

**Nahar****INDUSTRIAL ENTERPRISES LTD.**

Regd. & Admn. Office : Focal Point, Ludhiana - 141 010. (INDIA)
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NIEL:SCY:2018-19: 1100000244
28th September, 2018

BSE Limited
Phiroze Jeejeebhoy Tower,
Dalal Street,
Mumbai- 400001
Scrip Code: 519136

National Stock Exchange of India Limited
Exchange Plaza, 5th Floor, Plot No. C/1,
G-Block, Bandra-Kurla Complex,
Bandra (E), Mumbai- 400051
Symbol: NAHARINDUS

Sub: DISCLOSURES UNDER REGULATION 30 OF THE SEBI (LISTING OBLIGATION AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015

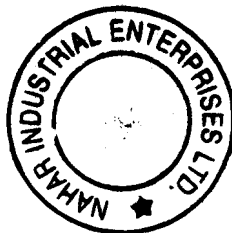
Dear Sir,

1. Pursuant to the provisions of Regulation 30 of the SEBI (Listing Obligation & Disclosure Requirements) Regulations, 2015, the proceedings of 34th Annual General Meeting of the Members of the Company held on Friday, 28th day of September, 2018 at 10.00 AM at the Registered Office of the Company situated at Focal Point, Ludhiana - 141010 is attached herewith as **Annexure-A**.
2. The information regarding Directors who are appointed in the Annual General Meeting and the Shareholders passed the resolution under Regulation 17(1A) of SEBI (Listing Obligations & Disclosure Requirements), Regulations, 2015 is attached herewith as **Annexure-B**.

Kindly take the same on your record.

Thanking You,
Yours faithfully,
For NAHAR INDUSTRIAL ENTERPRISES LIMITED


Mukesh Sood
(Company Secretary)
Encl: as above



PROCEEDINGS OF THE 34TH ANNUAL GENERAL MEETING OF NAHAR INDUSTRIAL ENTERPRISES LIMITED HELD ON 28TH SEPTEMBER, 2018 AT 10.00 A.M. AT THE REGISTERED OFFICE OF THE COMPANY AT FOCAL POINT, LUDHIANA – 141010, PUNJAB

PRESENT:

DIRECTORS:

- | | |
|-------------------------|--|
| Sh. Dinesh Oswal | - Director |
| Sh. Dinesh Gogna | - Director |
| | - Chairman, Stakeholder's Relationship Committee |
| Sh. Navdeep Sharma | - Director |
| Dr. Vijay Asdhir | - Independent Director, |
| | - Chairman, Audit Committee |
| | - Chairman, Nomination & Remuneration Committee |
| Dr. Amrik Singh Sohi | - Independent Director |
| Dr. Suresh Kumar Singla | - Independent Director, |
| | - Member, Nomination & Remuneration Committee |
| | - Member, Stakeholder Relationship Committee |

IN ATTENDANCE:

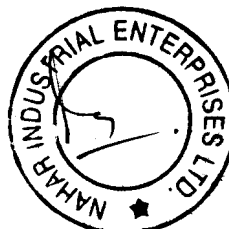
- | | |
|--------------------------|---------------------------|
| Sh. Bharat Bhushan Gupta | - Chief Financial Officer |
| Sh. Mukesh Sood | - Company Secretary |

BY INVITATION:

- | | |
|------------------|--|
| Ms. Kanika Gupta | - Representative of M/s. K.R.Aggarwal & Associates, Chartered Accountants, the Statutory Auditors of the Company |
| Sh. P.S. Bathla | - M/s. P.S. Bathla & Associates, Company Secretaries, Secretarial Auditors and Scrutinizer |

The 34th Annual General Meeting of the Company was held on 28th day of September, 2018 at 10.00 AM at the Registered Office of the Company Situated at Focal Point, Ludhiana- 141010 (Punjab).

In the absence of Sh. Jawahar Lal Oswal, Chairman of the Company, members present unanimously elected Sh. Dinesh Oswal, Director of the Company, as Chairman. After ascertaining that the requisite quorum is present, the Chairman called the meeting in order.



The Chairman welcomed the Members to the Annual General Meeting and addressed them about the working and future prospects of the Company and briefed about the market conditions prevailing in the industry.

Thereafter, the Company Secretary announced that the Statutory Registers as required under the provisions of Companies Act, 2013 and Rules framed there under are available for inspection by the members.

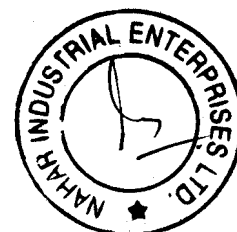
Thereafter with the permission of the members present, Notice convening the meeting, Auditor's Report and Director's Report, having already been circulated, were taken as read. Thereafter the following businesses as contained in the Notice were briefed to the members one by one:

ORDINARY BUSINESS:

1. To receive, consider and adopt :
 - (a) the Audited Financial Statements of the Company for the financial year ended on 31st March, 2018 and Reports of Directors and Auditors thereon; and
 - (b) the Audited Consolidated Financial Statements of the Company for the financial year ended on 31st March, 2018 and the Report of the Auditors thereon.
(Ordinary Resolution)
2. To appoint a director in place of Sh. Dinesh Gogna (DIN: 00498670), who retires by rotation at this Annual General Meeting and being eligible offers himself for reappointment. **(Ordinary Resolution)**
3. To appoint a director in place of Sh. Navdeep Sharma (DIN: 00454285), who retires by rotation at this Annual General Meeting and being eligible offers himself for reappointment. **(Ordinary Resolution)**

SPECIAL BUSINESS:

4. To approve the remuneration of cost auditor for the financial year 2018-19 **(Ordinary Resolution)**
5. To re-appoint Dr. Vijay Asdhir (DIN: 06671174) as an Independent Director of the Company. **(Special Resolution)**
6. To approve continuation of holding of office as Non-Executive Director by Sh. Jawahar Lal Oswal (DIN: 00463866), upon attaining the age of 75 years **(Special Resolution)**
7. To approve continuation of holding of office as Independent Director by Dr. (Mrs) Harbhajan Kaur Bal (DIN: 00008576), who has attained the age of 75 years **(Special Resolution)**
8. To approve continuation of holding of office as Independent Director by Sgh. Ajit Singh Chatha (DIN: 02289613), who has attained the age of 75 years **(Special Resolution)**



Thereafter, the Chairman asked the members about any query/ clarification on the Financial Statements or any of the aforesaid business items. No query was raised by any member.

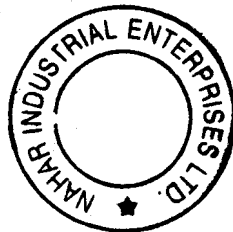
The Chairman then informed the members that pursuant to the provisions of Section 108 of the Companies Act, 2013 read with rules made there under and Regulation 44 of the SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015 remote e-voting facility was provided to all the members entitled to vote, on all resolutions set forth in the notice. The remote e-voting commenced on Tuesday, 25th September, 2018 at 09.00 A.M. and ended on Thursday, 27th September, 2018 at 05.00 P.M. It was also informed that Sh. P.S. Bathla of M/s. P.S. Bathla & Associates, Company Secretaries, has been appointed as Scrutinizer for the e-voting as well as to conduct the poll process. The Chairman then asked the Scrutinizer to start the poll process and the scrutinizer showed the empty ballot box to the shareholders. Thereafter the polling process started and the members present cast their votes. After ensuring that all the members present have cast their votes, the chairman declared the closure of voting process and asked the scrutinizer to take the custody of ballot papers.

It was further informed that the combined results of the voting through remote e-voting and voting at the meeting through ballot process shall be submitted to the BSE Limited and National Stock Exchange of India Limited and will also be uploaded on Company's website in the format prescribed under Regulation 44 of the SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015.

Thereafter the meeting concluded on 10.30 AM with a vote of thanks to the chair.

For NAHAR INDUSTRIAL ENTERPRISES LIMITED


Mukesh Sood
(Company Secretary)

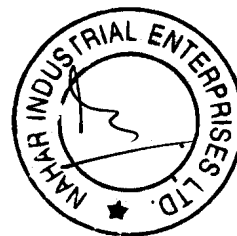


**INFORMATION REGARDING DIRECTORS APPOINTED AND SHAREHOLDERS
PASSED THE RESOLUTIONS UNDER REGULATION 17(1A) OF SEBI (LISTING
OBLIGATIONS & DISCLOSURE REQUIREMENTS), REGULATIONS, 2015 IN THE
34TH ANNUAL GENERAL MEETING OF THE COMPANY**

- i) Re-appointed Dr. Vijay Asdhir (DIN: 06671174) as an Independent Director of the company, not liable to retire by rotation, for a further period of three years i.e. upto the conclusion of 37th AGM to be held in the year 2021:

Brief Profile of the appointee directors are as under:

- a) Dr. Vijay Asdhir (DIN: 06671174), aged 71 years is M.Com and Ph.D having more than 37 years of experience in Management and Administration. He is not a relative of any of the director of the Company.
- ii) The Shareholders have passed the Special Resolutions pursuant to the provisions of Regulation 17(1A) of SEBI (Listing Obligations & Disclosure Requirements) (Amendment) Regulations, 2018 as notified on 9th May, 2018 which will be effective from 1st April, 2019 with respect to continuation of the Directorship in the Company who has attained the age of 75 years or is attaining the age of 75 years :-
- a) Sh. Jawahar Lal Oswal (DIN: 00463866) is a Non-Executive Director of the Company (liable to retire by rotation) pursuant to the provisions of Section 152 of the Companies Act, 2013 and rules framed there under. He is 74 years of age and will reach the age of 75 years on 1st October, 2018. He is the Chairman and Non-Executive Promoter Director of the Company. He holds a Bachelor's Degree in Commerce. He has more than 54 years of experience in the Textile and Woolen Industry and he is associated with the Company since 1991. He is an eminent industrialist and his leadership qualities, expertise and experience has enabled the Company to become one of the leading integrated textile player of the country. He has been awarded Punjab Ratan Award at the Punjab State Intellectuals Conference in 2003 by the All India Conference of Intellectuals. He as also awarded Udyog Ratna Award by the PHD Chamber of Commerce and Industry in 2005, the LMA – Sat Paul Mittal Lifetime Achievement Award by the Ludhiana Management Association in 2012 and the Achievers of the North by the Economic Times in 2013.
- b) Dr. (Mrs.) Harbhajan Kaur Bal (DIN: 00008576) was re-appointed as an Independent Director of the Company on 26.09.2017 to hold office for three



consecutive years for a second term up to the conclusion of the 36th Annual General Meeting to be held in the year 2020 under the relevant provisions of the Companies Act, 2013. She is 79 years of age. She is Post Graduate and Ph.D (Stats). She is an eminent educationist and having more than 32 years of experience as Academician and General management. She is independent of the Management and possesses appropriate skills, experience and knowledge.

- c) Sh. Ajit Singh Chatha (DIN: 02289613) was re-appointed as an Independent Director of the Company on 26.09.2017 to hold office for three consecutive years for a second term up to the conclusion of the 36th Annual General Meeting to be held in the year 2020 under the relevant provisions of the Companies Act, 2013. He is 82 years of age. He is a retired IAS officer. He has worked as Chief Secretary to the Government of Punjab during his last tenure of service besides holding several assignments and positions during his service. He is B.E. (Hons.) in Electrical Engineering. He is having vast experience in General Management and Administration. He is independent of the Management and possesses appropriate skills, experience and knowledge.

