

**Gist of the Proceedings of the Annual General Meeting of Shiva Granito Export Limited held on 30<sup>th</sup> September, 2019**

The Forth Annual General Meeting of the members of the Company was held on Monday, the 30<sup>th</sup> September, 2019 at 3.00 P.M. at the Registered Office of the Company at 8, Bhatt Ji Ki Baari, Udaipur – 313001 (Raj.) The meeting commenced at 3.00 PM and Concluded at 4.00 PM. Total Number of Shareholders present either in Person or through Proxy were 7 in numbers holding 89,97,721 as per attendance register.

**PRESENT:**

**DIRECTORS:**

- |                          |                      |
|--------------------------|----------------------|
| 1. Shri. Suresh Upadhyay | Managing Director    |
| 2. Mrs. Asha Upadhyay    | Director             |
| 3. Ms. Rachna Upadhyay   | Director             |
| 4. Mr. Abhishek Upadhyay | Director             |
| 5. Shri. T. S. Marvaha   | Independent Director |

**BY INVITATION:**

**STATUTORY AUDITOR:**

- |                   |                                      |
|-------------------|--------------------------------------|
| Shri C S Nenawati | Partner<br>M/s Nenawati & Associates |
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**SECRETARIAL AUDITOR:**

- |                     |  |
|---------------------|--|
| Shri Pawan Talesara | Proprietor<br>M/s P. Talesara & Associates |
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**INTERNAL AUDITOR:**

- |                     |                      |
|---------------------|----------------------|
| Shri Pawan Talesara | Chartered Accountant |
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**IN ATTENDANCE:**

- |                      |                   |
|----------------------|-------------------|
| Ms. Swati Maheshwari | Company Secretary |
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**CHAIRMAN:**

Shri. Suresh Upadhyay was elected as Chairman of the Meeting. He took the chair and welcomed the members at the 4<sup>th</sup> Annual General Meeting of the Company.

**QUORUM:**

As the requisite quorum for the meeting, as per Companies Act, 2013 was present at the meeting, and the Chairman called the meeting to start.

**CHAIRMAN SPEECH:**

Chairman gave welcome speech.

**NOTICE:**

With the permission of the members present at the meeting, the Notice convening the 4<sup>th</sup> Annual General Meeting of the Company, as circulated to the Shareholders of the Company was taken as read. The Auditor's Report and Board's Report dated 06.06.2019 were also taken as read at the meeting.

**VOTING:**

The Chairman informed the members that in accordance with the provisions of Companies (Management and Administration) Rules, 2014, the company is exempted from providing e-voting facility to its shareholders being listed on BSE SME Platform and therefore the facility for voting by way of poll was made available at the Annual General Meeting for the members at the 4<sup>th</sup> Annual General Meeting.

**SCRUTINIZER:**

The Chairman further informed that Board of Directors had appointed M/s P. Talesara & Associates Company Secretaries, Udaipur as the Scrutinizer for the purpose of scrutinizing the voting process at the Annual General Meeting for the resolutions included in the Notice of 4<sup>th</sup> Annual General Meeting.

The Chairman gave an overview of the financial performance of the year ended March 31,2019 along with Auditor's and Board's Report thereon.

On the invitation of the Chairman, several Members addressed the Meeting, gave their suggestions and raised queries on the Company's accounts and businesses, which were replied by the Chairman satisfactorily.

Thereafter, the business items as per the Notice of the 4<sup>th</sup> Annual General Meeting taken up in the chronological order:

**Agenda wise disclosure**

Agenda Item No.	1
Subject	To receive, consider and adopt the Audited Financial Statements along with the report of Board of Director's and Auditor's thereon.
Type of Resolution	Ordinary Resolution
Whether Promoter/Promoters Group are interested in the agenda/resolution	No
No. of Members Present	7
No. of votes cast in Favor	89,97,721
No. of votes cast Against	-
Resolution Passed	Passed with Requisite Majority

Members present unanimously resolved in favor the proposed resolution.

Agenda Item No.	2
Subject	To declare the dividend on Equity Shares for the financial year 2018-2019.
Type of Resolution	Ordinary Resolution
Whether Promoter/Promoters Group are interested in the agenda/resolution	No
No. of Members Present	7
No. of Members voted in Favor	-
No. of Members voted Against	89,97,721
Resolution Passed	Passed with Requisite Majority

Member's present discussed in detail the future prospects of the company and all the members were of the view that instead of declining the dividend proposed by Director's, it is more beneficial for the company to retain the funds to increase internal accrual base of the company. Thereupon members present unanimously resolved against the proposed resolution.

Agenda Item No.	3
Subject	To appoint a Director in place of Ms. Asha Upadhyay (DIN 07396269), who retires by rotation and being eligible offers herself for re-appointment.
Type of Resolution	Ordinary Resolution
Whether Promoter/Promoters Group are interested in the agenda/resolution	No
No. of Members Present	7
No. of votes cast in Favor	89,97,721
No. of votes cast Against	-
Resolution Passed	Passed with Requisite Majority

Members present unanimously resolved in favor the proposed resolution.

Agenda Item No.	4
Subject	To ratify the appointment of the Statutory Auditor of the Company and to fix their remuneration.
Type of Resolution	Ordinary Resolution
Whether Promoter/Promoters Group are interested in the agenda/resolution	No
No. of Members Present	7
No. of votes cast in Favor	89,97,721
No. of votes cast Against	-
Resolution Passed	Passed with Requisite Majority

Members present unanimously resolved in favor the proposed resolution.

Based on the aforesaid results, resolution no 1 to 4 as contained in the notice of 4<sup>th</sup> Annual General Meeting held on dated 30.09.2019 were passed with the requisite majority.

Note - There was no invalid vote.

Thereafter, the Chairman informed that Outcome of Annual General Meeting along with Scrutinizer's Report will be communicated to Stock Exchange in due course of time. The same shall be placed at website of the Company.

The Chairman thanked the members for their presence and support.

Request you to kindly take the same on record.

Thanking You,  
With Regards,  
For Shiva Granito Export Limited

  


(Swati Maheshwari)  
M. No. – A45405  
Company Secretary & Compliance Officer  
Encl. as above