



PIL/MUM/PSC/proceedings.19<sup>th</sup> AGM/2014-15

10<sup>th</sup> October, 2014

Listing Department  
BSE Limited  
Phiroze Jeejeebhoy Towers  
Dalal Street, Fort,  
Mumbai 400 001  
**BSE Scrip Code: 532718**

Listing Department  
National Stock Exchange of India Limited  
Exchange Plaza,  
Bandra Kurla Complex,  
Bandra (E) , Mumbai – 400 051  
**NSE Scrip Code: PRATIBHA**

**Sub. : Proceeding of 19<sup>th</sup> Annual General Meeting**

Dear Sir,

In continuance to our letter PIL/MUM/PSC/Outcome.19<sup>th</sup> AGM/2014-15 dated 30<sup>th</sup> September, 2014 regarding outcome of Annual General Meeting, we are submitting herewith the proceeding of the 19<sup>th</sup> Annual General Meeting.

The 19<sup>th</sup> Annual General Meeting of the Company was held on Tuesday, 30<sup>th</sup> September, 2014 at 3.00 p.m., at The Bombay Presidency Golf Club Limited, Dr. C. G. Road, Chembur, Mumbai – 400 071.

All the directors of the Company were present in the meeting.

The meeting was chaired by Mr. Ajit B. Kulkarni. Total 42 members present in person representing 4,74,76,837 (represented 46.98% of the paid up share capital) equity shares of the Company. The Chairman delivered his speech to the members.

With the unanimous consent of the Members present at the meeting, the Notice dated 14<sup>th</sup> August, 2014 convening the Nineteenth Annual General Meeting was taken as read. The Chairman informed the members that there were no qualification, observation or comment by Statutory Auditors of the Company in the Auditors report and therefore the Audit Report was taken as read.

The Chairman invited questions/queries on the accounts from the Members. The queries of the members had been suitably answered by Mr. Yogen Lal, Chief Executive Officer of the Company.

Mr. Pankaj S. Chourasia, Company Secretary informed the members that the pursuant to provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 and Clause 35A of the Listing Agreement, the Company had provided e-voting facility to all the members whose email addresses were registered with the depository and also provided ballot voting facility to those members whose email addresses not registered with the Company. The e-voting facility was opened from 24<sup>th</sup> September, 2014 till 26<sup>th</sup> September, 2014 and last date for receipt of physical ballot form from members was 26<sup>th</sup> September, 2014 to cast their votes.

Pratibha Industries Limited

CIN: L45200MH1995PLC090760

Head Office : 14<sup>th</sup> Floor, Universal Majestic, Behind RBK School, Ghatkopar Mankhurd Link Road, Off Eastern Express Highway, Govandi, Mumbai – 400043, Maharashtra, INDIA  
Regd. Office : Shrikant Chambers, 5<sup>th</sup> Floor, Phase II, Next to R.K.Studio, Sion Trombay Road, Chembur, Mumbai – 400071, Maharashtra, INDIA.

Tel : +91-22-3955-9999 Fax : +91-22-3955-9900 Email : [info@pratibhagroup.com](mailto:info@pratibhagroup.com) URL : [www.pratibhagroup.com](http://www.pratibhagroup.com)





The Company had appointed Shri Dinesh Deora, FCA, FCS, B. Com, a Practicing Company Secretary as the scrutinizer for the purpose. Shri Deora had submitted his report on 29<sup>th</sup> September, 2014, which was available for inspection by the Members.

Mr. Pankaj S. Chourasia, Company Secretary further informed the members that the results can be announced on all the resolutions based on the report of the Scrutinizers if all the members, who have not voted so far, convey their support to e-voting and ballot voting report submitted by Scrutinizer and no poll demanded by the members.

The Chairman was informed that all the members present in a meeting had conveyed their support to scrutinizers report on e-voting and ballot voting and therefore the Chairman declared that all the resolutions, which were put to vote, were passed with requisite majority and results of each agenda items were as under:

Sr. No.	Particular	Total No. of Valid Votes	No. of Shares and % of total votes cast in favour		No. of Shares and % of total votes cast against	
			No. of Shares	%	No. of Shares	%
<b>ORDINARY BUSINESS - ORDINARY RESOLUTION</b>						
1	To consider and adopt the audited financial statement for the year 13-14	56,553,686	56,553,616	100.00	70	0.00
2	To declare dividend on equity shares	56,553,671	56,553,666	100.00	5	0.00
3	To appoint Mrs. Usha B. Kulkarni who retires by rotation	56,553,686	56,552,229	100.00	1,457	0.00
4	To appoint a M/s. Jayesh Sanghrajka & Co., as Statutory Auditors	56,553,686	56,553,616	100.00	70	0.00
<b>SPECIAL BUSINESS - SPECIAL RESOLUTION</b>						
5	To appoint Mr. Awinash Arondekar as an Independent Director	56,553,686	56,552,729	100.00	957	0.00
6	To appoint Mr. Shrikant T. Gadre as an Independent Director	56,553,686	56,552,729	100.00	957	0.00
7	To appoint Dr. Sunder Lall Dhingra as an Independent Director	56,553,676	56,552,573	100.00	1,103	0.00

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8	To appoint Mr. Vaidyanathan Sivakumaran as an Independent Director	56,553,686	56,551,858	100.00	1,828	0.00
9	To appoint Mr. Vilas B. Parulekar as an Independent Director	56,553,686	56,551,858	100.00	1,828	0.00
10	To reclassify Authorized Share Capital of the Company and amend Memorandum of Association of the Company	56,553,686	56,552,212	100.00	1,474	0.00

The meeting was concluded with a vote of thanks.

This is in due compliance of relevant clause of the Listing Agreement.

Thanking you,

Yours faithfully,

For **PRATIBHA INDUSTRIES LIMITED**

  
**PANKAJ S. CHOURASIA**  
COMPANY SECRETARY



**Pratibha Industries Limited**

CIN: L45200MH1995PLC090760

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