

# Sharda Cropchem Limited

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Regd. Office : Prime Business Park, Dashrathlal Joshi Road, Vile Parle (W),

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www.shardacropchem.com



ISO 9001: 2008 Reg. No: 690257

CIN: L51909MH2004PLC145007



## PROCEEDINGS OF THE 14<sup>TH</sup> ANNUAL GENERAL MEETING OF THE COMPANY UNDER REGULATION 30(2) OF THE SEBI (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS), REGULATIONS, 2015

- Meeting Day, Date And Time** : Thursday, 21<sup>st</sup> September, 2017 at 3.00 p.m. (Meeting concluded at 3.45 p.m.)
- Venue** : Crystal Hall, Hotel Parle International,  
B. N. Agarwal Commercial Complex,  
Vile Parle (East), Mumbai - 400 057
- Chairman** : Mr. Ramprakash V. Bubna, Chairman & Managing Director.
- Members attending the Meeting** : 42 members present in person and 2 members by Proxy/Representative
- Quorum** : The requisite quorum as required under Section 103 of the Companies Act, 2013 was present.

1. After declaring the quorum to be present, the Chairman called the Meeting to be in order. He introduced the Directors seated on the dias and welcomed all the members to the 14<sup>th</sup> Annual General Meeting of the Company.

With the consent of the Members present at the Meeting, the Notice convening the Meeting, the Directors' Report, Financial Statements and the Auditors' Report for the year ended March 31, 2017 were taken as read.

2. The Chairman gave an overview of the financial performance of the Company for the year ended March 31, 2017 and its future outlook.
3. The Chairman informed the Members that pursuant to the provisions of Section 108 of Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended by the Companies (Management and Administration) Amendment Rules, 2015 and Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements), Regulations, 2015 the Company had extended the remote e-voting facility to the Members to exercise their right to vote at the 14<sup>th</sup> Annual General Meeting. The remote e-voting commenced on September 18, 2017 at 9:00 a.m. and ended at September 20, 2017 at 5:00 p.m. (both days included).
4. The Chairman then informed the Members that the facility for voting through Poll was made available at the Meeting for the Members who have not casted their vote through remote e-voting.

The Chairman then informed the Members that for the benefit of Shareholders who were present at the meeting and who had not cast their votes through remote e-voting, Poll facility was being conducted at the Meeting. The Members were also informed that those who had already casted their vote through e-voting should not cast their vote again on Poll, since such vote would be considered as invalid.



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5. The Chairman further informed that the Board of Directors have engaged the services of M/s. Karvy Computershare Private Limited ('Karvy') as the agency to provide e-voting facility and Mr. Chintan Goswami, Practicing Company Secretary, Mumbai as Scrutinizer for scrutinizing the remote e-voting, Poll process at the Annual General Meeting, in a fair and transparent manner.
6. The Chairman then invited the Members to ask questions, make comments and give their views, if any. The Members were given an opportunity to speak in order in which they had given their names.
7. The Chairman thereafter, ordered a poll to be taken at the meeting and requested Mr. Chintan Goswami, Scrutinizer for orderly conduct of the voting.

The Chairman announced that the combined results on remote e-voting and poll process would be announced not later than forty eight hours of the conclusion of the meeting i.e before 23<sup>rd</sup> September, 2017.

**Business transacted at the 14<sup>th</sup> Annual General Meeting:**

The following business transacted at the Annual General:

## ORDINARY BUSINESS

1. **To receive, consider and adopt the Audited Standalone Financial Statements of the Company for the Financial Year ended March 31, 2017, together with the Reports of the Board of Directors and Auditors thereon.**

The following resolution was passed as an Ordinary Resolution:

"RESOLVED THAT the Audited Standalone Financial Statements of the Company for the Financial Year ended March 31, 2017, and the Reports of the Board of Directors and Auditor thereon laid before this meeting, be and are hereby considered and adopted."

2. **To receive, consider and adopt the Audited Consolidated Financial Statements of the Company for the Financial Year ended March 31, 2017, together with the Report of the Auditors thereon.**

The following resolution was passed as an Ordinary Resolution:

"RESOLVED THAT the Audited Consolidated Financial Statements of the Company for the Financial Year ended March 31, 2017 and Report of the Auditor thereon as laid before this Meeting, be and are hereby considered and adopted."

3. **To confirm the payment of Interim Dividend as Final Dividend for the Financial Year ended March 31, 2017.**

The following resolution was passed as an Ordinary Resolution:



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"RESOLVED THAT First Interim Dividend at the rate of Rs. 2/- (Rupees Two only) per equity shares of Rs. 10/- (Rupees Ten) each and Second Interim Dividend at the rate of Rs. 2/- (Rupees Two only) per equity shares of Rs. 10/- (Rupees Ten) each declared by the Board of Directors of the Company at its meeting held on November 04, 2016, and March 21, 2017 respectively be and is hereby confirmed as final dividend for the Financial Year ended March 31, 2017."

4. To appoint a Director in place of Mrs. Sharda R. Bubna (DIN: 00136760), who retires by rotation and being eligible, offers herself for re-appointment.

The following resolution was passed as an Ordinary Resolution:

"RESOLVED THAT pursuant to provisions of Section 152 of Companies Act, 2013, and rules framed thereunder, Mrs. Sharda R. Bubna (DIN: 00136760), Whole-time Director of the Company who retires by rotation at this meeting and being eligible has offered herself for re-appointment, be and is hereby re-appointed as a Director of the Company liable to retire by rotation."

5. Ratification of appointment of the Statutory Auditor.

The following resolution was passed as an Ordinary Resolution:

"RESOLVED THAT pursuant to the provisions of Section 139 and other applicable provisions, if any, of the Companies Act, 2013, read with Rule 3(7) of The Companies (Audit and Auditors) Rules, 2014 (including any statutory modification or re-enactment thereof for the time being in force), the Company hereby ratifies the appointment of M/s. S R B C & Co LLP, Chartered Accountants (Firm No. 324982E/E300003) as the Statutory Auditor of the Company to hold office from the conclusion of this Annual General Meeting till the conclusion of the 15th Annual General Meeting to be held for the Financial Year 2017-18 and that the Board of Directors be and are hereby authorised to fix their remuneration."

As per the consolidated Scrutinizer's Report dated September 22, 2017, all resolutions as set out in the Notice of 14<sup>th</sup> Annual General Meeting dated May 22, 2017, were passed by the Members of the Company with requisite majority.

FOR SHARDA CROP CHEM LIMITED

Ramprakash V. Bubna  
Chairman & Managing Director  
(DIN: 00136568)



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