

# MOHINDRA FASTENERS LIMITED

CIN: L74899DL1995PLC064215

Regd. Office: 304 Gupta Arcade, Inder Enclave, Delhi - Rohtak Road, New Delhi-110087

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## MOHINDRA FASTENERS LIMITED

### PROCEEDINGS OF 21<sup>st</sup> ANNUAL GENERAL MEETING

DATE : 30<sup>th</sup> SEPTEMBER, 2015

DAY : Wednesday

VENUE : Apsara Grand Banquet Halls, A-1/20 B, Paschim Vihar, Rohtak Road, Near Paschim Vihar West Metro Station, Pillar No. 255, New-Delhi-110063

Time of Commencement: 11.30 A.M

Time of Conclusion: 12.30 P.M

#### PRESENT:

#### MEMBERS ON THE BOARD:

Mr. Deepak Arneja	-	Managing Director & CEO Chairman of Corporate Social Responsibility Committee
Mr. Ravinder Mohan Juneja	-	Managing Director
Mr. Sudhir Arneja	-	Whole-Time Director
Mr. Vinod Kumar	-	Non Executive & Independent Director Chairman of Audit, Nomination & Remuneration and Stakeholders Relationship Committee

#### OTHER KEY MANAGERIAL PERSONNEL:

Mr. Sunil Mishra	-	Chief Financial Officer
Ms. Asha Mittal	-	Company Secretary

#### INVITEES:

Mr. Anand Kumar Singh - representing M/s Anand Nimesh and Associates, Scrutinizer and Secretarial Auditor of the Company, appointed to scrutinize the voting process through ballot and electronically in fair and transparent manner.

#### Participants from Registrar and Share Transfer Agent, M/s Skyline and Financial Services Private Limited:

Mr. Dayanidhi  
Mr. Shrikant Sahu

#### LEAVE OF ABSENCE:

Leave of Absence was granted to Mrs. Anjali Malik (Non Executive and Independent Director), Mr. JP Singh Narang (Non Executive Director) and Mr. Anil Somani, Chartered Accountant, M/s GSK & Associates LLP (Statutory Auditor) of the Company due to their preoccupation.

## PROCEEDINGS:

Board of Directors, other Key Managerial Personnel and Scrutinizer seated on the dais.
Company Secretary welcomed the Shareholders and requested the board of directors to elect a chairman for this meeting among themselves.
Mr. Sudhir Arneja proposed the name of Mr. Deepak Arneja to be elected as chairman with consensus of other board colleagues.
Company Secretary (CS) declared that with the consensus of all the present directors, Mr. Deepak Arneja was elected as Chairman for this 21 <sup>st</sup> Annual General Meeting (AGM) and requested the elected Chairman to chair the General Meeting
Leave of Absence was granted to above said persons.
Being the quorum was present and has received Proxies for the Meeting. Hence with the permission of Chairman, CS declared the meeting open.
Scrutinizer showed the empty ballot box to all the present members and proxies and then locked the ballot box in the presence of all the members and proxies which has been also verified by two members.
Chairman gave a Short Speech on the working and expansion plans of the Company.
Chairman read the Auditors' Report.
Thereafter the Notice of AGM and Directors' Report taken as read by the Shareholders of the Company with their consent.
Then CS briefly explained the agendas/matters which was required to be passed with the approval of shareholders in the 21 <sup>st</sup> Annual General Meeting as set out in Item No. 1 to 6 in the Notice of 21 <sup>st</sup> AGM of the Company.
After that Chairman informed the Members that that pursuant to provision of Section 108 of Companies Act, 2013, read with the rule prescribed thereunder, Company has provided the remote e-voting facility to all the members entitled to cast their vote(s) (persons who were members on 23 <sup>rd</sup> September, 2015, being the cut-off date) in electronic mode on all the resolutions as set-out in the notice of convening Meeting and also requested to all the members that who all are either personally attending the Annual General Meeting or in proxy on behalf of any shareholder(s) and who have not casted their vote in electronic mode, may cast their valuable votes through using the ballot paper (Form MGT-12), which has been distributed to the members and drop duly filed and signed ballot paper in locked ballot box.
Chairman ordered the Poll by physical ballot voting and then members drop duly filed and signed ballot paper in the ballot box.
The Members were informed that the results of voting by Ballot and E-Voting would be declared by today i.e 30 <sup>th</sup> September, 2015 and same will also be available on Company's website <a href="http://www.mohindra.asia">www.mohindra.asia</a> and <a href="http://www.evoting.nsdl.com">www.evoting.nsdl.com</a> and also to be submitted to concerned Stock Exchange.
The CS proposed a vote of thanks to the Chair
Chairman declared that Business of the meeting has been transacted, therefore the meeting was closed.

Further, Company has engaged the services of NSDL as the authorized agency to provide secured system for remote e-voting process through its designated website at <https://www.evoting.nsdl.com/> via NSDL e-voting platform.

Pursuant to the provisions of section 108 and 109 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rule 2014 as amended by Companies (Management and Administration) Amended Rule 2015 and clause 35B of the Equity Listing Agreement, the Company has provided the facility of remote e-voting and has appointed the Mr. Anand Kumar Singh, Partner of M/s Anand Nimesh & Associates, Company Secretaries having office at 183B, Second Floor, Gurudwara Road, West Guru Angad Nagar, Laxmi Nagar, Delhi-110092 as Scrutinizer for the purpose of scrutinizing the remote e-voting process and voting through Ballot papers at 21st Annual General Meeting (AGM) of the Members of the Company, in a fair and transparent manner and ascertaining the requisite majority on remote e-voting and voting through Ballot papers.

On the basis of Consolidated Scrutinizer Report for the voting through Ballot papers at the venue of 21<sup>st</sup> AGM on 30<sup>th</sup> September, 2015 and for the Remote E-Voting between 25<sup>th</sup> September, 2015 (9.00 A.M.) to 29<sup>th</sup> September, 2015 (5.00 P.M.), the particulars of which is mentioned and explained in the Scrutinizer Report, enclosed herewith. All the resolutions whether ordinary or special for the ordinary and special business(s) as set out in Item No. 1 to 6 in the Notice of 21<sup>st</sup> AGM of the Company have been duly passed by the requisite majority as showing in enclosed Scrutinizer Report dated 30<sup>th</sup> September, 2015 as declared by the Chairman of the 21<sup>st</sup> Annual General Meeting.

**For Mohindra Fasteners Limited**

**Deepak Arneja**  
**Managing Director & CEO**  
**DIN: 00006112**

**Date: 30<sup>th</sup> September, 2015**  
**Place: New Delhi**

**Encl: Scrutinizer Report**

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