



# KHOBSURAT LTD.

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Kolkata, West Bengal - 700 001.  
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September 22, 2017

DM-Corporate Services  
**The Deputy Manager**  
Department of Corporate  
Services  
**BSE Limited**  
P. J. Towers, Dalal Street,  
Fort  
Mumbai – 400 001

**The Company Secretary**  
**The Calcutta Stock**  
**Exchange**  
**Association Ltd.**  
7, Lyons Range  
Kolkata-700 001

**Manager – Listing**  
**Metropolitan Stock**  
**Exchange of India Ltd.**  
Vibgyor Towers, 4th Floor  
Plot No. C 62, G - Block  
Bandra Kurla Complex  
Bandra (E), Mumbai – 400 098

Ref : Scrip Code BSE – 535730, CSE-21144, MSEIL - KHOBSURAT

Sub: Proceedings of the 35<sup>th</sup> Annual General Meeting held on 21<sup>st</sup> Sept 2017

Respected Sir or Madam,

With reference to the above, we are enclosing herewith proceedings of 35<sup>th</sup> Annual General Meeting held on 21<sup>st</sup> September 2017 at 10.00 AM at Shyamal Smriti Parishad, 30, Dr. Nagen Ghosh Road, Kolkata-700 031.

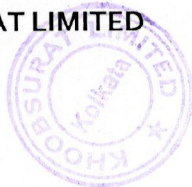
The above information is provided in compliance with Regulation 30 of SEBI LODR Regulations, 2015.

This is for the information of Members.

Thanking You,

Yours Faithfully,  
For **KHOBSURAT LIMITED**

**GOUTAM BOSE**  
DIN : 02504803  
**MANAGING DIRECTOR**



Enclosed : As stated above





**Proceedings of the 35<sup>th</sup> Annual General Meeting held on 21<sup>st</sup> Sept 2017 at 10.00 AM at  
Shyamal Smriti Parishad, 30, Dr. Nagen Ghosh Road, Kolkata-700 031**

**1. Chairman of the Meeting**

Mr. Goutam Bose, Managing Director of the Company was elected as Chairman of the Meeting.

**2. Quorum**

The necessary quorum was being present including representatives of Statutory Auditors of the Company as well as Scrutinizer (for the purpose of voting at the meeting), Chairman called the meeting in order.

**3. Register of Directors, Members and Register of Contracts**

The Chairman informed the members that following Registers are available and thus are open for inspection of Members during the continuity of Annual General Meeting -

- The Register of Directors and Key Managerial Personnel and their Shareholding under Section 170 of the Companies Act, 2013;
- The Register of Contracts and Arrangements in which Directors are interested as per Section 189 of Companies Act, 2013.

**4. Notice of the Meeting**

The Notice convening Annual General Meeting was taken as read.

**5. Auditors' Report**

The Auditors Report was taken as read as per provision of Section 145 of Companies Act, 2013, as the said Report did not contain any qualification, observation of comment on the financial transactions or matters having any adverse effect on the functioning of the Company.

**6. Chairman's Address**

The Chairman addressed the members present in the Annual General Meeting about the affairs of the Company, highlighted on the determination of Company as "Shell Company" and afterwards answered the questions raised by several members. The Chairman also discussed about the Resolutions as set out in the Notice to the Annual General Meeting, on which voting would take place.

**7. Poll at the Meeting**







The Chairman declared that voting would take place according to Rule 20 of Companies, (Management & Administration) Rules, 2014 for passing the following Resolutions –

**1. Ordinary Resolution - Adoption of Financial Results**

**"Resolved** that the Financial Statement of the Company for the financial year ended on 31<sup>st</sup> March 2017 and the Directors and Auditors Report be and are hereby adopted."

**2. Ordinary Resolution - Appointment of M/s. K. Ray & Co., Chartered Accountants, Kolkata (FRN - 312142E) as Statutory Auditors of the Company for the term of 5 years**

**"RESOLVED THAT** pursuant to the provisions of Section 139 read with the Companies (Audit and Auditor) Rules, 2014, 142, 143 and other applicable provisions, if any, of the Companies Act, 2013 as amended from time to time or any other law for the time being in force (including any statutory modification or amendment thereto or re-enactment thereof for the time being in force), and based on the recommendations of the Audit Committee, M/s. K. Ray & Co., Chartered Accountants, Kolkata (FRN - 312142E), who have offered themselves for appointment as Auditors to the Company and have confirmed their eligibility in terms of the provisions of Section 141 of the Companies Act, 2013 and Rule 4 of Companies (Audit and Auditors) Rules, 2014, be and are hereby appointed as Statutory Auditors of the Company and to hold office from the conclusion of the 35<sup>th</sup> Annual General Meeting up to the conclusion of the 40<sup>th</sup> consecutive Annual General Meeting (subject to ratification by the members at every subsequent AGM) at a remuneration as may be mutually agreed upon between the Board of Directors of the Company and the Auditors."

**"RESOLVED FURTHER THAT** the Board of Directors of the Company be and are hereby severally authorized to do all acts and take all such steps as may be necessary, proper or expedient to give effect to this resolution."

**3. Ordinary Resolution – Appointment of Mr. Goutam Bose (DIN : 02504803) as Chairman & Managing Director of the Company, for a period of 5 years**

**"RESOLVED THAT** pursuant to the provisions of Sections 2 (54), 196, 197, 203 read with Schedule V to the Act, and all other applicable provisions, if any, of the Companies Act, 2013 (the Act) the Company hereby approves appointment of Mr. Goutam Bose (DIN : 02504803) as Chairman & Managing Director of the Company, for a period of 5 years commencing from 30<sup>th</sup> September 2017 up to 29<sup>th</sup> September 2022 upon the terms and conditions as set out in the Explanatory Statement and the Agreement submitted to this meeting, which Agreement is hereby specifically sanctioned with liberty to the Board of Directors (hereinafter referred to as "the Board" which term shall deemed to include any Committee of Directors for the time being authorized by the Board of Directors) to alter and vary







*the terms and conditions of the said appointment and/or Agreement in such manner as may be agreed to between the Board and Mr. Goutam Bose."*

## 8. Conclusion of Voting

Voting through Polls by Ballot Paper distributed among the Members (who have not voted through e-voting), present in-person or by Proxy, was took place. At the completion of the Voting, the Scrutinizer of Poll, first counted the Votes casted at the Annual General Meeting. The Scrutinizer then informed members that she will consolidate the Report after merging with E-voting and will submit combined Report to the Chairman of Meeting within 3 days from the date of Annual General Meeting.

## 9. Results of Voting

The Chairman informed the Members that the Result of Voting on the Resolutions would be declared forthwith after the receipt of Report from Scrutinizer and will also be displayed on Website of the Company as well as will be intimated to the Stock Exchanges, viz. BSE, MSEIL and CSE.

## 10. Vote of Thanks

The Meeting was concluded with Vote of thanks to the Chair.

