

P PRITI INTERNATIONAL LIMITED

PLOT NO. F-43, BASNI IST PHASE, JODHPUR, RAJASTHAN- 342005 INDIA

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Date: 8th March, 2019

The Manager

National Stock Exchange of India Limited

Exchange Plaza, Plot no. C/1, G Block,

Bandra Kundra Complex

Bandra (E), Mumbai, Maharashtra - 400 051

Sub.: Intimation under Regulation 30 of the SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015 for Proceedings of the Extra-Ordinary General Meeting.

Dear Sir / Ma'am,

Pursuant to the Regulations 30 of the SEBI (Listing Obligation and Disclosures Requirements) Regulations, 2015 find enclosed herewith the proceedings of the Extra-Ordinary General Meeting of the Company held on 8th March, 2019 at 11 AM at Plot No. F-43, Basni, 1st Phase, Jodhpur (Rajasthan) - 342001.

The agenda wise Results under Regulation 44 shall be forwarded to you on or before 10th March 2019.

You are requested to take the same on your records.

Thanking you,

Yours Faithfully,
For PRITI INTERNATIONAL LIMITED

Monika Gandhi

Company Secretary and Compliance Officer



**PROCEEDINGS OF THE EXTRA-ORDINARY GENERAL MEETING OF THE COMPANY
HELD ON MONDAY, 8th March, 2019 at 11 AM AT PLOT NO. F-43, BASNI 1ST
PHASE, JODHPUR (RAJASTHAN) - 342001**

Following were present Share holders In Person - Directors 1) Mr. Goverdhan Das Lohiya, Chairman & Director 2) Ms. Priti Lohiya, Managing Director 3) Mr. Hitesh Lohiya, Chief Finance Officer & Director 4) Mr. Pankaj Baheti, Independent Director and Chairman of the Audit Committee. 5) Mr. Leela Lohiya, Non-Executive Woman Director Company Secretary Ms. Monika Gandhi
Chairman, Directors and officers took the Chair
Company Secretary welcomed the Shareholders and requested the chairman, Mr. Goverdhan Das Lohiya to start the meeting.
Chairman welcomed the shareholders and introduced the person sitting on dais. He said that notice of the meeting along with Explanatory Statements have already been sent to all the members of the Company and with your permission, I take them as read.
Chairman explained that: Pursuant to Proviso to Rule 20(2) of the Companies (Management and Administration) Rules, 2014, the Company is not required to provide the facility of remote e-voting facility. Therefore, the e-voting facility was not provided by the Company He informed that the Shareholders have to cast their votes by show of hands in the meeting. He requested to the shareholders to cast their vote.
The Chairman, being the interested party in the next agendas, vacated his chair and requested Mr. Pankaj baheti to chair the meeting. Mr. Pankaj baheti took over and placed before the members the matter concerning the remuneration payment in excess of maximum % of Profit as detailed under section 197. He put the following resolutions to vote.
1. AUTHORISATION FOR PAYMENT OF MANAGERIAL REMUNERATION EXCEEDING ELEVEN PERCENT OF NET PROFITS UNDER SECTION 198
To make the detailed understanding of the Agenda, Mr Pankaj baheti requested the

Company Secretary to read the Explanatory Statement. The Company Secretary read the Explanatory Statements and made it clear to the Members that the said resolution is passed to make consent of shareholders to ensure the Compliance of the Provision of First proviso to Sub-Section (1) of Section 197 and Section 198 of the Companies act, 2013. Further to the same, Mr. Baheti made a detailed submission that in no situation, the company will be paying to its Managerial Personnel's, any amount in excess of the agreed payments. The Resolution was passed unanimously by all the shareholders present (other than the Shareholders which are related party) there without any modification.

2. APPROVAL OF THE PAYMENT OF MANAGERIAL REMUNERATION TO MANAGING DIRECTOR AND WHOLE TIME DIRECTOR IN EXCESS OF 5% OF NET PROFITS, INDIVIDUALLY, AND 10% OF NET PROFIT TO ALL SUCH DIRECTORS TAKEN TOGETHER

Mr. Baheti again requested the CS to read the Explanatory Statements. She read all the Relevant Para of the Explanatory Statement again. Mrs. Monika Gandhi, CS, explained the difference between the two agendas. She also elaborated that this agenda is for individual limit sanction as against the earlier agenda which was for overall Managerial Remuneration. The Shareholders understood the same and voted in favour by way of show of hand. The Resolution was passed unanimously by all the shareholders present (other than the Shareholders which are related party) there as a Special Resolution without any modification.

Mr. Pankaj baheti vacated the chair and handed over the proceedings back to Mr. Goverdhan Das Lohiya.

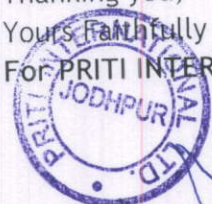
Chairman conveyed thanks on behalf of the Board of Directors to all the shareholders. Chairman declared the meeting closed at 1:30 PM.

The Chairman informed members that the detailed Voting Results of the Extra-Ordinary General Meeting pursuant to Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 will be submitted to the Stock Exchange within the prescribed time limit.

Kindly take the above on record.

Thanking you,
Yours Faithfully

For PRITI INTERNATIONAL LIMITED



Monika Gandhi

Company Secretary and Compliance Officer