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September 26, 2019

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 - KHOOBSURAT

# Sub: Proceedings of the 37th Annual General Meeting held on 26th Sept 2019

Respected Sir or Madam,

This is to inform you that the 37<sup>th</sup> Annual General Meeting (the "AGM") of the Company was held today i.e. Thursday, 26<sup>th</sup> September 2019 at 11.00 AM at Shyamal Smriti Parishad, 30, Dr. Nagen Ghosh Road, Kolkata-700 031. In this regard we are forwarding herewith Summary of proceedings of the AGM pursuant to the provisions of Regulation 30, Part "A" of Schedule III, of the SEBI (Listing Obligations and Disclosure Requirements] Regulations, 2015 as amended from time to time [hereinafter referred to as "SEBI Regulations") -

### Summary of Proceedings of 37<sup>th</sup> Annual General Meeting

The 37<sup>th</sup> Annual General Meeting (the "AGM") of the Company was held today i.e. Thursday, 26<sup>th</sup> September 2019 at 11.00 AM at Shyamal Smriti Parishad, 30, Dr. Nagen Ghosh Road, Kolkata-700 031.

Sr. No.	Name	Designation		
1.	Mr. Goutam Bhowal	Managing Director		
2.	Mr. Mangelal Joshi	Non-Executive, Independent Director and Chairman of Audit Committee and Chairman of N&R Committee as well as Shareholders' Relationship Committee.		
3.	Mrs. Puspa Devi Saraswat	Non-Executive, Independent Director		
4.	Mr. Alok Kumar Das	Non-Executive Director		

The Following Directors were present in the meeting –

In Attendance –



Sr. No. Name Designation		Designation	
1.	Mr. Amlesh Sadhu	Chief Financial Officer	
2.	Mrs. Roxy Teniwal	Statutory Auditors & Partner, M/s. DBS & Co.	
		Chartered Accountants, Mumbai	
3.	CS Rahul Gupta	Practicing Company Secretary & Scrutinizer	

Pursuant to Article 57 of Articles of Association of the Company, Mr. Goutam Bhowal presided over the Meeting and welcomed the members. He introduced the Directors and the invitees present at the Meeting. The requisite quorum being present, the Chairman called the Meeting to order.

The number of shareholders as on the record date i.e. 19<sup>th</sup> Sept, 2019 was 3240.

Category	Promoter & Promoter Group	Public	Total
In Person	1	93	605130
Through Proxy	0	0	0
Video Conference	0	0	0
Total	1	93	605130

The details of number of shareholders present in the Meeting are as follows:

Thereafter the Chairman commenced the formal agenda of the Meeting and with the consent of the members present, the Notice convening the Meeting, the Report of Board of Directors and the Standalone Financial Statements for the financial year ended 31<sup>st</sup> March, 2019 were taken as read.

With the permission of Chairman, Mr. Amlesh Sadhu, CFO then read out the relevant parts from the Independent Auditor's Report on the audit of the Standalone and Financial Statements of the Company for the financial year ended 31<sup>st</sup> March, 2019.

The Chairman delivered his speech and made presentation on the operational and financial performance of the Company for the financial year ended 31<sup>st</sup> March, 2019.

The Chairman then informed the members that as per the applicable provisions of the Companies Act, 2013 and rules enacted thereunder read with the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Secretarial Standard-2 issued by the Institute of the Company Secretaries of India on General Meetings ("SS-2"), the Company had provided remote e-Voting facility to the members to cast their vote electronically on all resolutions set forth in the Notice which opened on 23<sup>rd</sup> September, 2019 at 9:00 am and closed on 25<sup>th</sup> September, 2019 at 5:00 p.m. Members who were present at the Meeting and had not casted their votes electronically were provided an opportunity to cast their votes by Ballot at the end of the discussion on all the business items at the Meeting.



Thereafter, the floor was open for discussion on the following items of business as set out in the Notice calling the Meeting and was put for members' approval:

## **Ordinary Business & Ordinary Resolution -**

1. To consider and adopt the audited financial statements of the Company for the financial year ended March 31, 2019 along with the reports of the Board of Directors and the Auditors thereon.

#### Special Business & Ordinary Resolution -

2. Re-appointment of Mr. Mangelal Joshi (DIN: 02429795) as an Independent Director for another term of 5 years.

Pursuant to the abovementioned items of business, we would like to inform that all the above Resolution(s) have been passed by the members of the Company with the requisite majority i.e. Resolution No. 1-2 as Ordinary Resolutions.

The Chairman along with the management team had clarified all the queries raised by the members.

The Board of Directors had appointed CS Rahul Gupta, Practicing Company Secretary, (Membership No. 43021) as a Scrutinizer for conducting the voting by Ballot at the Meeting and remote e-voting process in fair and transparent manner and to report on the combined voting results of e-voting for the items as set out in the Notice of the Meeting.

Thereafter the Chairman thanked the members present at the Meeting and authorized CS Rahul Gupta, Practicing Company Secretary and the Scrutinizer appointed, to take over the Ballot proceedings and submit his report thereon.

The Chairman informed the members that the voting results will be uploaded at the website of the Company and National Securities Depository Limited (NSDL), the authorized agency appointed by the Company for providing remote e-voting facility beside their submissions to BSE Limited (BSE), Metropolitan Stock Exchange of India Ltd. (MSEIL) and Calcutta Stock Exchange Association Ltd. (CSE) where equity shares of the Company are listed.

We request you kindly to take the above on records and oblige.

Thanking You,

Yours Faithfully, For KHOOBSURAT LIMITED

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GOUTAM BHOWAL DIN: 08268162 MANAGING DIRECTOR

