



KALYANI COMMERCIALS LIMITED

Regd off: BG-223, Sanjay Gandhi Transport Nagar, GT Karnal Road, Delhi-110042
CIN : L51909DL1985PLC021453
E-mail : kalyanicommercialslimited@gmail.com
Website : www.kalyanicommercialsltd.com
Ph. : 011-47060223, 011-43063223

Annexure

PROCEEDINGS OF 32ND ANNUAL GENERAL MEETING OF KALYANI COMMERCIALS LIMITED HELD ON FRIDAY, SEPTEMBER 1, 2017 COMMENCED AT 09:00 A.M. AND CONCLUDED AT 11:10 A.M. AT BG-223, SANJAY GANDHI TRANSPORT NAGAR, GT KARNAL ROAD, DELHI - 110 042.

Present:

Mr. Shankar Lal Aggarwal	Managing Director
Mr. Sourabh Aggarwal	Whole Time Director & Chief Financial Officer
Mr. Alok Kumar Gupta	Director
Mr. Nitesh Gupta	Director
Mrs. Manushree Agarwal	Director
Mr. Mukesh Joshi	Director

In Attendance:

Mr. Vikramjit Singh	Company Secretary
---------------------	-------------------

By Invitation:

Mr. S.K. Mahipal (Representing M/s M.C. Bhandari & Co.)	Statutory Auditor
Ms. Jayanti Sharma (Representing M/s Grover Ahuja & Associates)	Scrutinizer & Secretarial Auditor

Members Present:

Members	26
Proxy	Nil

The Company has not received any proxy forms and 26 members were personally present. The total strength of the meeting was 26 members thereby constituting a valid quorum for duly convening the meeting.

The Statutory Registers, Proxy Registers and inspection documents were available during the Meeting for inspection of the Members.

Mr. Vikramjit Singh, Company Secretary welcomed all the Directors and members and requested them to occupy the seats. Thereafter, Mr. Sourabh Aggarwal occupied the chair as the Chairman of the meeting to preside over the meeting.

The Chairman, in his speech explained and compared the Company's performance in the previous and current financial year and also portrayed key financial highlights.

He further stated that the Company is making headway to focus on operational excellence, building efficiency, continuous improvement in product quality, emphasis on product development and to build a strong base which competes in the market.

The notice and the highlights of the Director's Report were read by the Company Secretary. The qualifications, observations, comments and other remarks as mentioned in the Secretarial Auditor's Report were read at the meeting and attention of the members present was drawn to the explanations/comments given by the Board of Directors in their report.

The Company Secretary informed that the facility of casting vote by e-voting was provided to the Members from August 28, 2017 (9:00 A.M.) to August 31, 2017 (5:00 P.M.). Further, members who have not exercised e-Voting platform to cast their vote and attended the meeting, were provided with a facility to vote through Ballot Paper. Therefore, the Chairman ordered for a poll to be taken at the meeting and announced that the combined results of e-voting and poll will be put on the website of the Company after the same is handed over to Chairman by the Scrutinizer i.e. Ms. Jayanti Sharma on behalf of M/s Grover Ahuja & Associates. The results shall also be immediately forwarded to the Stock Exchanges thereafter.

Thereafter, the following resolutions specified in the Notice calling the meeting were put to the members present at the meeting for the poll and poll was carried and supervised by the scrutinizer.

Ordinary Business:

Item 1:

Adoption of Audited Financial Statements of the Company for the financial year ended 31st March, 2017 and the Reports of the Board of Director's and Auditor's thereon.

Item No. 2:

Reappointment of Mr. Nitesh Gupta (DIN: 02768050), as a Director of the Company, liable to retire by rotation.

Item No. 3

Re-Appointment of M/s. M.C. Bhandari & Co., Chartered Accountants, as Statutory Auditors of the Company for a period of five years and to fix their remuneration as may be mutually agreed between the Board of Directors of the Company and the Auditors.

Special Business:

Item No. 4

Re-appointment of Mr. Shankar Lal Agarwal (DIN: 01341114) as Managing Director of the Company for a period of five years.

Item No. 5:

Re-appointment of Mr. Sourabh Agarwal (DIN: 02168346) as Whole Time Director of the Company for a period of five years.

All the above resolutions, which were put to vote, were passed with requisite majority.

The Chairman expressed most sincere gratitude to all the stakeholders for the support extended to the Company and Management in its operations throughout the year.

Subsequently, members were given the opportunity to ask any questions and also to seek clarification on the resolutions to be passed. All queries/clarifications of members have been satisfactorily addressed by the Chairman of the meeting/other directors present at the meeting.

There was a warm and informed exchange of views and opinions among the Chairman, the Board members, and the shareholders present.

The Chairman extended vote of thanks. He expressed most sincere gratitude to the valued customers for their continued patronage and to the stakeholders for their commitment to the Company. He also conveyed his sincere thanks to the suppliers, bankers, statutory and secretarial auditors, consultants, Government authorities and all other business associates for their continued support to the Company and its Management and to the Board Members for creating good governance culture across the organisation and fulfilling the responsibilities of the Board.

The Chairman declared the meeting as concluded.

On behalf of the Board

For **Kalyani Commercials Limited**
For **Kalyani Commercials Limited**

Vikramjit

Vikramjit Singh **Company Secretary**

(Company Secretary)

Address: BG-223, Sanjay Gandhi Transport Nagar
GT Karnal Road, New Delhi- 110 042