

GIL/DEL/2019-20
October 26, 2019

Bombay Stock Exchange Limited Floor 25, P J Towers, Dalal Street, Mumbai - 400 001. INDIA Scrip Code: 533265	National Stock Exchange of India Limited "EXCHANGE PLAZA", Bandra - Kurla Complex, Bandra (East), Mumbai - 400 051. INDIA Scrip Code: GALLISPAT
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Sir /Madam,

SUB: MINUTES OF THE 15TH ANNUAL GENERAL MEETING

REF: PART-A of Schedule III of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

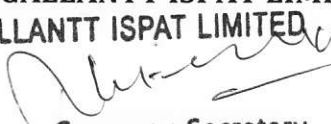
Pursuant to Part-A of Schedule III of the SEBI (Listing Obligations and Disclosure Requirements) Regulation, 2015, please find enclosed the minutes of the 15th Annual General Meeting of the Company, duly convened on the 26th day September, 2019.

You are requested to take the same on your records.

Thanking you,

Yours faithfully,

For GALLANTT ISPAT LIMITED
GALLANTT ISPAT LIMITED


Company Secretary

Nitesh Kumar
(CS & Compliance Officer)

Encl: As above

GALLANTT ISPAT LIMITED

Registered Office : "GALLANTT HOUSE", I-7, Jangpura Extension, New Delhi -110 014
Telefax : 011-41645392, E-mail : gil@gallantt.com, Website : www.gallantt.com
Factory : AL-5, Sector-23, Sahjanwa, District - Gorakhpur, Uttar Pradesh
Corporate Identification No. : L27109DL2005PLC350523

MINUTES OF THE 15TH ANNUAL GENERAL MEETING OF GALLANTT ISPAT LIMITED HELD ON THURSDAY, THE 26TH SEPTEMBER, 2019 AT - GEETA BHAWAN, SANATAN DHARAM MANDIR, 16, BLOCK C, JUNG PURA EXTENSION, JANGPURA, NEW DELHI, DELHI 110014. THE MEETING COMMENCED ON TIME AT 11.00 A.M. AND CONCLUDED AT 12.05 P.M.

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PRESENT:

DIRECTOR

Mr. Chandra Prakash Agrawal (Chairman)
Mr. Dindayal Jalan (Independent Director)
Mrs. Smita Modi (Independent Director)
Mrs. Sangeeta Upadhyay (Independent Director)

COMPANY SECRETARY

Mr. Nitesh Kumar

IN ATTENDANCE

Mr. Amit Jalan, Chief Financial Officer

INVITEE

Mr. A. K. Srivastava, Partner, M/s. Anoop Agarwal & Co. Chartered Accountants, Statutory Auditors of the Company.

Mr. U. Tiwari, Cost Auditors

MEMBERS:

Members Present in Person/Representative - 20

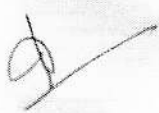
Members Present through Proxy- 4

CHAIRMAN:

Mr. Chandra Prakash Agrawal, Chairman of the Board chaired the 15th Annual General Meeting. Mr. Chandra Prakash Agrawal took the chair and welcomed all the members present to the 15th Annual General Meeting of the Company.

QUORUM:

After ascertaining that the requisite Quorum for the Meeting was present as per Section 103 of the Companies Act, 2013, the Chairman called the Meeting to order at 11.00 A.M.



NOTICE:

With the consent of the members present, the Notice dated 13th August, 2019 convening the 15th Annual General Meeting of the company together with the Directors' Report for the financial year ended 31st March, 2019 as previously circulated were taken as read.

Register of Directors and Key Managerial Personnel and their shareholding maintained under section 170 of the Companies Act, 2013 from April 01, 2014 and other Statutory Registers onwards were produced at the commencement of the meeting and were kept open and accessible during the continuance of the meeting to the members having right to attend the meeting. The signed Auditor's Report, Minutes of the General Meeting of the Company, Register of Proxy, Memorandum and Articles of Association of the Company, and all other required documents were kept on the table throughout the meeting.

CHAIRMAN'S MESSAGE:

The Chairman welcomed the members to the 15th Annual General Meeting. The Chairman thereafter rose to read out his speech.

At the instruction of the Chairman, Mr. Nitesh Kumar, Company Secretary, read out the Statutory Auditors' Report.

Thereafter, the Chairman stated that the Company had provided facility to vote by electronic means to all the Members to enable them to cast their votes electronically in respect of all the businesses to be transacted at the 15th Annual General Meeting in accordance with the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 and applicable provisions of the listing agreements with the Stock Exchanges. He stated that the Company had appointed National Securities Depository Limited as agency for providing e-voting platform for e-voting. The facility to vote by electronic means was kept open from 9.00 A.M. on September 23, 2019 to 5.00 P.M. on September 25, 2019.

He further stated that Mr. Tanmay Kumar Saha Practicing Company Secretary was appointed as the Scrutinizer for conducting the e-voting process. Further, the Chairman informed the members that as per the Ministry of Corporate Affairs General Circular no. 22/2014 dated June 17, 2014 there will be no voting by show of hands at the general meeting of the Company to which Rule 22 of Companies (Management and Administration) Rules, 2014 apply. According, there will be no voting by show of hands at the Annual General Meeting. He further stated that in order to enable the Members present at the Meeting in person or proxy to cast their votes, poll will be taken in respect of all the businesses contained in the Notice dated August 13, 2019.



Thereafter, the Chairman appointed Mr. Tanmay Kumar Saha, Practicing Company Secretary as the scrutinizer to scrutinize the poll process and votes given on the poll and to give a report thereon in the prescribed manner.

Before ordering Poll, the Chairman invited and enquired Members present in person to ask questions and offer their comments, if any, on the Annual Report or Notice to the Annual General Meeting.

Shareholders Mr. Praveen Kumar and Mr. Lokesh Gupta asked few questions on the performance, financial conditions, plant capacity and capacity utilization and other related matter of the Company and gave their suggestions to the Company to improve the productivity and turnover of the Company etc. The Chairman clarified and replied to all the queries of the Members.

The Chairman then ordered the Poll in respect of all Resolutions contained in the Notice to the Annual General Meeting. At the request of the Chairman Mr. Tanmay Kumar Saha, Scrutinizer appointed for the poll locked and sealed the empty polling box in the presence of Members. Mr. Tanmay Kumar Saha thereafter conducted the Poll for all the Resolutions as set out in the Notice dated August 13, 2019. After ensuring that all the Members and proxies participating in the Poll had casted their votes, the Scrutinizer closed the Poll and took custody of the Polling box.

The Chairman also stated that the results of the e-voting process and poll will be announced on receipt of the Scrutinizer Report and the Scrutinizer's Report will be placed on the Company's website and sent to the Stock Exchanges.

The Chairman thanked the Members for their participation and announced formal closure of the 15th Annual General Meeting of the Company.

RESULTS OF E-VOTING AND POLL ON THE ORDINARY AND SPECIAL BUSINESSES AT THE 15TH ANNUAL GENERAL MEETING OF THE COMPANY HELD ON THURSDAY, 26TH SEPTEMBER, 2019

On the basis of the Scrutinizer's Report for the e-voting dated 27.09.2019 and report for the Poll at the Annual General Meeting dated 26th September, 2019, the summary of which is mentioned hereunder, the Company Secretary of the Company announced on 27th September, 2019 that all the Resolutions for the Ordinary and Special Businesses as set out in Item Nos. 1 to 11 in the Notice of the 15th Annual General Meeting of the Company have been duly passed with such majority as enumerated below:



Item No. 1 as an Ordinary Resolution :

Adoption of the Audited Standalone Financial Statements of the Company for the financial year ended March 31, 2019, the Audited Consolidated Financial Statements of the Company for the said financial year and the Reports of the Board of Directors and Auditors thereon.

a. Voted in **favour** of Resolution:

Mode of Voting	No. of Voters (Folios)	Number of Votes Cast (One Share One Vote basis)	% of Total Number of Valid Votes Cast
Remote E-Voting	18	586	0.00023
Through Ballot	16	256300977	99.99976
Total	34	256301563	99.99999

ii. Voted **against** the Resolution:

Mode of Voting	No. of Voters (Folios)	Number of Votes Cast (One Share One Vote basis)	% of Total Number of Valid Votes Cast
Remote E-Voting	1	20	0.00001
Through Ballot	NIL	NIL	NIL
Total	1	20	0.00001

iii. Invalid Votes:

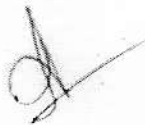
Mode of Voting	No. of Voters (Folios)	Number of Votes Cast (One Share One Vote basis)
Remote E-Voting	NIL	NIL
Through Ballot	6	15
Total	6	15

Item No. 2 as an Ordinary Resolution :

Reappointment of Mr. Nitin Mahavir Prasad Kandoi (DIN: 01979952), who retires by rotation at this Annual General Meeting and being eligible, offers himself for re-appointment.

i. Voted in **favour** of Resolution:

Mode of Voting	No. of Voters (Folios)	Number of Votes Cast (One Share One Vote basis)	% of Total Number of Valid Votes Cast
Remote E-Voting	18	586	0.00023
Through Ballot	16	256300977	99.99976
Total	34	256301563	99.99999



ii. Voted **against** the Resolution:

Mode of Voting	No. of Voters (Folios)	Number of Votes Cast (One Share One Vote basis)	% of Total Number of Valid Votes Cast
Remote E-Voting	1	20	0.00001
Through Ballot	NIL	NIL	NIL
Total	1	20	0.00001

iii. Invalid Votes:

Mode of Voting	No. of Voters (Folios)	Number of Votes Cast (One Share One Vote basis)
Remote E-Voting	NIL	NIL
Through Ballot	6	15
Total	6	15

Item No. 3 as an Ordinary Resolution :

Appointment of M/s. Maroti & Associates, Chartered Accountants as Statutory Auditors of the Company for a term of 5 (five) years from conclusion of 15th Annual General Meeting until the conclusion of the 20th Annual General Meeting and to fix their remuneration.

i. Voted in **favour** of Resolution:

Mode of Voting	No. of Voters (Folios)	Number of Votes Cast (One Share One Vote basis)	% of Total Number of Valid Votes Cast
Remote E-Voting	18	586	0.00023
Through Ballot	16	256300977	99.99976
Total	34	256301563	99.99999

ii. Voted **against** the Resolution:

Mode of Voting	No. of Voters (Folios)	Number of Votes Cast (One Share One Vote basis)	% of Total Number of Valid Votes Cast
Remote E-Voting	1	20	0.00001
Through Ballot	NIL	NIL	NIL
Total	1	20	0.00001

iii. Invalid Votes:

Mode of Voting	No. of Voters (Folios)	Number of Votes Cast (One Share One Vote basis)
Remote E-Voting	NIL	NIL
Through Ballot	6	15
Total	6	15

SPECIAL BUSINESS:**Item No. 4 as Special Resolution :**

Reappointment of Mr. Chandra Prakash Agrawal (DIN: 01814318) as a Managing Director for a period of five years.

i. Voted in favour of Resolution:

Mode of Voting	No. of Voters (Folios)	Number of Votes Cast (One Share One Vote basis)	% of Total Number of Valid Votes Cast
Remote E-Voting	18	586	0.00023
Through Ballot	16	256300977	99.99976
Total	34	256301563	99.99999

ii. Voted against the Resolution:

Mode of Voting	No. of Voters (Folios)	Number of Votes Cast (One Share One Vote basis)	% of Total Number of Valid Votes Cast
Remote E-Voting	1	20	0.00001
Through Ballot	NIL	NIL	NIL
Total	1	20	0.00001

iii. Invalid Votes:

Mode of Voting	No. of Voters (Folios)	Number of Votes Cast (One Share One Vote basis)
Remote E-Voting	NIL	NIL
Through Ballot	6	15
Total	6	15

Item No. 5 as Special Resolution :

Reappointment of Mr. Santosh Kumar Agrawal (DIN: 01045228) as a Whole-time Director designated as "Director-Sales & Marketing" for a period of five years.

i. Voted in favour of Resolution:

Mode of Voting	No. of Voters (Folios)	Number of Votes Cast (One Share One Vote basis)	% of Total Number of Valid Votes Cast



Remote E-Voting	18	586	0.00023
Through Ballot	16	256300977	99.99976
Total	34	256301563	99.99999

ii. Voted **against** the Resolution:

Mode of Voting	No. of Voters (Folios)	Number of Votes Cast (One Share One Vote basis)	% of Total Number of Valid Votes Cast
Remote E-Voting	1	20	0.00001
Through Ballot	NIL	NIL	NIL
Total	1	20	0.00001

iii. Invalid Votes:

Mode of Voting	No. of Voters (Folios)	Number of Votes Cast (One Share One Vote basis)
Remote E-Voting	NIL	NIL
Through Ballot	6	15
Total	6	15

Item No. 6 as Special Resolution:

Reappointment of Mr. Prem Prakash Agrawal (DIN: 01397585) as a Managing Director for a period of five years

i. Voted in **favour** of Resolution:

Mode of Voting	No. of Voters (Folios)	Number of Votes Cast (One Share One Vote basis)	% of Total Number of Valid Votes Cast
Remote E-Voting	18	586	0.00023
Through Ballot	16	256300977	99.99976
Total	34	256301563	99.99999

ii. Voted **against** the Resolution:

Mode of Voting	No. of Voters (Folios)	Number of Votes Cast (One Share One Vote basis)	% of Total Number of Valid Votes Cast
Remote E-Voting	1	20	0.00001
Through Ballot	NIL	NIL	NIL
Total	1	20	0.00001

iii. Invalid Votes:

Mode of Voting	No. of Voters (Folios)	Number of Votes Cast (One Share One Vote basis)
Remote E-Voting	NIL	NIL
Through Ballot	6	15

Total	6	15
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Item No. 7 as Special Resolution :

Reappointment of Mr. Nitin Mahavir Prasad Kandoi (DIN: 01979952) as a Whole-time Director designated as "Director (Plant Operation) for a period of five years.

i. Voted in **favour** of Resolution:

Mode of Voting	No. of Voters (Folios)	Number of Votes Cast (One Share One Vote basis)	% of Total Number of Valid Votes Cast
Remote E-Voting	18	586	0.00023
Through Ballot	16	256300977	99.99976
Total	34	256301563	99.99999

ii. Voted **against** the Resolution:

Mode of Voting	No. of Voters (Folios)	Number of Votes Cast (One Share One Vote basis)	% of Total Number of Valid Votes Cast
Remote E-Voting	1	20	0.00001
Through Ballot	NIL	NIL	NIL
Total	1	20	0.00001

iii. Invalid Votes:

Mode of Voting	No. of Voters (Folios)	Number of Votes Cast (One Share One Vote basis)
Remote E-Voting	NIL	NIL
Through Ballot	6	15
Total	6	15

Item No. 8 as an Ordinary Resolution :

Appointment of Mr. Ashtbhuja Prasad Srivastava (DIN: 08434115) as an Independent Director.

i. Voted in **favour** of Resolution:

Mode of Voting	No. of Voters (Folios)	Number of Votes Cast (One Share One Vote basis)	% of Total Number of Valid Votes Cast
Remote E-Voting	18	586	0.00023
Through Ballot	16	256300977	99.99977
Total	34	256301563	100.00

ii. Voted **against** the Resolution:

Mode of Voting	No. of Voters (Folios)	Number of Votes Cast (One Share One Vote basis)	% of Total Number of Valid Votes Cast
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Remote E-Voting	NIL	NIL	NIL
Through Ballot	NIL	NIL	NIL
Total	NIL	NIL	NIL

iii. Invalid Votes:

Mode of Voting	No. of Voters (Folios)	Number of Votes Cast (One Share One Vote basis)
Remote E-Voting	NIL	NIL
Through Ballot	6	15
Total	6	15

Item No. 9 as an Ordinary Resolution :

Appointment of Mr. Dindayal Jalan (DIN: 00006882) as an Independent Director.

i. Voted in **favour** of Resolution:

Mode of Voting	No. of Voters (Folios)	Number of Votes Cast (One Share One Vote basis)	% of Total Number of Valid Votes Cast
Remote E-Voting	18	586	0.00023
Through Ballot	16	256300977	99.99976
Total	34	256301563	99.99999

ii. Voted **against** the Resolution:

Mode of Voting	No. of Voters (Folios)	Number of Votes Cast (One Share One Vote basis)	% of Total Number of Valid Votes Cast
Remote E-Voting	1	20	0.00001
Through Ballot	NIL	NIL	NIL
Total	1	20	0.00001

iii. Invalid Votes:

Mode of Voting	No. of Voters (Folios)	Number of Votes Cast (One Share One Vote basis)
Remote E-Voting	NIL	NIL
Through Ballot	6	15
Total	6	15

Item No. 10 as an Ordinary Resolution :

Appointment of Mrs. Smita Modi (DIN: 01141396) as an Independent Director.

i. Voted in **favour** of Resolution:

Mode of Voting	No. of Voters (Folios)	Number of Votes Cast (One Share One Vote basis)	% of Total Number of Valid Votes Cast
Remote E-Voting	18	586	0.00023
Through Ballot	16	256300977	99.99976

Total	34	256301563	99.99999
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ii. Voted **against** the Resolution:

Mode of Voting	No. of Voters (Folios)	Number of Votes Cast (One Share One Vote basis)	% of Total Number of Valid Votes Cast
Remote E-Voting	1	20	0.00001
Through Ballot	NIL	NIL	NIL
Total	1	20	0.00001

iii. Invalid Votes:

Mode of Voting	No. of Voters (Folios)	Number of Votes Cast (One Share One Vote basis)
Remote E-Voting	NIL	NIL
Through Ballot	6	15
Total	6	15

Item No. 11 as an Ordinary Resolution :

Approval of the remuneration of the Cost Auditors for the financial year ending March 31, 2020

i. Voted in **favour** of Resolution:

Mode of Voting	No. of Voters (Folios)	Number of Votes Cast (One Share One Vote basis)	% of Total Number of Valid Votes Cast
Remote E-Voting	18	586	0.00023
Through Ballot	16	256300977	99.99976
Total	34	256301563	99.99999

ii. Voted **against** the Resolution:

Mode of Voting	No. of Voters (Folios)	Number of Votes Cast (One Share One Vote basis)	% of Total Number of Valid Votes Cast
Remote E-Voting	1	20	0.00001
Through Ballot	NIL	NIL	NIL
Total	1	20	0.00001

iii. Invalid Votes:

Mode of Voting	No. of Voters (Folios)	Number of Votes Cast (One Share One Vote basis)
Remote E-Voting	NIL	NIL
Through Ballot	6	15
Total	6	15

The Resolutions for the Ordinary and Special Businesses as set out in the Item nos. 1 to 11 in the Notice of 15th Annual General Meeting, duly approved by the Members, are recorded hereunder as part of the proceedings of the 15th Annual General Meeting of the Members of the Company held on September 26, 2019.

ORDINARY BUSINESS:

ITEM NO. 1:- TO RECEIVE, CONSIDER AND ADOPT:

To consider and adopt the Audited Standalone Financial Statements of the Company for the financial year ended March 31, 2019, the Audited Consolidated Financial Statements of the Company for the said financial year and the Reports of the Board of Directors and Auditors thereon. Ordinary Resolution

Proposed by: Mr. Praveen Kumar

Seconded by: Mr. Lokesh Gupta

"RESOLVED THAT (a) the Audited Standalone Financial Statements of the Company for the Financial Year ended 31st March, 2019 including the Balance Sheet of the Company as on 31st March, 2019, the Statement of Profit and Loss of the Company for the financial year ended 31st March, 2019, together with the Schedules and Notes, as attached thereto, the Cash Flow Statement, the Directors Report dated 13th August, 2019, annexed thereto, and the Auditors' Report to the Members dated 29th April, 2019; and (b) the Audited Consolidated Financial Statements of the Company for the Financial Year ended 31st March, 2019 including the Consolidated Balance Sheet of the Company as on 31st March, 2019, the Consolidated Statement of Profit and Loss of the Company for the financial year ended 31st March, 2019, together with the Schedules and Notes, as attached thereto, the Consolidated Cash Flow Statement, the Directors Report dated 13th August, 2019, annexed thereto, and the Auditors' Report to the Members dated 29th April, 2019; laid before this Annual General Meeting be and are hereby received, approved and adopted."

The Results of the voting were as under:

Category	Mode of Voting	No. of Shares held	No. of votes polled	% of votes polled on outstanding shares	No. of Votes – Favour	No. of Votes – against	% of votes in favour on votes polled	% of votes Against on votes polled
		[1]	[2]	[3] = [(2)/(1)] * 100	[4]	[5]	[6] = [(4)/(2)] * 100	[7] = [(5)/(2)] * 100
Promoter and Promoter Group	E-voting		-	-	-	-	-	-
	Poll	178155230	160016220	89.82	160016220	-	100.00	-

	Postal Ballot		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total	178155230	160016220	89.82	160016220	-	100.00	-
Public - Institutions	E-voting	0	-	-	-	-	-	-
	Poll		-	-	-	-	-	-
	Postal Ballot		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total	0	-	-	-	-	-	-
Public Non-Institution	E-voting	103957708	606	0.0006	586	20	96.70	3.30
	Poll		96284757	92.62	96284757	0	100.00	0.00
	Postal Ballot		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total	103957708	96285363	92.62	96285343	20	99.99999	0.00001
TOTAL		282112938	256301583	90.85	256301563	20	99.99999	0.00001

247782 no. of shares are under clearing with Clearing Member.

On the basis of voting as above, resolution has been passed with requisite majority.

ITEM NO. 2:- RE-APPOINTMENT OF MR. NITIN MAHAVIR PRASAD KANDOI (DIN: 01979952) AS A DIRECTOR, WHO RETIRES BY ROTATION AND BEING ELIGIBLE, OFFERS HIMSELF FOR REAPPOINTMENT - ORDINARY RESOLUTION

Proposed by: Mr. Tarun Kumar Rath

Seconded by: Mr. Lokesh Gupta

"RESOLVED THAT Mr. Nitin Mahavir Prasad Kandoi (DIN: 01979952), Director of the Company who retires by rotation be and is hereby re-appointed as a Director of the Company and that his period of office will be liable to determination by retirement of Directors by rotation."

The Results of the voting were as under:

Category	Mode of Voting	No. of Shares held	No. of votes polled	% of votes polled on outstanding shares	No. of Votes - Favour	No. of Votes - against	% of votes in favour on votes polled	% of votes Against on votes polled
		[1]	[2]	[3] = [(2)/(1)] *100	[4]	[5]	[6] = [(4)/(2)] 100	[7] = [(5)/(2)] 100

Promoter and Promoter Group	E-voting		-	-	-	-	-	-
	Poll	178155230	160016220	89.82	160016220	-	100.00	-
	Postal Ballot		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total	178155230	160016220	89.82	160016220	-	100.00	-
Public - Institution	E-voting		-	-	-	-	-	-
	Poll	0	-	-	-	-	-	-
	Postal Ballot		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total	0	-	-	-	-	-	-
Public Non-Institution	E-voting	103957708	606	0.0006	586	20	96.70	3.30
	Poll		96284757	92.62	96284757	0	100.00	0.00
	Postal Ballot		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total	103957708	96285363	92.62	96285343	20	99.99999	0.00001
TOTAL		282112938	256301583	90.85	256301563	20	99.99999	0.00001

247782 no. of shares are under clearing with Clearing Member.

On the basis of voting as above, resolution has been passed with requisite majority.

ITEM NO. 3:- APPOINTMENT OF STATUTORY AUDITORS AND TO FIX THEIR REMUNERATION -ORDINARY RESOLUTION

Proposed by: Mr. Tarun Kumar Rathi

Seconded by: Mr. Praveen Kumar

"RESOLVED THAT pursuant to the provisions of Sections 139, 141, 142 and other applicable provisions, if any, of the Companies Act, 2013 read with allied rules made thereunder (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), and based on the recommendation of Audit Committee and Board of Directors of the Company, the appointment of M/s. Maroti & Associates, Chartered Accountants (Firm Registration No. 322770E), as Statutory Auditors of the Company for a term of 5 (five) consecutive years from the conclusion of 15th (fifteenth) Annual General Meeting till the conclusion of the 20th (twentieth) Annual General Meeting, be and is hereby approved at a remuneration of Rs. 4.50 lacs (excluding applicable taxes and out-of-pocket expenses) towards the statutory audit fees for financial year 2019-20 including limited review of quarterly financial results and audit of internal financial controls over financial reporting."



"RESOLVED FURTHER THAT the Board of Directors of the Company be and are hereby authorised to revise the remuneration of statutory auditor for the financial years 2020-21 to 2023-24 on the recommendation of the Audit Committee of the Company and such other approvals as may be required and also to do all such acts, deeds, matters and things as may be necessary, incidental or ancillary to the foregoing resolution."

The Results of the voting were as under:

Category	Mode of Voting	No. of Shares held	No. of vote polled	% of votes polled on outstanding shares	No. of Votes – Favour	No. of Votes – against	% of votes in favour on votes polled	% of vote Against on votes polled
		[1]	[2]	[3] = [(2)/(1)] * 100	[4]	[5]	[6] = [(4)/(2)] 100	[7] = [(5)/(2)] * 100
Promoter and Promoter Group	E-voting	178155230	-	-	-	-	-	-
	Poll		160016220	89.82	160016220	-	100.00	-
	Postal Ballot		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total	178155230	160016220	89.82	160016220	-	100.00	-
Public - Institutions	E-voting	0	-	-	-	-	-	-
	Poll		-	-	-	-	-	-
	Postal Ballot		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total	0	-	-	-	-	-	-
Public Non-Institution	E-voting	103957708	606	0.0006	586	20	96.70	3.30
	Poll		96284757	92.62	96284757	0	100.00	0.00
	Postal Ballot		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total	103957708	96285363	92.62	96285343	20	99.99999	0.00001
TOTAL		282112938	256301583	90.85	256301563	20	99.99999	0.00001

= 247782 no. of shares are under clearing with Clearing Member.

On the basis of voting as above, resolution has been passed with requisite majority.

SPECIAL BUSINESS:



ITEM NO. 4:- RE-APPOINTMENT OF MR. CHANDRA PRAKASH AGRAWAL (DIN: 01814318) AS MANAGING DIRECTOR OF THE COMPANY - A SPECIAL RESOLUTION

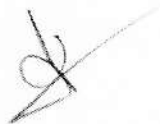
Proposed by: Mr. Tarun Kumar Rathi

Seconded by: Mr. Praveen Kumar

"RESOLVED THAT pursuant to the provisions of Sections 2(94), 196, 197, 198 and 203 of the Companies Act, 2013, read with Schedule V to the Companies Act, 2013 and Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, and Regulation 17 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and other applicable provisions, if any, (including any statutory modification or re-enactment thereof) and applicable clauses of the Articles of Association of the Company, subject to such other approvals as may be required, the approval of Members of the Company be and is hereby accorded for the reappointment of Mr. Chandra Prakash Agrawal (DIN: 01814318), as Managing Director of the Company for a term of 5 (five) years with effect from April 01, 2019 to March 31, 2024 not liable to retire by rotation, based on the recommendation of the Nomination & Remuneration Committee and in line with the approval of the Audit Committee and the Board of Directors, on the terms and conditions including remuneration set out in the Agreement dated March 30, 2019 entered into between the Company and Mr. Chandra Prakash Agrawal with specific authority to the Board of Directors to vary the terms and conditions of appointment including remuneration payable to Mr. Chandra Prakash Agrawal provided that the remuneration payable to Chandra Prakash Agrawal shall not exceed the maximum limits for payment of managerial remuneration specified in the Companies Act, 2013."

"RESOLVED FURTHER THAT approval be and is hereby accorded to the remuneration, perquisites, benefits and amenities payable as per the terms and conditions of the Agreement entered into by Mr. Chandra Prakash Agrawal with the Company for the aforesaid appointment and as set out in the statement annexed to the Notice including the following :

Salary :- At the rate of Rs. 3,00,000/- (Rupees Three Lacs only) per month from 1st April, 2019 in the scale of Rs. 3,00,000-25,000-4,25,000/- with provision for annual increment of Rs. 25,000/- from the beginning of the Financial Year i.e. 1st April, 2020. Perquisites :- He will be entitled to reimbursement of medical expenses and leave travel concession for self and family, club fees & premium for medical/accidental insurance subject to maximum amount not exceeding Rs. 5,00,000/- in a financial year. For the purpose of calculating the ceiling, the perquisites shall be evaluated as per Income Tax Rules, 1961.



Others:- Use of car for Company's business, telephone and other communication facilities at residence/ other places, reimbursement of travelling, entertainment and all other expenses for the purpose of business incurred by him shall not be treated as perquisites.

Commission:- No commission shall be paid.

Minimum Remuneration:- The above salary will be payable to the Managing Director even in case of loss or inadequacy of profits in respect of any financial year during his tenure of office in compliance with Schedule V to the Companies Act, 2013.

Sitting Fees: The Managing Director shall not be paid any sitting fees for attending the meetings of the Board of Directors or Committees thereof.

Gratuity and encashment of leave: He will be entitled to gratuity and encashment of leave as per rules of the Company."

"RESOLVED FURTHER THAT in the event of loss or inadequacy of profits in any financial year during the aforesaid period, the Company will pay Mr. Chandra Prakash Agrawal any remuneration, perquisites, benefits and amenities not exceeding the ceiling laid down in Schedule V of the Companies Act, 2013 as may be decided by the Board of Directors, subject to necessary sanctions and approvals".

"RESOLVED FURTHER THAT the Board of Directors of the Company be and are hereby authorized to alter and/or vary the terms and conditions of the said appointment and/or enhance, enlarge, alter or vary the scope and quantum of remuneration, perquisites, benefits and amenities payable to Mr. Chandra Prakash Agrawal in the light of further progress of the Company which shall be in accordance with the prescribed 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)".

"RESOLVED FURTHER THAT the Board of Directors of the Company be and are hereby authorized to settle any question, difficulty or doubt, that may arise in giving effect to this resolution, do all such acts, deeds, matters and things as may be necessary and sign and execute all documents or writings as may be necessary, proper or expedient for the purpose of giving effect to this resolution and for matters concerned therewith or incidental thereto".

The Results of the voting were as under:

Category	Mode of Voting	No. of Shares	No. of vote polled	% of votes polled on	No. of Votes -	No. of Votes -	% of votes in favour	% of votes
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		held		outstanding shares	Favour	against	onvotes polled	Again on vot polled
		[1]	[2]	[3] =[(2)/(1)] *100	[4]	[5]	[6] =[(4)/(2)] 100	[7] =[(5)/(6)] 100
Promoter and Promoter Group	E-voting		-	-	-	-	-	-
	Poll	178155230	160016220	89.82	160016220	-	100.00	-
	Postal Ballot		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total	178155230	160016220	89.82	160016220	-	100.00	-
Public - Institution	E-voting		-	-	-	-	-	-
	Poll	0	-	-	-	-	-	-
	Postal Ballot		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total	0	-	-	-	-	-	-
Public Non-Institution	E-voting	103957708	606	0.0006	586	20	96.70	3.30
	Poll		96284757	92.62	96284757	0	100.00	0.00
	Postal Ballot		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total	103957708	96285363	92.62	96285343	20	99.99999	0.0000
TOTAL		282112938	256301583	90.85	256301563	20	99.99999	0.0000

= 247782 no. of shares are under clearing with Clearing Member.

On the basis of voting as above, resolution has been passed with requisite majority.

ITEM NO. 5:- TO RE-APPOINTMENT OF MR. SANTOSH KUMAR AGRAWAL (DIN: 01045228) AS A WHOLE-TIME DIRECTOR DESIGNATED AS DIRECTOR (SALES & MARKETING) -SPECIAL RESOLUTION

Proposed by: Mr. Tarun Kumar Rath

Seconded by: Mr. Praveen Kumar

"RESOLVED THAT pursuant to the provisions of Sections 2(94), 196, 197, 198 and 203 of the Companies Act, 2013, read with Schedule V to the Companies Act, 2013 and Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, and Regulation 17 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and other applicable provisions, if any, (including any statutory modification or re-enactment thereof) and applicable clauses of the Articles of Association of the Company, subject to such other approvals as may be required,



the approval of Members of the Company be and is hereby accorded for the reappointment of Mr. Santosh Kumar Agrawal (DIN: 01045228), as a Whole-time Director of the Company designated as "Director-Sales & Marketing" for a term of 5 (five) years with effect from July 10, 2019 to July 09, 2024 liable to retire by rotation, based on the recommendation of the Nomination & Remuneration Committee and in line with the approval of the Audit Committee and the Board of Directors, on the terms and conditions including remuneration set out in the Agreement dated March 30, 2019 entered into between the Company and Mr. Santosh Kumar Agrawal with specific authority to the Board of Directors to vary the terms and conditions of appointment including remuneration payable to Mr. Santosh Kumar Agrawal provided that the remuneration payable to Mr. Santosh Kumar Agrawal shall not exceed the maximum limits for payment of managerial remuneration specified in the Companies Act, 2013."

"RESOLVED FURTHER THAT approval be and is hereby accorded to the remuneration, perquisites, benefits and amenities payable as per the terms and conditions of the Agreement entered into by Mr. Santosh Kumar Agrawal with the Company for the aforesaid appointment and as set out in the statement annexed to the Notice including the following :

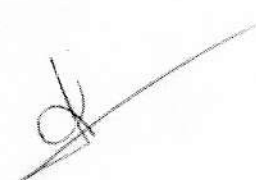
Salary :- At the rate of Rs. 3,00,000/- (Rupees Three Lacs only) per month from 1st April, 2019 in the scale of Rs. 3,00,000-25,000-4,25,000/- with provision for annual increment of Rs. 25,000/- from the beginning of the Financial Year i.e. 1st April, 2020.

Perquisites :- He will be entitled to reimbursement of medical expenses and leave travel concession for self and family, club fees & premium for medical/accidental insurance subject to maximum amount not exceeding Rs. 5,00,000/- in a financial year. For the purpose of calculating the ceiling, the perquisites shall be evaluated as per Income Tax Rules, 1961.

Others:- Use of car for Company's business, telephone and other communication facilities at residence/ other places, reimbursement of travelling, entertainment and all other expenses for the purpose of business incurred by him shall not be treated as perquisites.

Commission:- No commission shall be paid.

Minimum Remuneration:- The above salary will be payable to the Whole-time Director even in case of loss or inadequacy of profits in respect of any financial year during his tenure of office in compliance with Schedule V to the Companies Act, 2013.



Sitting Fees: The Whole-time Director shall not be paid any sitting fees for attending the meetings of the Board of Directors or Committees thereof.

Gratuity and encashment of leave: He will be entitled to gratuity and encashment of leave as per rules of the Company."

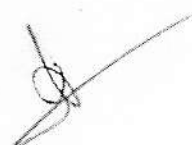
"RESOLVED FURTHER THAT in the event of loss or inadequacy of profits in any financial year during the aforesaid period, the Company will pay Mr. Santosh Kumar Agrawal any remuneration, perquisites, benefits and amenities not exceeding the ceiling laid down in Schedule V of the Companies Act, 2013 as may be decided by the Board of Directors, subject to necessary sanctions and approvals".

"RESOLVED FURTHER THAT the Board of Directors of the Company be and are hereby authorized to alter and/or vary the terms and conditions of the said appointment and/or enhance, enlarge, alter or vary the scope and quantum of remuneration, perquisites, benefits and amenities payable to Mr. Santosh Kumar Agrawal in the light of further progress of the Company which shall be in accordance with the prescribed 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)".

"RESOLVED FURTHER THAT the Board of Directors of the Company be and are hereby authorized to settle any question, difficulty or doubt, that may arise in giving effect to this resolution, do all such acts, deeds, matters and things as may be necessary and sign and execute all documents or writings as may be necessary, proper or expedient for the purpose of giving effect to this resolution and for matters concerned therewith or incidental thereto"

The Results of the voting were as under:

Category	Mode of Voting	No. of Shares held	No. of votes polled	% of votes polled on outstanding shares	No. of Votes – Favour	No. of Votes – against	% of votes in favour on votes polled	% of votes Against on votes polled
		[1]	[2]	[3] = [(2)/(1)] * 100	[4]	[5]	[6] = [(4)/(2)] 100	[7] = [(5)/(2)] 100
Promoter and Promoter Group	E-voting		-	-	-	-	-	-
	Poll	178155230	160016220	89.82	160016220	-	100.00	-



	Postal Ballot		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total	178155230	160016220	89.82	160016220	-	100.00	-
Public - Institution	E-voting	0	-	-	-	-	-	-
	Poll		-	-	-	-	-	-
	Postal Ballot		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total		-	-	-	-	-	-
Public Non-Institution	E-voting	103957708	606	0.0006	586	20	96.70	3.30
	Poll		96284757	92.62	96284757	0	100.00	0.00
	Postal Ballot		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total		103957708	96285363	92.62	96285343	20	99.99999
TOTAL		282112938	256301583	90.85	256301563	20	99.99999	0.00001

247782 no. of shares are under clearing with Clearing Member.

On the basis of voting as above, resolution has been passed with requisite majority.

ITEM NO. 6:- RE-APPOINTMENT OF MR. PREM PRAKASH AGRAWAL (DIN: 01397585) AS A WHOLE-TIME DIRECTOR - SPECIAL RESOLUTION

Proposed by: Mr. Tarun Kumar Rath

Seconded by: Mr. Praveen Kumar

“RESOLVED THAT pursuant to the provisions of Sections 2(94), 196, 197, 198 and 203 of the Companies Act, 2013, read with Schedule V to the Companies Act, 2013 and Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, and Regulation 17 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and other applicable provisions, if any, (including any statutory modification or re-enactment thereof) and applicable clauses of the Articles of Association of the Company, subject to such other approvals as may be required, the approval of Members of the Company be and is hereby accorded for the reappointment of Mr. Prem Prakash Agrawal (DIN: 01397585), as a Whole-time Director of the Company for a term of 5 (five) years with effect from April 01, 2019 to March 31, 2024 liable to retire by rotation, based on the recommendation of the Nomination & Remuneration Committee and in line with the approval of the Audit Committee and the Board of Directors, on the terms and conditions including remuneration set out in the Agreement dated March 30, 2019 entered into between the Company and Mr. Prem Prakash Agrawal with specific authority to the Board of Directors to vary the terms and conditions of appointment including remuneration payable to Mr. Prem Prakash Agrawal provided that the remuneration payable to Mr. Prem Prakash Agrawal shall not exceed the maximum limits for payment of managerial remuneration specified in the Companies Act, 2013.”

"RESOLVED FURTHER THAT approval be and is hereby accorded to the remuneration, perquisites, benefits and amenities payable as per the terms and conditions of the Agreement entered into by Mr. Prem Prakash Agrawal with the Company for the aforesaid appointment and as set out in the statement annexed to the Notice including the following :

Salary :- At the rate of Rs. 3,00,000/- (Rupees Three Laacs only) per month from 1st April, 2019 in the scale of Rs. 3,00,000-25,000-4,25,000/- with provision for annual increment of Rs. 25,000/- from the beginning of the Financial Year i.e. 1st April, 2020.

Perquisites :- He will be entitled to reimbursement of medical expenses and leave travel concession for self and family, club fees & premium for medical/accidental insurance subject to maximum amount not exceeding Rs. 5,00,000/- in a financial year. For the purpose of calculating the ceiling, the perquisites shall be evaluated as per Income Tax Rules, 1961.

Others :- Use of car for Company's business, telephone and other communication facilities at residence/ other places, reimbursement of travelling, entertainment and all other expenses for the purpose of business incurred by him shall not be treated as perquisites.

Commission:- No commission shall be paid.

Minimum Remuneration: - The above salary will be payable to the Whole-time Director even in case of loss or inadequacy of profits in respect of any financial year during his tenure of office in compliance with Schedule V to the Companies Act, 2013.

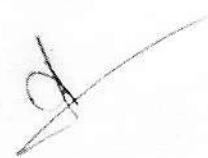
Sitting Fees: The Whole-time Director shall not be paid any sitting fees for attending the meetings of the Board of Directors or Committees thereof.

Gratuity and encashment of leave: He will be entitled to gratuity and encashment of leave as per rules of the Company."

"RESOLVED FURTHER THAT in the event of loss or inadequacy of profits in any financial year during the aforesaid period, the Company will pay Mr. Prem Prakash Agrawal any remuneration, perquisites, benefits and amenities not exceeding the ceiling laid down in Schedule V of the Companies Act, 2013 as may be decided by the Board of Directors, subject to necessary sanctions and approvals".

"RESOLVED FURTHER THAT the Board of Directors of the Company be and are hereby authorized to alter and/or vary the terms and conditions of the said appointment and/or enhance, enlarge, alter or vary the scope and quantum of remuneration, perquisites, benefits and amenities payable to Mr. Prem Prakash Agrawal in the light of further progress of the Company which shall be in accordance with the prescribed 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)".

"RESOLVED FURTHER THAT the Board of Directors of the Company be and are hereby authorized to settle any question, difficulty or doubt, that may arise in giving effect to this resolution, do all such acts, deeds, matters and things as may be necessary and sign and execute all documents or writings as may be necessary, proper or expedient for the purpose of giving effect to this resolution and for matters concerned therewith or incidental thereto"



The Results of the voting were as under:

Category	Mode of Voting	No. of Shares held	No. of vote polled	% of votes polled on outstanding shares	No. of Votes – Favour	No. of Votes – against	% of votes in favour on votes polled	% of votes Against on vote polled
		[1]	[2]	[3] = [(2)/(1)] * 100	[4]	[5]	[6] = [(4)/(2)] 100	[7] = [(5)/(2)] 100
Promoter and Promoter Group	E-voting	178155230	-	-	-	-	-	-
	Poll		160016220	89.82	160016220	-	100.00	-
	Postal Ballot		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total		178155230	89.82	160016220	-	100.00	-
Public - Institution	E-voting	0	-	-	-	-	-	-
	Poll		-	-	-	-	-	-
	Postal Ballot		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total		0	-	-	-	-	-
Public Non-Institution	E-voting	103957708	606	0.0006	586	20	96.70	3.30
	Poll		96284757	92.62	96284757	0	100.00	0.00
	Postal Ballot		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total		103957708	92.62	96285343	20	99.99999	0.0000
TOTAL		282112938	256301583	90.85	256301563	20	99.99999	0.0000

= 247782 no. of shares are under clearing with Clearing Member.

On the basis of voting as above, resolution has been passed with requisite majority.

ITEM NO. 7:- RE-APPOINTMENT OF MR. NITIN MAHAVIR PRASAD KANDOI (DIN: 01979952) AS A WHOLE -TIME DIRECTOR DESIGNATED AS DIRECTOR (PLANT - OPERATION) - SPECIAL RESOLUTION:

Proposed by: Mr. Tarun Kumar Rathie

Seconded by: Mr. Praveen Kumar

“RESOLVED THAT pursuant to the provisions of Sections 2(94), 196, 197, 198 and 203 of the Companies Act, 2013, read with Schedule V to the Companies Act, 2013 and Companies (Appointment and Remuneration of Managerial Personnel) Rules,

2014, and Regulation 17 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and other applicable provisions, if any, (including any statutory modification or re-enactment thereof) and applicable clauses of the Articles of Association of the Company, subject to such other approvals as may be required, the approval of Members of the Company be and is hereby accorded for the reappointment of Mr. Nitin Mahavir Prasad Kandoi (DIN: 01979952), as a Whole-time Director of the Company for a term of 5 (five) years with effect from October 10, 2019 to October 09, 2024 liable to retire by rotation, based on the recommendation of the Nomination & Remuneration Committee and in line with the approval of the Audit Committee and the Board of Directors, on the terms and conditions including remuneration set out in the Agreement dated March 30, 2019 entered into between the Company and Mr. Nitin Mahavir Prasad Kandoi with specific authority to the Board of Directors to vary the terms and conditions of appointment including remuneration payable to Mr. Nitin Mahavir Prasad Kandoi provided that the remuneration payable to Mr. Nitin Mahavir Prasad Kandoi shall not exceed the maximum limits for payment of managerial remuneration specified in the Companies Act, 2013."

"RESOLVED FURTHER THAT, approval be and is hereby accorded to the remuneration, perquisites, benefits and amenities payable as per the terms and conditions of the Agreement entered into by Mr. Nitin Mahavir Prasad Kandoi with the Company for the aforesaid appointment and as set out in the statement annexed to the Notice including the following :

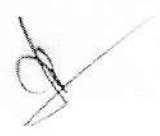
Salary :- At the rate of Rs. 3,00,000/- (Rupees Three Lacs only) per month from 1st April, 2019 in the scale of Rs. 3,00,000-25,000-4,25,000/- with provision for annual increment of Rs. 25,000/- from the beginning of the Financial Year i.e. 1st April, 2020.

Perquisites: - He will be entitled to reimbursement of medical expenses and leave travel concession for self and family, club fees & premium for medical/accidental insurance subject to maximum amount not exceeding Rs. 5,00,000/- in a financial year. For the purpose of calculating the ceiling, the perquisites shall be evaluated as per Income Tax Rules, 1961.

Others:- Use of car for Company's business, telephone and other communication facilities at residence/ other places, reimbursement of travelling, entertainment and all other expenses for the purpose of business incurred by him shall not be treated as perquisites.

Commission:- No commission shall be paid.

Minimum Remuneration:- The above salary will be payable to the Whole-time Director even in case of loss or inadequacy of profits in respect of any financial year



during his tenure of office in compliance with Schedule V to the Companies Act, 2013.

Sitting Fees: The Whole-time Director shall not be paid any sitting fees for attending the meetings of the Board of Directors or Committees thereof.

Gratuity and encashment of leave: He will be entitled to gratuity and encashment of leave as per rules of the Company."

"RESOLVED FURTHER THAT in the event of loss or inadequacy of profits in any financial year during the aforesaid period, the Company will pay Mr. Nitin Mahavir Prasad Kandoi any remuneration, perquisites, benefits and amenities not exceeding the ceiling laid down in Schedule V of the Companies Act, 2013 as may be decided by the Board of Directors, subject to necessary sanctions and approvals".

"RESOLVED FURTHER THAT the Board of Directors of the Company be and are hereby authorized to alter and/or vary the terms and conditions of the said appointment and/or enhance, enlarge, alter or vary the scope and quantum of remuneration, perquisites, benefits and amenities payable to Mr. Nitin Mahavir Prasad Kandoi in the light of further progress of the Company which shall be in accordance with the prescribed 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)".

"RESOLVED FURTHER THAT the Board of Directors of the Company be and are hereby authorized to settle any question, difficulty or doubt, that may arise in giving effect to this resolution, do all such acts, deeds, matters and things as may be necessary and sign and execute all documents or writings as may be necessary, proper or expedient for the purpose of giving effect to this resolution and for matters concerned therewith or incidental thereto".

The Results of the voting were as under:

Category	Mode of Voting	No. of Shares held	No. of votes polled	% of votes polled on outstanding shares	No. of Votes - Favour	No. of Votes - against	% of votes in favour on votes polled	% of votes Against on votes polled
		[1]	[2]	[3] = [(2)/(1)] * 100	[4]	[5]	[6] = [(4)/(2)] * 100	[7] = [(5)/(2)] * 100
Promoter and Promoter Group	E-voting		-	-	-	-	-	-
	Poll	178155230	160016220	89.82	160016220	-	100.00	-

	Postal Ballot		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total	178155230	160016220	89.82	160016220	-	100.00	-
Public - Institution	E-voting	0	-	-	-	-	-	-
	Poll		-	-	-	-	-	-
	Postal Ballot		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total		-	-	-	-	-	-
Public Non-Institution	E-voting	103957708	606	0.0006	586	20	96.70	3.30
	Poll		96284757	92.62	96284757	0	100.00	0.00
	Postal Ballot		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total		103957708	96285363	92.62	96285343	20	99.99999
TOTAL		282112938	256301583	90.85	256301563	20	99.99999	0.00001

247782 no. of shares are under clearing with Clearing Member.

On the basis of voting as above, resolution has been passed with requisite majority.

ITEM NO. 8: - APPOINTMENT OF MR. ASHTBHUJA PRASAD SRIVASTAVA (DIN: 08434115) AS AN INDEPENDENT DIRECTOR AND - ORDINARY RESOLUTION

Proposed by: Mr. Tarun Kumar Rathi

Seconded by: Mr. Praveen Kumar

"RESOLVED THAT pursuant to the provisions of Section 149, 152, read with Schedule IV of the Companies Act, 2013 and the allied rules made thereunder and Regulation 17 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and other applicable provisions, if any, (including any statutory modification or re-enactment thereof), and applicable clauses of the Articles of Association of the Company, subject to such other approvals as may be required, the approval of Members of the Company be and is hereby accorded for the appointment of Mr. Ashtbhuja Prasad Srivastava (DIN: 08434115) as an Independent Director of the Company, not liable to retire by rotation, who is eligible for appointment, for a term of 5 (five) years with effect from April 29, 2019 up to April 28, 2024 based on the recommendation of Nomination and Remuneration Committee and in line with the approval of the Board of Directors."

"RESOLVED FURTHER THAT Mr. Chandra Prakash Agrawal, Managing Director, Mr. Nitin Mahavir Prasad Kandoi, Director and Mr. Nitesh Kumar, Company Secretary be and are hereby severally authorised to take such steps and to do all

such acts, deeds, matters and things as may be required to give effect to the foregoing resolution."

The Results of the voting were as under:

Category	Mode of Voting	No. of Shares held	No. of vote polled	% of votes polled on outstanding shares	No. of Votes - Favour	No. of Votes - against	% of votes in favour on votes polled	% of votes Against on vote polled
		[1]	[2]	[3] = [(2)/(1)] * 100	[4]	[5]	[6] = [(4)/(2)] 100	[7] = [(5)/(2)] 100
Promoter and Promoter Group	E-voting	178155230	-	-	-	-	-	-
	Poll		160016220	89.82	160016220	-	100.00	-
	Postal Ballot		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total		160016220	89.82	160016220	-	100.00	-
Public - Institution	E-voting	0	-	-	-	-	-	-
	Poll		-	-	-	-	-	-
	Postal Ballot		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total		-	-	-	-	-	-
Public Non-Institution	E-voting	103957708	586	0.0006	586	0	96.70	3.30
	Poll		96284757	92.62	96284757	0	100.00	0.00
	Postal Ballot		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total		96285343	92.62	96285343	0	100.00	0.00
TOTAL		282112938	256301563	90.85	256301563	0	100.00	0.00

* 247782 no. of shares are under clearing with Clearing Member.

On the basis of voting as above, resolution has been passed with requisite majority.

ITEM NO. 9: - APPOINTMENT OF MR. DINDAYAL JALAN (DIN: 00006882) AS AN INDEPENDENT DIRECTOR -ORDINARY RESOLUTION

Proposed by: Mr. Tarun Kumar Rath

Seconded by: Mr. Praveen Kumar

"RESOLVED THAT pursuant to the provisions of Section 149, 152, read with Schedule IV of the Companies Act, 2013 and the allied rules made thereunder and



Regulation 17 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and other applicable provisions, if any, (including any statutory modification or re-enactment thereof), and applicable clauses of the Articles of Association of the Company, subject to such other approvals as may be required, the approval of Members of the Company be and is hereby accorded for the appointment of Mr. Dindayal Jalan (DIN: 00006882) as an Independent Director of the Company, not liable to retire by rotation, who is eligible for appointment, for a term of 5 (five) years with effect from June 23, 2019 up to June 22, 2024 based on the recommendation of Nomination and Remuneration Committee and in line with the approval of the Board of Directors."

"RESOLVED FURTHER THAT Mr. Chandra Prakash Agrawal, Managing Director, Mr. Nitin Mahavir Prasad Kandoi, Director and Mr. Nitesh Kumar, Company Secretary be and are hereby severally authorised to take such steps and to do all such acts, deeds, matters and things as may be required to give effect to the foregoing resolution."

The Results of the voting were as under:

Category	Mode of Voting	No. of Shares held	No. of votes polled	% of votes polled on outstanding shares	No. of Votes – Favour	No. of Votes – against	% of votes in favour on votes polled	% of votes Against on votes polled
		[1]	[2]	[3] = [(2)/(1)] * 100	[4]	[5]	[6] = [(4)/(2)] * 100	[7] = [(5)/(2)] * 100
Promoter and Promoter Group	E-voting	178155230	-	-	-	-	-	-
	Poll		160016220	89.82	160016220	-	100.00	-
	Postal Ballot		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total		160016220	89.82	160016220	-	100.00	-
Public - Institution	E-voting	0	-	-	-	-	-	-
	Poll		-	-	-	-	-	-
	Postal Ballot		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total		-	-	-	-	-	-
Public Non-Institution	E-voting	103957708	606	0.0006	586	20	96.70	3.30
	Poll		96284757	92.62	96284757	0	100.00	0.00
	Postal Ballot		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total		96285363	92.62	96285343	20	99.99999	0.0000

TOTAL		282112938	256301583	90.85	256301563	20	99.99999	0.0000
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247782 no. of shares are under clearing with Clearing Member.

On the basis of voting as above, resolution has been passed with requisite majority.

**ITEM NO. 10: - APPOINTMENT OF MRS. SMITA MODI (DIN: 01141396)
AS AN INDEPENDENT DIRECTOR - ORDINARY RESOLUTION**

Proposed by: Mr. Tarun Kumar Rathi

Seconded by: Mr. Praveen Kumar

"RESOLVED THAT pursuant to the provisions of Section 149, 152, read with Schedule IV of the Companies Act, 2013 and the allied rules made thereunder and Regulation 17 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and other applicable provisions, if any, (including any statutory NOTICE modification or re-enactment thereof), and applicable clauses of the Articles of Association of the Company, subject to such other approvals as may be required, the approval of Members of the Company be and is hereby accorded for the appointment of Mrs. Smita Modi (DIN: 01141396) as an Independent Director of the Company, not liable to retire by rotation, who is eligible for appointment, for a term of 5 (five) year with effect from June 23, 2019 up to June 22, 2024 based on the recommendation of Nomination and Remuneration Committee and in line with the approval of the Board of Directors."

"RESOLVED FURTHER THAT Mr. Chandra Prakash Agrawal, Managing Director, Mr. Nitin Mahavir Prasad Kandoi, Director and Mr. Nitesh Kumar, Company Secretary be and are hereby severally authorised to take such steps and to do all such acts, deeds, matters and things as may be required to give effect to the foregoing resolution."

The Results of the voting were as under:

Category	Mode of Voting	No. of Shares held	No. of vote polled	% of votes polled on outstanding shares	No. of Votes - Favour	No. of Votes - against	% of votes in favour on votes polled	% of votes Against on votes polled
		[1]	[2]	[3] = [(2)/(1)] * 100	[4]	[5]	[6] = [(4)/(2)] 100	[7] = [(5)/(2)] 100
Promoter and Promoter Group	E-voting	178155230	-	-	-	-	-	-
	Poll		160016220	89.82	160016220	-	100.00	-
	Postal Ballot		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.

	Total	178155230	160016220	89.82	160016220	-	100.00	-
Public - Institution	E-voting	0	-	-	-	-	-	-
	Poll		-	-	-	-	-	-
	Postal Ballot		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total	0	-	-	-	-	-	-
Public Non-Institution	E-voting	103957708	606	0.0006	586	20	96.70	3.30
	Poll		96284757	92.62	96284757	0	100.00	0.00
	Postal Ballot		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total	103957708	96285363	92.62	96285343	20	99.99999	0.00001
TOTAL		282112938	256301583	90.85	256301563	20	99.99999	0.00001

247782 no. of shares are under clearing with Clearing Member.

On the basis of voting as above, resolution has been passed with requisite majority.

ITEM NO. 11: - TO APPROVE THE REMUNERATION OF THE COST AUDITORS FOR THE FINANCIAL YEAR ENDING MARCH 31, 2020 - ORDINARY RESOLUTION

Proposed by: Mr. Tarun Kumar Rath

Seconded by: Mr. Praveen Kumar

"RESOLVED THAT pursuant to Section 148 and the applicable provisions, if any, of the Companies Act, 2013 read with the Companies (Audit and Auditors) Rules, 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force), M/s. U. Tiwari & Associates, Cost Accountants (Firm Registration Number 23872) appointed as the Cost Auditors of the Company for audit of the cost accounting records of the Company for the financial year ending 31st March, 2020, be paid remuneration amounting to Rs. 50,000/- (Rupees Fifty Thousand only) excluding out of pocket expenses, if any".

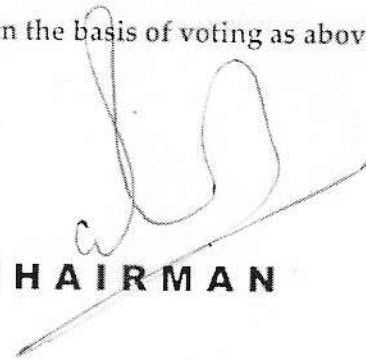
"RESOLVED FURTHER THAT the Board of Directors and/or the Company Secretary, be and are hereby authorised to settle any question, difficulty or doubt, that may arise in giving effect to this resolution and to do all such acts, deeds and things as may be necessary, expedient and desirable for the purpose of giving effect to this resolution".

The Results of the voting were as under:

Category	Mode of Voting	No. of Shares held	No. of votes polled	% of votes polled on outstanding shares	No. of Votes – Favour	No. of Votes – against	% of votes in favour on votes polled	% of votes Against on votes polled
		[1]	[2]	[3] = [(2)/(1)] *100	[4]	[5]	[6] = [(4)/(2)] 100	[7] = [(5)/(2)] 100
Promoter and Promoter Group	E-voting	178155230	-	-	-	-	-	-
	Poll		160016220	89.82	160016220	-	100.00	-
	Postal Ballot		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total		160016220	89.82	160016220	-	100.00	-
Public - Institution	E-voting	0	-	-	-	-	-	-
	Poll		-	-	-	-	-	-
	Postal Ballot		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total		-	-	-	-	-	-
Public Non-Institution	E-voting	103957708	606	0.0006	586	20	96.70	3.30
	Poll		96284757	92.62	96284757	0	100.00	0.00
	Postal Ballot		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total		96285363	92.62	96285343	20	99.99999	0.00000
TOTAL		282112938	256301583	90.85	256301563	20	99.99999	0.00000

247782 no. of shares are under clearing with Clearing Member.

On the basis of voting as above, resolution has been passed with requisite majority.


CHAIRMAN

Date of Signing: 25.10.2019

Date of Entry: 23.10.2019