

SYMBOL: NANDANI
ISIN: INE696V01013

Dated: 26.09.2017

To,
The Manager-Listing Department,
The National Stock Exchange of India Limited,
Exchange Plaza, NSE Building,
Bandra Kurla Complex,
Bandra East,
Mumbai-400 051
Fax: 022-26598237, 022-26598238

Subject: Summary of the Proceedings of the 5th Annual General Meeting of Nandani Creation Limited held on Monday, the 25th Day of September, 2017 at 3.00 P.M.

Respected Sir,

Pursuant to the Regulation 30, Part A of Schedule III of Securities & Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, we are enclosing herewith the summary of the proceedings of the 5th Annual General Meeting of the Members of Nandani Creation Limited held on Monday, the 25th Day of September, 2017 at 3.00 P.M. at the registered office of the Company situated at G-13, Kartarpura Industrial Area, Near 22 Godam, Jaipur-302006, Rajasthan.

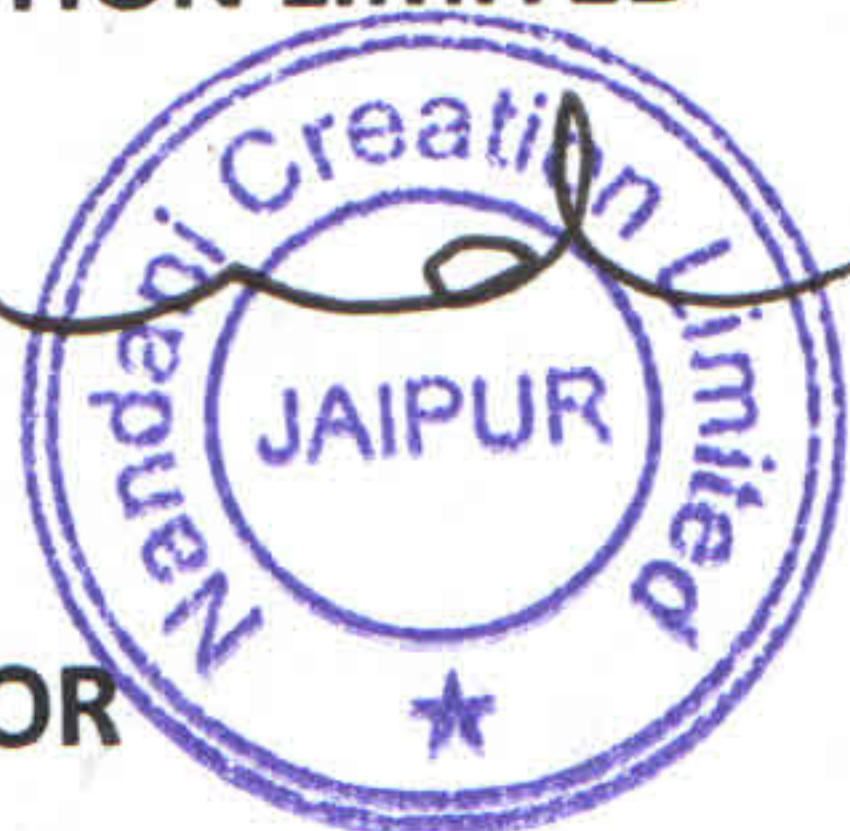
The Meeting was concluded at 4.15 P.M.

You are requested to kindly take this information for your record.

Thanking You,

Yours faithfully,
FOR NANDANI CREATION LIMITED


ANUJ MUNDRA
MANAGING DIRECTOR
DIN: 05202504



SUMMARY OF THE PROCEEDINGS OF THE FIFTH ANNUAL GENERAL MEETING OF THE MEMBERS OF NANDANI CREATION LIMITED HELD AT THE REGISTERED OFFICE OF THE COMPANY SITUATED AT G-13, KARTARPURA INDUSTRIAL AREA, NEAR 22 GODAM, JAIPUR-302006, RAJASTHAN ON MONDAY, THE 25TH DAY OF SEPTEMBER, 2017 WHICH COMMENCED AT 3.00 P.M. AND CONCLUDED AT 4.15 P.M.

THE FOLLOWING DIRECTORS WERE PRESENT AT THE MEETING:

1. Mr. Anuj Mundhra
2. Mrs. Vandna Mundhra
3. Mrs. Sunita Devi Mundhra
4. Mr. Neetesh Kabra
5. Mr. Gagan Saboo
6. Mr. Gaurav Jain

Chairman & Managing Director
Whole-Time Director
Whole-Time Director
Independent Director
Independent Director
Independent Director

IN ATTENDANCE OF:

1. Mr. Dwarka Dass Mundhra
2. Miss. Gunjan Jain

Chief Financial Officer
Company Secretary & Compliance Officer

INVITEES:

1. Mr. Ashok Holani
(M/s Ashok Holani & Co.)

Statutory Auditor

MEMBERS/PROXIES WERE PRESENT AT THE MEETING:

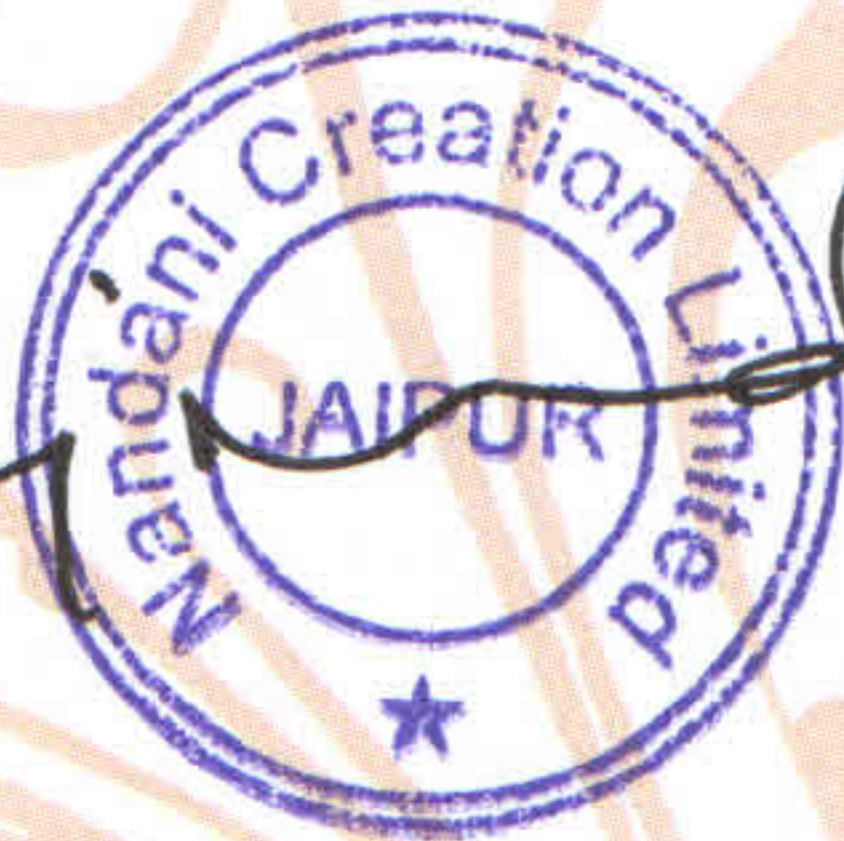
1. **Members:** 7 Members were present in person.
2. **Proxies:** None of the Members were present in proxy.

QUORUM:

Quorum being present, the Chairman called the Meeting in Order.

CHAIRMAN OF THE MEETING:

Mr. Anuj Mundhra, Chairman and Managing Director of the Company occupied the Chair and conducted the proceedings and put all the resolutions for the approval of the members of the Company.

The Company Secretary called the meeting to order as the requisite quorum was present and stated the following:

- Copies of Annual Report along with the Notice of the Annual General Meeting (AGM) were sent to all the members who have registered their Email ID's with the Depository Participants (DP's) and those members whose E Mail ID's were not registered with the Company/DP's/RTA were sent physical copies of AGM Notice along with the Annual Report.
- Register of Directors, KMP's and their shareholding, Board's Report, Auditor's Report, Secretarial Audit Report, Proxy Register and other statutory documents were kept for inspection of Members during the Meeting.
- Statutory Auditor's Report does not contain any qualifications, observations or comments or any other remarks or matters which may have any adverse effect on the functioning of the Company as mentioned in the report of the Auditors.
- Secretarial Auditor's Report does not contain any qualification, observations or comments or any other remarks or matters which may have any adverse effect on the functioning of the Company as mentioned in the report of the Auditors.
- The Notes on Financial Statement referred to in the Auditor's Report are Self-Explanatory.

Now, the Company Secretary again requested the Chairman to commence the proceedings.

Mr. Anuj Mundhra, Chairman & Managing Director welcomed the Members at the 5th Annual General Meeting of the Company and introduced all the dignatories present on the dais.

The Chairman also introduced Mr. Ashok Holani, representing M/s Ashok Holani & Co., Chartered Accountants, Statutory Auditors of the Company.

The Chairman briefed the Members about the operations and performance including financial position of the Company.

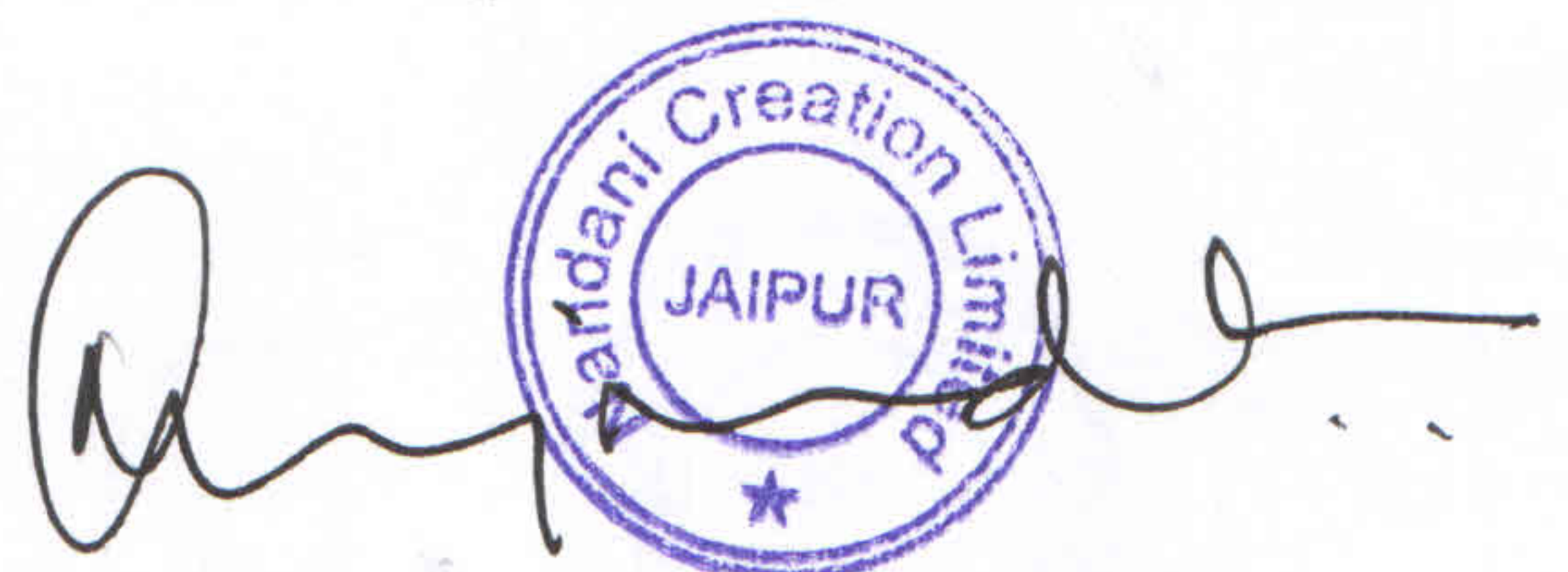
The Chairman also explained the Members:

- About objectives and implications of the business items as mentioned in the Notice of Annual General Meeting and invited queries from the members on the Agenda Items and accorded fair opportunity to the members to express their views on the subjects related to the Company;
- The Members raised some queries on the financial statements and operations of the Company etc. which were replied satisfactorily;

Thereafter, in accordance with Section 107 of the Companies Act, 2013, the Members casted their votes through Show of Hands at the venue of the Annual General Meeting.

The Members present their applauded the performance of the Company and thanked the management for excellent investor's servicing and management at the Meeting.

The Chairman thanked the Members for their participation.

A handwritten signature in black ink is written over a circular purple stamp. The stamp contains the text "Vandani Creation Limited" around the top edge, "JAIPUR" in the center, and a small star at the bottom. The signature is a cursive, flowing line that starts to the left of the stamp, passes through it, and ends to the right.

The Resolution passed at the 5th Annual General Meeting with Majority are as under:

ORDINARY BUSINESSES:

Item No. 1

Adoption of Audited Standalone & Consolidated Financial Statements of the Company for the year ended March 31, 2017 together with the reports of the Board of Directors and Auditors thereon;

The Chairman proposed the following Ordinary Resolution and the same was seconded by Mrs. Vandna Mundhra.

"RESOLVED THAT the Audited Standalone & Consolidated Financial Statements of the Company for the year ended March 31, 2017 together with the reports of the Board of Directors and Auditor's thereon be and are hereby considered, received and adopted."

The resolution on being put to vote on a show of hands and was passed unanimously.

Item No. 2

Appointment of Director:

The Chairman proposed the following Ordinary Resolution and the same was seconded by Mrs. Vandna Mundhra.

"RESOLVED THAT Mrs. Sunita Devi Mundhra (DIN: 05203015), who retires by rotation and being eligible offers herself for re-appointment, be and is hereby re-appointed as a Director of the Company liable to retire by rotation."

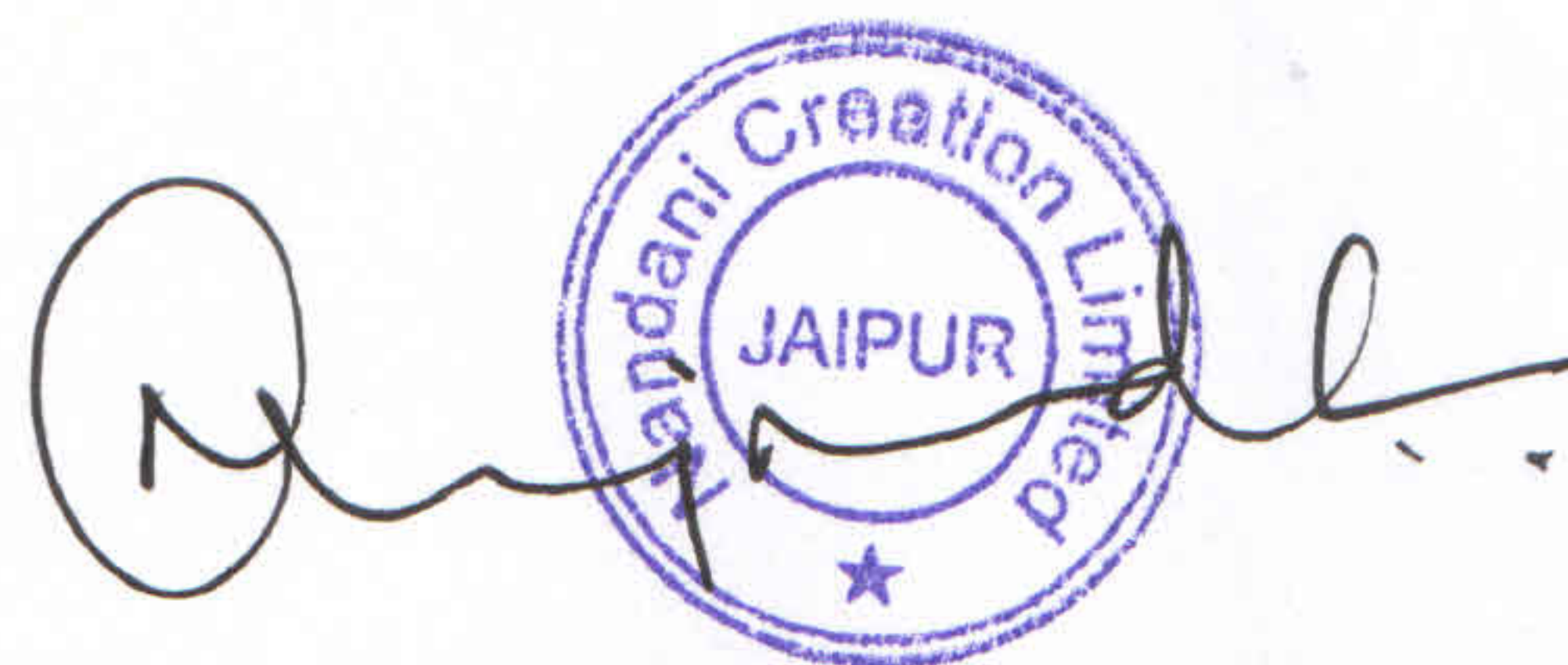
The resolution on being put to vote on a show of hands and was passed unanimously.

Item No. 3:

Ratification of Appointment of Auditors:

The Chairman proposed the following Ordinary Resolution and the same was seconded by Mrs. Vandna Mundhra.

"RESOLVED THAT pursuant to the provisions of Section 139, 141, 142 and other 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(s) thereof for the time being in force) and pursuant to the resolution passed by the shareholders in the 3rd AGM of the Company held on 30th Day of September, 2015, the appointment of **M/s Ashok Holani & Co.**, Chartered Accountants, Jaipur (Firm Registration No.: 009840C) as Statutory Auditors of the Company to hold office till the conclusion of Annual General Meeting to be held in the calendar year 2020 be and is hereby ratified (for the Financial Year 2017-18) &

A handwritten signature in black ink is written over a circular purple stamp. The stamp contains the text "Vandani Creation Limited" around the top edge, "JAIPUR" in the center, and a small star at the bottom. The signature is a cursive, flowing line that starts to the left of the stamp and ends to the right.

that the Board of Directors be and are hereby authorized to fix such remuneration as may be recommended by the Audit Committee in consultation with the Auditors."

The resolution on being put to vote on a show of hands and was passed unanimously.

All the resolutions were approved successfully.

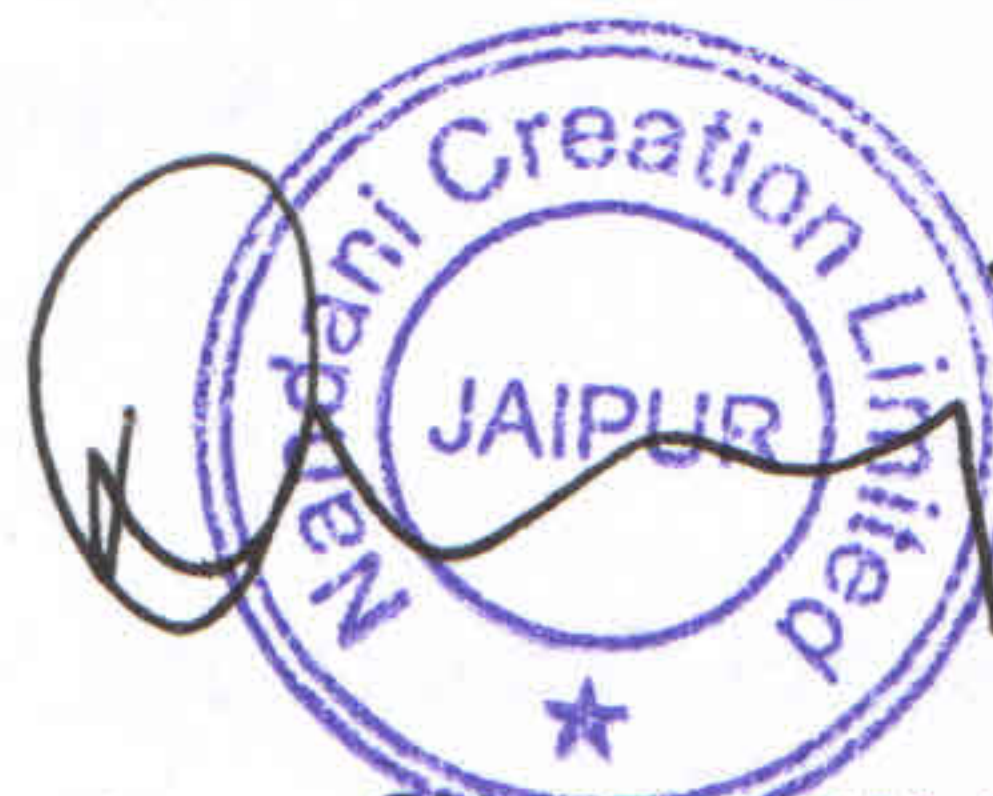
VOTE OF THANKS:

There being no further business to transact, the Meeting concluded with a vote of Thanks to the Chair. The required Quorum was present throughout the meeting, while transacting every Agenda Item.

Date: 26.09.2017

Place: Jaipur

FOR NANDANI CREATION LIMITED



ANUJ MUNDRA
CHAIRMAN & MANAGING DIRECTOR
DIN: 05202504