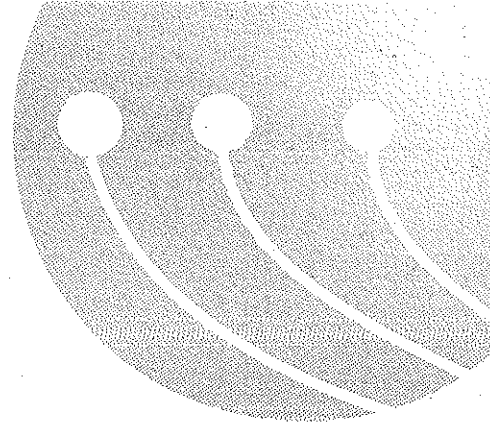


Registered Office :  
A-213, Road No 4, Gali No 11,  
Mahipalpur, New Delhi-110037

Web : www.nutek.in  
E-mail : info@nutek.in

**NU TEK INDIA LIMITED**



Date: 16.12.2017

To

The National Stock Exchange of India Limited  
Exchange Plaza, Bandra Kurla (Complex),  
Bandra East, Mumbai-400051

The Bombay Stock Exchange  
PJ Towers, Dalal Street Fort  
Mumbai-400001

**Scrip Code: NUTEK**

**Scrip Code: 533015**

**Subject: Minutes of 24<sup>th</sup> Annual General Meeting of M/s Nu Tek India Limited**

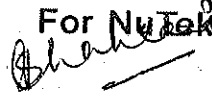
Dear Sir,

Pursuant to Regulation 30 and Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, please find attached herewith Copy of the Minutes of the 24<sup>th</sup> Annual General Meeting of the Members of the M/s Nu Tek India Limited held on Friday, 15<sup>th</sup> December, 2017 at 11.30 A.M and concluded at 01.30 P.M.

Kindly take this in your records.

For Nu Tek India Limited

For Nu Tek India Limited

  
Dhawani Charak  
Company Secretary & Compliance Officer



PAN : AAACN2270L  
GST No. : 07AAACN2270L1ZG  
CIN : L74899DL1993PLC054313

NU TEK INDIA LIMITED

MINUTES OF THE 24<sup>TH</sup> ANNUAL GENERAL MEETING OF THE MEMBERS OF  
NU TEK INDIA LIMITED HELD AS PER THE SCHEDULE GIVEN BELOW:

DAY : FRIDAY  
DATE : 15<sup>TH</sup> DECEMBER, 2017  
TIME : 11.30 A.M.  
VENUE : HOTEL RAMHAN, MAHPALPUR EXTENSION,  
DELHI-110037

PRESENT

Mr. Inder Sharma	Chairman & Managing Director
Mr. Rajiv Kumar	Director & Chairman - Audit Committee
Mrs. Sumati Sharma	Director & Chairman - Stakeholder Relationship Committee

INVITEE

Mr. Amit Vohra as Scrutinizer	M/s Amit Vohra & Associates, Leading Company Secretaries
----------------------------------	--

IN ATTENDANCE

Ms. Bhawani Charak	Company Secretary & Compliance Officer
Mr. Ashish Bankar	Chief Financial Officer

MEMBERS PRESENT

Personally : 76  
Invalid : 8

The following documents and registers were placed on the table:

- Notice for convening 24<sup>th</sup> Annual General Meeting.
- Director's Report and also Annexures thereto for the Financial Year ended 31<sup>st</sup> March, 2017.
- The Audited Accounts and Auditor's Report for the Financial Year ended 31<sup>st</sup> March, 2017.
- The Register of Directors and KMP and their Shareholding (remained open for inspection during the meeting).

CHAIRMAN'S  
INITIALS



1. CHAIRMAN

Mr. Inder Sharma, Chairman cum Managing Director at 11.30 A.M. took the Chair and presided over the meeting.

2. WELCOME

Ms. Bhawani Charak, Company Secretary welcomed all members in the Annual General Meeting and handed over the proceeding of the meeting to the Chairman.

3. QUORUM

Quorum being present at the meeting, the Chairman declared the meeting in order and started the proceedings. The Statutory registers inter-alia documents, the Auditor's Report and Annual Report pursuant to the Companies Act, 2013 were kept open.

4. NOTICE CONVENING THE MEETING, AUDITOR'S REPORT AND DIRECTOR'S REPORT THEREON

Thereafter, the Chairman commenced the formal agenda of the meeting and with the Consent of Members present, the Notice convening the meeting, Director's Report along with the Annexure thereto and Annual Accounts of the company for the Financial Year ended 31<sup>st</sup> march, 2017 were taken as read.

5. CHAIRMAN'S SPEECH

Thereafter, the Chairman informed the Shareholders about the flow of the events at the AGM and stated that after his speech, he would move all the resolutions as set out in the Notice of the AGM and then he will move to Q & A session.

Thereafter Chairman welcomed the questions and clarification from the shareholders and the same were clarified.

6. E-VOTING FACILITY

The Chairman then informed the Members that pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 and Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company had provided the facility of remote e-voting to the Members of the Company to enable them to vote electronically.

The remote e-voting was open from 12<sup>th</sup> December, 2017 9:00 A.M. IST till 14<sup>th</sup> December, 2017 5:00 P.M. IST in respect of Ordinary and Special Business to be transacted at the Annual General Meeting.

He further informed that M/s Amit Vohra & Associates., Practicing Company Secretaries were appointed as scrutinizers to scrutinize the voting of AGM.

CHAIRMAN'S  
INITIALS



**7. PHYSICAL BALLOT**

The Chairman then suggested to the Members, Physically present and who had not voted electronically, to cast their vote through physical ballot and instructed the Company Secretary to carry out the physical ballot process for all the 5 Resolutions specified in the Notice of AGM. He declared that M/s Amit Vohra & Associates., Practicing Company Secretaries will act as the Scrutinizers for the voting through postal ballot. The Chairman further informed that upon completion of voting by physical Ballot, the Scrutinizers will count the votes and sign and submit the result to the Chairman by adding the physical Ballot votes to the votes casted electronically in favour and against each resolution.

**8. CONDUCT OF PHYSICAL BALLOT**

As advised by the Chairman, the Company Secretary then conducted the voting procedure by distributing ballot papers after showing empty box to the Members, locking and sealing the empty ballot box in the presence of Members.

**RESULT OF E-VOTING AND PHYSICAL BALLOT**

Based upon the report of the Scrutinizer, the result of E-voting and vote casted through Physical Ballot as per the business agenda laid before the meeting is as follows:-

**9. ANNUAL ACCOUNTS AND AUDITOR REPORT'S FOR THE YEAR ENDED 31<sup>ST</sup> MARCH, 2017 AND DIRECTORS REPORT FOR THE F.Y. 2016-17**

"RESOLVED THAT the Standalone and Consolidated Financial Results together with Notes to accounts, Annexure thereto and the Report of Auditors for the year ended on 31<sup>st</sup> March, 2017 along with Director's Report for the F.Y. 2016-17 be and are hereby approved and adopted."

The Scrutinizer has confirmed passing of the above Resolution taking into consideration the total votes polled through E-voting and Physical Ballot as mentioned below.

Particulars	No. of Votes Polled	Votes in favour	Votes against	Invalid Votes
Total Votes	14943003	14808837	134166	Nil
% of total no. of votes	100	99.10	0.90	Nil

Accordingly the Chairman has declared that the above Ordinary Resolution was passed with requisite majority

**10. RATIFICATION OF APPOINTMENT OF STATUTORY AUDITORS AND TO FIX THEIR REMUNERATION**

"RESOLVED THAT the appointment of M/s Suman Jeet Agarwal & Co., Chartered Accountants, 516, Arunachal Building, 19, Barakhamba Road, Connaught Place, New Delhi-110001 as Statutory Auditor be and is hereby ratified by the shareholders and on such remuneration as may be decided by the Board of Directors of the company.

The Scrutinizer has confirmed passing of the above Resolution taking into consideration the

MINUTE BOOK

total votes polled through E-voting and Physical Ballot as mentioned below.

Particulars	No. of Votes Polled	Votes in favour	Votes against	Invalid Votes
Total Votes	14943003	14808837	134166	Nil
% of total no. of votes	100	99.10	0.90	Nil

Accordingly the Chairman has declared that the above **Ordinary Resolution** was passed with requisite majority.

**11. RE-APPOINTMENT OF DIRECTOR WHO RETIRES BY ROTATION**

The Chairman for the purpose of this resolution leaves the Chair as the Director who is retiring by rotation is related to the Chairman. Therefore, for the purpose of this resolution Chairman requested Mr. Rajiv Kumar, Independent Director of the Company to take the chair and continue the meeting.

**“RESOLVED THAT** pursuant the provisions of Section 152, 160 and other applicable provisions of the Companies Act, 2013 and the Rules framed thereunder, Mrs. Sumati Sharma, who retires by rotation, and being eligible, offers herself for re-appointment, be and is hereby re-appointed as a director of the Company.

**“RESOLVED FURTHER THAT** Ms. Bhawani Charak, Company Secretary of the Company be and are hereby severally authorized to do all the acts, deeds and things which are necessary to give effect to the above said resolution.”

The Scrutinizer has confirmed passing of the above Resolution taking into consideration the total votes polled through E-voting and Physical Ballot as mentioned below.

Particulars	No. of Votes Polled	Votes in favour	Votes against	Invalid Votes
Total Votes	14943003	14808837	134166	Nil
% of total no. of votes	100	99.10	0.90	Nil

Accordingly the Chairman has declared that the above **Ordinary Resolution** was passed with requisite majority

**12. APPOINTMENT OF BRANCH AUDITOR OF THE COMPANY**

The Chairman Mr. Inder Sharma resumes his chair after passing the Resolution for retirement by rotation.

**“RESOLVED THAT** pursuant to the provisions of section 143(8) and other applicable provisions, if any, of the Companies Act, 2013 and rules made thereunder and as amended from time to time, the Board be and is hereby authorized to appoint Branch Auditors of any branch office of the Company, whether existing or which may be opened/acquired hereafter, in India or abroad, in consultation with the Company’s Statutory Auditors, any person(s) qualified to act as Branch Auditor within the provisions of section 143(8) of the Act and to fix their

CHAIRMAN'S INITIALS

*B*

remuneration.”

The Scrutinizer has confirmed passing of the above Resolution taking into consideration the total votes polled through E-voting and Physical Ballot as mentioned below.

Particulars	No. of Votes Polled	Votes in favour	Votes against	Invalid Votes
Total Votes	14943003	14808837	134166	Nil
% of total no. of votes	100	99.10	0.90	Nil

Accordingly the Chairman has declared that the above **Ordinary Resolution** was passed with requisite majority.

13. **APPOINTMENT OF MR. AYUB YAEGUANG YOUNES AS INDEPENDENT DIRECTOR OF THE COMPANY**

“RESOLVED THAT pursuant to the provisions of Section 149, 150, 152 of the Companies Act, 2013 read with Schedule IV and other applicable provisions of the Companies Act, 2013, if any and the Companies (Appointment and Qualification of Directors) Rules, 2014 (including any statutory modifications and re-enactments thereof for the time being enforce) and pursuant to the applicable provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the consent of the Members of the company be and is hereby accorded to appoint Mr. Ayub Yaugang Younes as Independent Director of the Company who has already been appointed as Non-executive Director of the company on 30.08.2014 and he is not liable to retire by rotation.

RESOLVED FURTHER THAT the consent in Form DIR 2 and Declaration under Section 149 (7) of Companies Act, 2013 as received from Mr. Ayub Yaugang Younes as placed before the board has been taken on record and the appointment of Mr. Ayub Yaugang Younes as Independent Director is made w.e.f from 23.12.2016 for a period of 5 Years and on such terms and conditions and remuneration as may be mutually decided by Mr. Ayub Younes and Board of Directors of the Company.

RESOLVED FURTHER THAT Mr. Inder Sharma, Managing Director of the company and Ms. Bhawani Charak, Compliance Officer & Company Secretary of the company be and are hereby severally authorised to do all such acts, deeds and things as may be necessary to give effect to the above mentioned resolution including signing.”

The Scrutinizer has confirmed passing of the above Resolution taking into consideration the total votes polled through E-voting and Physical Ballot as mentioned below.

Particulars	No. of Votes Polled	Votes in favour	Votes against	Invalid Votes
Total Votes	14945003	14810837	134166	Nil
% of total no. of votes	100	99.10	0.90	Nil

Accordingly the Chairman has declared that the above **Ordinary Resolution** was passed with requisite majority.

CHAIRMAN'S  
INITIALS

*R*

MINUTE BOOK

**14. CONCLUSION AND VOTE OF THANKS**

The meeting concluded 1.30 P.M. and the Chairman thanked the members for smooth conduct of the meeting.

Place: New Delhi

Date: 15<sup>th</sup> December, 2017

  
Chairman