was made available at the venue of the meeting for those shareholders who had not cast their votes by remote e-voting.

The Chairman further informed the shareholders about the flow of events at the AGM, and stated that he would move all the resolutions as set out in the notice of the AGM, before moving to the discussion and question & answer (Q&A) session. He added that upon the conclusion of the Q&A session, the shareholders could cast their vote on the resolutions through polling. The Chairman further informed that the combined result of remote e-voting and poll process would be announced and displayed on the website of the Company and also on the website of the stock exchanges.

The Chairman stated that the Company had appointed M/s Kushla Rawat & Associates, Practicing Company Secretaries, Mumbai, as the Scrutinisers to scrutinise the e-voting and poll process in a fair and transparent manner.

The Chairman then took up the formal business of the meeting.

ORDINARY BUSINESS:

RESOLUTION NO. 1: TO CONSIDER AND ADOPT (A) THE AUDITED FINANCIAL STATEMENT OF THE COMPANY FOR THE FINANCIAL YEAR ENDED MARCH 31, 2019 AND THE REPORTS OF THE BOARD OF DIRECTORS AND AUDITORS THEREON; AND (B) THE AUDITED CONSOLIDATED FINANCIAL STATEMENT OF THE COMPANY FOR THE FINANCIAL YEAR ENDED MARCH 31, 2019 AND THE REPORT OF THE AUDITORS THEREON (Ordinary Resolution)

Mr. Raj Doshi proposed and Mr. Bhim Goel seconded the resolution.

(a) **"RESOLVED THAT** the audited financial statement of the Company for the financial year ended March 31, 2019 and the reports of the Board of Directors and Auditors thereon laid before this meeting, be and are hereby considered and adopted."

(b) **"RESOLVED THAT** the audited consolidated financial statement of the Company for the financial year ended March 31, 2019 and the report of Auditors thereon laid before this meeting, be and are hereby considered and adopted."

RESOLUTION NO. 2: TO CONSIDER AND APPROVE THE APPOINTMENT OF STATUTORY AUDITORS OF THE COMPANY TO HOLD OFFICE FOR A PERIOD OF FIVE YEARS UNTIL THE CONCLUSION OF THE 34TH ANNUAL GENERAL MEETING AND TO FIX THEIR REMUNERATION (Ordinary Resolution)

Ms. Sonal Upadhyay proposed and Ms. Pallavi Mehta seconded the resolution.

"RESOLVED THAT pursuant to the provisions of Section 139 of the Companies Act, 2013, the Companies (Audit and Auditors) Rules, 2014 (including any re-enactment or modification thereto), and such other applicable provisions, if any, M/s. Gada Chheda & Co. LLP, Chartered Accountants, Mumbai, with Firm Registration No. W100059, be and are hereby appointed as Statutory Auditors of the Company to fill the casual vacancy caused due to the resignation of M/s. Jayesh Dadia & Associates LLP, Chartered Accountants, Mumbai, at a remuneration as may be mutually agreed to between the Board of Directors and M/s. Gada Chheda & Co. LLP, plus applicable taxes, out-of-pocket expenses, travelling and other expenses, in connection with the work of audit to be carried out by them, to hold office of Statutory Auditor till the conclusion of the Thirty-fourth Annual General Meeting of the Company."

At this stage, the Chairman requested Mr. Ankur Jain to take the Chair in his stead for the next three resolutions, since he was interested in each of them.

SPECIAL BUSINESS:

RESOLUTION NO. 3: APPOINTMENT OF MRS. LEENA DOSHI (DIN: 00404404) AS A NON-EXECUTIVE DIRECTOR (Ordinary Resolution)

Mr. Sanjay Shah proposed and Mr. Rashmi Vakharia seconded the resolution.

"RESOLVED THAT pursuant to the provisions of Sections 149, 152 and any other applicable provisions of the Companies Act, 2013 and the rules made thereunder (including any statutory modification(s) or re-enactment thereof for the time being in force) Mrs. Leena Doshi (DIN:00404404), who was appointed as Additional Director on April 8, 2019 and in respect of whom the Company has received a notice in writing from a member proposing her candidature for the office of Director, be and is hereby appointed as Director of the Company liable to retire by rotation.

RESOLVED FURTHER THAT Board of Directors of Company, be and are hereby authorized to do all acts, deeds, matters and things that may be necessary, proper, expedient or incidental thereto for the purpose of giving effect to the aforesaid resolution."

RESOLUTION NO. 4: APPOINTMENT OF VIKRAM DOSHI (DIN: 00063455) AS MANAGING DIRECTOR (Special Resolution)

Mr. Ketan Mehta proposed and Mr. Rashmi Vakharia seconded the resolution.

"RESOLVED THAT in accordance with the provisions of Sections 196, 197 and 203 read with Schedule V and other applicable provisions of the Companies Act, 2013 and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), approval of the members be and is hereby accorded to appoint Mr. Vikram Doshi (DIN: 00063455) as a Managing Director, for a period of 5 (five) years with effect from March 12, 2019 on the terms and conditions including remuneration as set out in the Statement annexed to the Notice, with liberty to the Board of Directors (hereinafter referred to as "the Board" which term shall include the Nomination and Remuneration Committee of the Board) to alter and vary the terms and conditions of the said appointment and / or remuneration as it may deem fit.

RESOLVED FURTHER THAT the Board be and is hereby authorised to do all acts and take all such steps as may be necessary, proper or expedient to give effect to this resolution."

RESOLUTION NO 5: APPROVAL OF RELATED PARTY TRANSACTION UNDER SECTION 188 OF THE COMPANIES ACT, 2013 (Ordinary Resolution)

HELD AT ON TIME.....

"RESOLVED THAT pursuant to the provisions of Sections 2(76), 184, 188, other applicable provisions, if any, of the Companies Act, 2013 read with the Companies (Meetings of the Board and Its Powers) Rules, 2014, (including any statutory modification(s) or re-enactment thereof for the time being in force) and provisions of SEBI (Listing Obligations and Disclosures Requirement) Regulations, 2015 as may applicable, the Leave and License Agreement entered with Hata Bevtech Private Limited, to provide premises situated at Unit III, Sr. No. 101/3, Daman Industrial Estate, Village - Kadaiya, Daman - 396 210, on lease for a period of five years from August 31, 2019 to August 31, 2024 or such extended time as the Board of Directors of the Company and Leasee mutually agreed, and on such other terms and conditions as mentioned in the said agreement, be and is hereby approved.

RESOLVED FURTHER THAT Board of Directors of Company, be and are hereby authorized to do all acts, deeds, matters and things that may be necessary, proper, expedient or incidental thereto for the purpose of giving effect to this resolution."

At this stage, Mr. Vikram Doshi took the Chair again.

RESOLUTION NO 6: APPROVAL OF BORROWINGS UNDER SECTION 180(1)(C) OF THE COMPANIES ACT, 2013 (Special Resolution)

Mr. Sanjay Shah proposed and Ms. Jigna Mehta seconded the resolution.

"RESOLVED THAT pursuant to Section 180(1)(c) and other applicable provisions, if any, of the Companies Act, 2013, as amended from time to time, the consent of the members of the Company be accorded to the Board of Directors of the Company, to borrow from time to time, any sum or sums of monies, which together with the monies already borrowed by the Company (apart from temporary loans obtained or to be obtained from the Company's bankers in the ordinary course of business), may exceed the aggregate of the paid-up capital of the Company and its free reserves, that is to say, reserves not set apart for any specific purpose, provided that the total outstanding amount so borrowed shall not at any time exceed the limit of INR 500 Crores (Indian Rupees Five Hundred Crores) (both funded and non-funded) at any one point of time.

RESOLVED FURTHER THAT the Board of Directors be and is hereby authorized to negotiate all the terms and conditions with the Bankers for availing the funded and non-funded limits from banks and/or any other financial institution (including guarantees facilities), determine the terms and conditions including fixing the rate of interest, tenure etc. for each borrowing and for such purpose, create and place fixed deposits as collateral, execute loan agreement, demand promissory notes, Pledge/ Hypothecation agreement, and other documents and deeds, receipts, acknowledgements and discharge in connection with the borrowings of the Company within the funded and non-funded borrowing limits as prescribed above.

RESOLVED FURTHER THAT the Board of Directors of the Company be and is hereby authorized to do all such acts deeds and things as may be necessary in this regard including but not limited to the delegation of powers to any director or committee of directors or any other person as it may deem fit subject to the provisions of the Companies Act, 2013."

RESOLUTION NO 7: APPROVAL TO MAKE LOANS AND INVESTMENTS UNDER SECTION 186 OF THE COMPANIES ACT, 2013 (Special Resolution)

Ms. Pallavi Mehta proposed and Ms. Jigna Mehta seconded the resolution.

HELD AT ON TIME

"RESOLVED THAT pursuant to the provisions of Section 186 and other applicable provisions of the Companies Act, 2013, if any, and in supersession of the earlier resolution passed with regard to investment activity of the Company, the consent of the Company be and is hereby accorded to the Board of Directors of the Company (hereinafter referred to as 'the Board', which term shall be deemed to include any Committee which the Board may have constituted or hereinafter constitute to exercise its powers including the powers conferred by this Resolution) to:

1. Make loans from time to time on such terms and conditions as it may deem expedient to any person or other bodies corporate;
2. give on behalf of any person, body corporate, any guarantee, or provide security in connection with a loan made by any other person to, or to any other person by any body corporate; and
3. acquire by way of subscription, purchase or otherwise the securities of any other body corporate, in excess of the limits prescribed under Section 186 of the Act up to an aggregate sum of INR 100 Crores (Indian Rupees One Hundred Crore only).

RESOLVED FURTHER THAT the Board of Directors of the Company be and is hereby authorized to do all such acts deeds and things as may be necessary in this regard including but not limited to the delegation of powers to any director or committee of directors or any other person as it may deem fit subject to the provisions of the Companies Act, 2013."

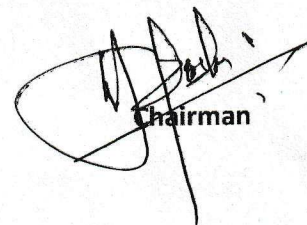
The Chairman said that he had moved all the resolutions and that the floor was again open for discussion. At the behest of a member, the following item was discussed. It was noted that there were several instances of physical copies of the annual report being requested by shareholders despite them receiving a soft copy in their emails. The Chairman took up this matter and requested all members to support the green initiative for a sustainable future. He also suggested that this item may be taken up in the ensuing board meeting to engage many more members in the green initiative.

The Chairperson then handed over the voting process to the scrutinizer and requested the members to cast their vote.

After the casting of votes, the chairperson closed the meeting with a vote of thanks at 10.05 a.m.

Place: Mumbai

Date: 10/10/2019


Chairman

HELD AT ON TIME

Annexure I

SUMMARY OF VOTING RESULTS FOR THE 29TH AGM HELD ON SEPTEMBER 26, 2019

Sr. No.	Resolution	No. of votes for with % of total valid votes polled	No. of votes against with % of total valid votes polled
1.	To consider and adopt (a) the audited financial statement of the Company for the financial year ended March 31, 2019 and the reports of the Board of Directors and Auditors thereon; and (b) the audited consolidated financial statement of the Company for the financial year ended March 31, 2019 and the report of Auditors thereon (Ordinary Resolution)	3340133 (100%)	0 (0.00%)
2.	To consider and approve the appointment of Statutory Auditors of the Company to hold office for a period of five years until the conclusion of the 34th Annual General Meeting and to fix their remuneration (Ordinary Resolution)	3337933 (99.93%)	2200 (0.07%)
3.	Appointment of Mrs. Leena Doshi (DIN:00404404) as Non-Executive Director (Ordinary Resolution)	3337933 (99.93%)	2200 (0.07%)
4.	Appointment of Mr. Vikram Doshi (DIN: 00063455) as a Managing Director (Special Resolution)	3337933 (99.93%)	2200 (0.07%)
5.	Approval of Related Party Transaction under Section 188 of the Companies Act, 2013 (Ordinary Resolution)	3340133 (100%)	0 (0.00%)
6.	Approval of borrowings under Section 180(1)(c) of the Companies Act, 2013 (Special Resolution)	3337433 (99.92%)	2700 (0.08%)
7.	Approval to make loans and investments under Section 186 of the Companies Act, 2013 (Special Resolution)	3337933 (99.93%)	2200 (0.00%)