

**NAGA DHUNSERI GROUP LIMITED**

CIN No. L01132WB1918PLC003029
REGISTERED OFFICE : DHUNSERI HOUSE
4A WOODBURN PARK, KOLKATA - 700 020
Phone : 2280 1950 (5 Lines) Fax : 91 33 2287 8995

Ref. No. NDGL/7A/2019/

29.08.2019

To,
The Secretary
National Stock Exchange of India Ltd.
Exchange Plaza, C-1, Block G, 5th Floor
Bandra Kurla Complex, Bandra (E),
Mumbai-400051

PAN- AABCN0997R
Symbol- (NDGL)

Sub: Proceedings of 101st Annual General Meeting

Dear Sirs,

In compliance of Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, please find enclosed herewith the summary of the proceedings of the 101st Annual General Meeting of the Company held on 29th August, 2019 at Dhunseri House, 4A, Woodburn Park, Kolkata – 700 020.

This is for your information and records.

Thanking You.
Yours Faithfully,

Chitra Thakwani

Chitra Thakwani
Company Secretary & Compliance Officer
ACS 54009



Encl: as above



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Summary of the proceedings of the 101st Annual General Meeting (AGM) of the Members of Naga Dhunseri Group Limited held at Dhunseri House, 4A, Woodburn Park, Kolkata – 700 020 on 29th day of August, 2019 from 11:30 A.M. to 12:15 P.M.

1. Mr. C. K. Dhanuka, Chairman of the Company, chaired the Meeting. The Meeting commenced its business as mentioned in the Notice dated 29th May, 2019 as the quorum was present at the Meeting, which remained present throughout the Meeting.
2. The Chairman covered the item of Ordinary and Special Business before the Meeting as per Notice of the 101st Annual General Meeting. He gave the opportunity to the Members to ask questions or seek clarifications on the Agenda items; thereafter he responded to the queries / clarifications of Members.
3. Facility for casting vote by remote e-voting was provided to the Members from 26th August, 2019 09:00 A.M. to 28th August, 2019 5:00 P.M. Physical voting facility was also provided at the Meeting venue.

The following items of business as per the Notice of the 101st AGM were transacted:

ORDINARY BUSINESS:

1. Adoption of the Standalone and Consolidated Audited Financial Statements of the Company for the Financial Year 2018-19 and the Reports of the Directors and Auditors thereon.
2. Declaration of Dividend of ₹ 2.50 per Equity Share for the Financial Year ended 31st March, 2019.
3. Appointment of Mrs. Aruna Dhanuka (DIN: 00005677) as a Director of the Company who was retiring by rotation and being eligible offered herself for re-appointment.

SPECIAL BUSINESS

4. Payment of Commission to Non – Executive Directors for a period of five (5) years an amount equal to 1% of the net profits of the Company for each financial year subject to a limit of ₹ 1.00 Lakh for all the Non-Executive Directors taken together.
5. Re-Appointment of Mr. I. K. Kejriwal (DIN: 00012320) as a Non-Executive Independent Director for a period of 5 consecutive years w.e.f. 1st October, 2019.
6. Re-Appointment of Mr. G. R. Goenka (DIN: 00133700) as a Non-Executive Independent Director for a period of 5 consecutive years w.e.f. 1st October, 2019.
7. Re-Appointment of Mr. Rajeev Rungta (DIN: 00122221) as a Non-Executive Independent Director for a period of 5 consecutive years w.e.f. 1st October, 2019.

All the resolutions as per the agenda of the 101st AGM were passed by the Members by the requisite majority through remote e-voting / ballot voting and physical voting at the AGM.

The Meeting was concluded with a vote of thanks to the Chair.

