

**MINUTES OF THE ANNUAL GENERAL MEETING OF THE MEMBERS OF THE KINETIC TRUST LIMITED HELD ON THURSDAY THE 28<sup>TH</sup> DAY OF SEPTEMBER 2017, AT 12.30 P.M. AT 527R, CITY TOWER, 2<sup>ND</sup> FLOOR, MODEL TOWN, LUDHIANA-141002 PUNJAB.**

---

Directors Present:

1. Mr. Vinod Bansal (Director)
2. Mr. Rajesh Arora (Director)

Mr. Rajesh Arora, Director took the Chair and welcomed the Members to the Annual General Meeting.

After ascertaining that the requisite quorum for the Meeting was present, the Chairman called the Meeting to order. He then extended a very warm welcome to the shareholders of the company at the Annual General Meeting and introduced his colleagues on the board to the shareholders.

Thereafter, with the permission of the Members, the Chairman's read his speech.

With the permission of the Members, the Notice of the Meeting was taken as read.

With the permission of the Members, the Auditors' Report on the financial statements of the Company for the year ended 31<sup>st</sup> March 2017 was taken as read.

The Chairman informed the Members that the Register of Directors' shareholding was kept open for the inspection and the Members could inspect the same at any time during the Meeting.

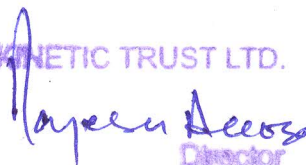
**E-Voting**

The Chairman the informed the Members that pursuant to the provision of Section 108 of the Companies Act, 2013 read with the Rule 20 of the Companies (Management and Administration Rules, 2014, the Company had extended the e-voting facility to the Member of the Company from 25<sup>th</sup> September, 2017 (9:00 a.m.) till 27<sup>th</sup> September, 2017 (5:00 p.m.) in respect of the Ordinary Business to be transacted at the Annual General Meeting. He further informed that Mr. Ved Parkash, Practicing Company Secretaries (CP-15927) was appointed as Scrutinizer in the said process.

Thereafter the Chairman proposed the following resolution as an Ordinary Resolution:

**"RESOLVED that** the financial statements for the year ended on 31<sup>st</sup> March 2017, along with the Report of Directors and Auditors of the Company as laid before the Members at this Meeting be and are hereby adopted".

For KINETIC TRUST LTD.

  
Director

This was seconded by Mr. Vinod Bansal. Before putting the resolution to vote, the Chairman invited the shareholders for their comments.

After due deliberations and discussions, the Members considered the Profit and Loss Account for the year ended 31<sup>st</sup> March 2017 and Balance Sheet on that date together with schedules thereto and the Auditors' Report thereon and Directors' Report attached thereto.

Thereafter, the resolution was passed unanimously.

Mr. Rajesh Arora then proposed and Mr. Vinod Bansal seconded the following resolution as an Ordinary Resolution:

**"RESOLVED that** Mr. Rajesh Arora (DIN: 00662396), Director of the company who retires by rotation and being eligible for re-appointment, be and is hereby re-appointed as a Director of the company."

The resolution was passed unanimously.

Mr. Rajesh Arora proposed and Mr. Vinod Bansal seconded the following resolution as an Ordinary resolution.

**"RESOLVED that** pursuant to the provisions of section 139 and 142 and all other applicable provisions, if any, of the Companies Act, 2013 read with the Companies (Audit and Auditors) Rules 2014, including any statutory re-enactment(s) or modification(s) thereof for the time being in force, the Company hereby ratifies the appointment of Mr. Neelesh Kumar Jain, Chartered Accountants, (Membership No. 511815) as Auditors of the Company to hold office from the conclusion of this Annual General Meeting (AGM) till the conclusion of the 26th AGM of the Company to be held in the year 2018, at a remuneration to be decided by the Board of Directors in consultation with the Auditors."


The resolution was passed unanimously.

Mr. Rajesh Arora, Chairman gave a hearty vote of thanks and then declared the meeting as concluded.

Place: Ludhiana .

Dated: 29<sup>th</sup> September, 2017

For KINETIC TRUST LTD.

  
Chairman

		Resolution required: (Ordinary / Special)		Resolution (1)		Ordinary		
Whether promoter/promoter group are interested in the agenda/resolution?		Description of resolution considered		To receive, consider and adopt the Audited Financial Statements at 31st March, 2017 together with the reports of the Board of Directors and Auditors thereon.		No		
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
Promoter and Promoter Group	E-Voting	(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
	Poll	2400000	1185000	49.3750	1185000	0	100.0000	0.0000
	Postal Ballot (if applicable)							
	Total	2400000	1185000	49.3750	1185000	0	100.0000	0.0000
Public- Institutions	E-Voting							
	Poll							
	Postal Ballot (if applicable)							
	Total							
Public- Non Institutions	E-Voting		82004	8.5421	82004	0	100.0000	0.0000
	Poll	9600000						
	Postal Ballot (if applicable)							
	Total	9600000	82004	8.5421	82004	0	100.0000	0.0000
	Total	33600000	1267004	37.7085	1267004	0	100.0000	0.0000


  
**RAJ KINETIC TRUST LTD.**

**Resolution (2)**

Resolution required: (Ordinary / Special)		Description of resolution considered		To appoint a Director in place of Mr. Rajesh Arora (DIN: 00662396) who retires by rotation and, being eligible, offers himself for re-appointment.		Ordinary		
Whether promoter/promoter group are interested in the agenda/resolution?		No						
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
Promoter and Promoter Group	E-Voting	(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
	Poll	2400000	1185000	49.3750	1185000	0	100.0000	0.0000
	Postal Ballot (if applicable)							
	Total	2400000	1185000	49.3750	1185000	0	100.0000	0.0000
Public- Institutions	E-Voting							
	Poll							
	Postal Ballot (if applicable)							
	Total							
Public- Non Institutions	E-Voting		82004	8.5421	82004	0	100.0000	0.0000
	Poll	960000						
	Postal Ballot (if applicable)							
	Total	960000	82004	8.5421	82004	0	100.0000	0.0000
	Total	3360000	1267004	37.7085	1267004	0	100.0000	0.0000

**For PROMETIC TRUST LTD.**  
*Rajesh Arora*  
 Director

Resolution (3)									
Resolution required: (Ordinary / Special)									
Whether promoter/promoter group are interested in the agenda/resolution?									
								Ordinary	
								No	
Description of resolution considered									
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled	
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100	
Promoter and Promoter Group	E-Voting		1185000	49.3750	1185000	0	100.0000	0.0000	
	Poll	2400000							
	Postal Ballot (if applicable)								
	Total	2400000	1185000	49.3750	1185000	0	100.0000	0.0000	
Public- Institutions	E-Voting								
	Poll								
	Postal Ballot (if applicable)								
	Total								
Public- Non Institutions	E-Voting		82004	8.5421	82004	0	100.0000	0.0000	
	Poll	960000							
	Postal Ballot (if applicable)								
	Total	960000	82004	8.5421	82004	0	100.0000	0.0000	
	Total	3360000	1267004	37.7085	1267004	0	100.0000	0.0000	

FOR KINETIC TRUST LTD.  
*Nayesu Alesso*  
 Director

**FORM No. MGT-13**  
**Report of Scrutinizer(s)**

[Pursuant to rule section 109 of the Companies Act, 2013 and rule 21(2) of the Companies (Management and Administration) Rules, 2014]

To,

The Chairman

25<sup>th</sup> Annual General Meeting of the Equity Shareholders of Kinetic Trust Limited  
Held on Thursday, 28<sup>th</sup> day of September 2017 at 12.30 P.M. at 527R, City Tower, Second Floor, Model Town, Ludhiana.

Dear Sir,

I, **Ved Parkash**, a Company Secretary in Practice, appointed as Scrutinizer for the purpose of the poll taken on the below mentioned resolution(s), at the Annual General Meeting of the Equity Shareholders of Kinetic Trust Limited, held on Thursday, 28<sup>th</sup> day of September, 2017 at 12.30 p.m. at 527R, City Tower, Second Floor, Model Town, Ludhiana, submit my report as under:

1. After the time fixed for closing of the poll by the Chairman, 1 (one) ballot boxes kept for polling were locked in my presence with due identification marks placed by me.
2. The locked ballot boxes were subsequently opened in my presence and poll papers were diligently scrutinized. The poll papers were reconciled with the records maintained by the Registrar and Transfer Agents of the Company and the authorizations / proxies lodged with the Company.
3. I did not find any poll papers invalid.
4. The result of the Poll is as under:

a. **Resolution:** To receive, consider and adopt the Audited Financial Statements of the Company for the financial year ended March 31, 2017, together with Reports of the Board of Directors and the Auditors thereon. **(Item No. 1)**

(i) Voted **in favour** of the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
( 30	1267004	100

i) Voted **against** the Resolution:



Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
NIL	NIL	NIL

iii) **Invalid Votes**

Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
NIL	NIL

- b. **Resolution:** To appoint a Director in place of Mr. Rajesh Arora (DIN: 00662396) who retires by rotation and, being eligible, offers himself for re-appointment. (Item No. 2)

(i) Voted in favour of the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
i i 30	1267004	100

ii) Voted against the Resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
( i NIL	NIL	NIL

ii) **Invalid Votes**

Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
NIL	NIL

- c. **Resolution:** Ratification of appointment of auditors. (Item No.3)



(i) Voted in favour of the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
30	1267004	100

Voted against the Resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
NIL	NIL	NIL

i) Invalid Votes:

Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
NIL	NIL

- A Compact Disc (CD) containing a list of equity shareholders who voted "FOR", "AGAINST" and those whose votes were declared invalid for each resolution is enclosed.
- The poll papers and all other relevant records were sealed and handed over to the Company Secretary / Director authorized by the Board for safe keeping.

Thanking you,

Place: New Delhi  
Dated: 29<sup>th</sup> September 2017

Yours faithfully,



Name: **Ved Parkash**  
Company Secretary in Practice  
Signature of the Scrutinizer