



# KLJ Resources Limited

**HEAD OFFICE :** KLJ HOUSE, 63, RAMA MARG, NAJAFGARH ROAD, NEW DELHI-110 015 (INDIA)  
**TEL. :** (011) 25459706-7-8, 41427427-8-9, 45371400 **FAX :** (0091-11) 25459709, 45719931  
**E-MAIL :** delhi@kljindia.com **WEBSITE :** www.kljindia.com **CIN :** L67120WB1986PLC041487

## PROCEEDINGS OF THE 30<sup>th</sup> ANNUAL GENERAL MEETING OF THE COMPANY

The 30<sup>th</sup> Annual General Meeting (AGM) of the Company was held at 10:00 a.m. on Friday, the 30<sup>th</sup> day of September, 2016 at the Registered Office of the Company at 8, Cammac Street, Kolkata, West Bengal-700017.

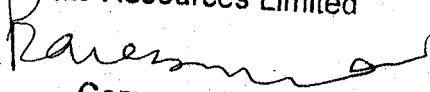
The meeting was attended by the following –

Ms. Kalpana Seth – Director  
Mr. Dilip Kumar Karn – Director  
Mr. Trilok Chand Aggarwal – Chief Financial Officer  
Mr. Praveen Sharma - Company Secretary  
Mr. Anuj Kumar Solanki – Scrutinizer

Members personally present .....	21	Members voted at the AGM.....	21
Members present by proxy.....	NIL	Members voted through remote e-voting....	54

1. Ms. Kalpana Seth was elected as the Chairman of the meeting. Ms. Kalpana Seth represented as a member of Audit Committee and Nomination and Remuneration Committee of the Board. Mr. Dilip Kumar Karn represented as a member of Stakeholders Relationship Committee.
2. The Company Secretary ascertained the Quorum of the meeting. After ascertaining the requisite Quorum, the Chairman called the meeting in order.
3. The Notice Convening the Annual General Meeting together with Director's Report were taken as read with the consent of the members. The Chairman informed that there were no qualifications, reservations or adverse remarks in the Auditor's Report.
4. The Statutory Registers, Proxy Registers and inspection documents were available during the meeting for inspection by the Members.
5. The Chairman then informed that as per the applicable provisions of the Companies Act, 2013 and Rules framed thereunder, the Company had provided e-voting facility to the members entitled to cast their vote on the agenda items from September 27, 2016 (9:00 a.m.) to September 29, 2016 (5:00 p.m.). The Chairman drew the attention of the members regarding the resolutions on which voting is to be held and informed that members who were present at the meeting but have not cast their votes by availing the remote e-voting facility, can exercise their vote by use of Polling Paper, which were distributed to the members present at the meeting.
6. Mr. Anuj Kumar Solanki, thereafter conducted the voting process through Polling Paper. The details of voting (Polling Paper and remote e-voting) for the agenda items as submitted by the Scrutinizer's Report has been summarized as under:

For KLJ Resources Limited

  
Company Secretary

**CORPORATE OFFICE :** KLJ COMPLEX, 70/B-39, SHIVAJI MARG, (NAJAFGARH ROAD), NEW DELHI – 110015 (INDIA)  
**TEL. :** (0091-11) 49207300 **FAX :** (0091-11) 25935730

**REGISTERED OFFICE :** "Shanti Niketan Building" Suite No. 22, Ground Floor, 8, Camac Street, KOLKATA – 700 017  
**TEL. :** (0091-33) 2282 3851 **FAX :** (0091-33) 2282 3851 **E-MAIL :** kolkata@kljindia.com

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MUMBAI-400 069. ● **TEL. :** (022) 6183 0000-100 **FAX :** (0091-22) 2624 4009 **E-MAIL :** mumbai@kljindia.com



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## ORDINARY BUSSINESS

**RESOLUTION NO.1:** To receive, consider and adopt:

- The audited financial statement of the Company for the financial year ended March 31, 2016 and the reports of the Board of Directors and Auditors thereon; and
- The audited consolidated financial statement of the Company for the financial year ended March 31, 2016 and the report of the Auditors thereon.

(i) Votes in favour of the resolution

Particulars	No. of Members voted	No. of votes cast by them	% of total no. of valid votes cast
E-Voting	54	34,23,315	100
Poll	21	5,11,500	100
<b>TOTAL</b>	<b>75</b>	<b>39,34,815</b>	<b>100</b>

(ii) Votes against the resolution:

Particulars	No. of Members voted	No. of votes cast by them	% of total no. of valid votes cast
E-Voting	0	0	0.00
Poll	0	0	0.00
<b>TOTAL</b>	<b>0</b>	<b>0</b>	<b>0.00</b>

(iii) Invalid Votes:

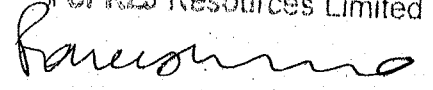
Total no. of members whose votes were declared invalid	Total no. of votes cast by them
Nil	Nil

Accordingly, the Resolution no.1 was passed with the requisite majority.

**RESOLUTION NO.2:** To appoint a Director in place of Sh. Sudeep Mehta (DIN 00483072), who retires by rotation and being eligible, offers himself for re-appointment.

(i) Votes in favour of the resolution

Particulars	No. of Members voted	No. of votes cast by them	% of total no. of valid votes cast
E-Voting	54	34,23,315	100
Poll	21	5,11,500	100
<b>TOTAL</b>	<b>75</b>	<b>39,34,815</b>	<b>100</b>

For KLJ Resources Limited  
  
Company Secretary

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(ii) Votes against the resolution:

Particulars	No. of Members voted	No. of votes cast by them	% of total no. of valid votes cast
E-Voting	0	0	0.00
Poll	0	0	0.00
<b>TOTAL</b>	<b>0</b>	<b>0</b>	<b>0.00</b>

(ii) Invalid Votes:

Total no. of members whose votes were declared invalid	Total no. of votes cast by them
Nil	Nil

Accordingly, the Resolution no.2 was passed with the requisite majority.

**RESOLUTION NO.3:** To ratify the appointment of M/s. R. Pugalia & Co. Chartered Accountants as Statutory Auditors and to authorize the Board to fix remuneration.

(i) Votes in favour of the resolution

Particulars	No. of Members voted	No. of votes cast by them	% of total no. of valid votes cast
E-Voting	54	34,23,315	100
Poll	21	5,11,500	100
<b>TOTAL</b>	<b>75</b>	<b>39,34,815</b>	<b>100</b>

(ii) Votes against the resolution:

Particulars	No. of Members voted	No. of votes cast by them	% of total no. of valid votes cast
E-Voting	0	0	0.00
Poll	0	0	0.00
<b>TOTAL</b>	<b>0</b>	<b>0</b>	<b>0.00</b>

(iii) Invalid Votes:

Total no. of members whose votes were declared invalid	Total no. of votes cast by them
Nil	Nil

Accordingly, the Resolution no.3 was passed with the requisite majority.

**SPECIAL BUSINESS:**

**RESOLUTION NO. 4:** To ratify the remuneration of the Cost Auditors for the financial year ending 31st March, 2017(Ordinary Resolution).

For KLJ Resources Limited

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Company Secretary

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(i) Votes in favour of the resolution

Particulars	No. of Members voted	No. of votes cast by them	% of total no. of valid votes cast
E-Voting	54	34,23,315	100
Poll	21	5,11,500	100
<b>TOTAL</b>	<b>75</b>	<b>39,34,815</b>	<b>100</b>

(ii) Votes against the resolution:

Particulars	No. of Members voted	No. of votes cast by them	% of total no. of valid votes cast
E-Voting	0	0	0.00
Poll	0	0	0.00
<b>TOTAL</b>	<b>0</b>	<b>0</b>	<b>0.00</b>

(iii) Invalid Votes:

Total no. of members whose votes were declared invalid	Total no. of votes cast by them
Nil	Nil

Accordingly, the Resolution no.4 was passed with the requisite majority.

**RESOLUTION NO. 5:** To create charge(s) on the movable and immovable properties of the Company, both present and future (Special Resolution).

(i) Votes in favour of the resolution

Particulars	No. of Members voted	No. of votes cast by them	% of total no. of valid votes cast
E-Voting	54	34,23,315	100
Poll	21	5,11,500	100
<b>TOTAL</b>	<b>75</b>	<b>39,34,815</b>	<b>100</b>

(ii) Votes against the resolution:

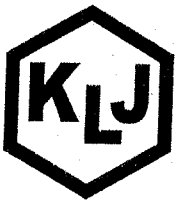
Particulars	No. of Members voted	No. of votes cast by them	% of total no. of valid votes cast
E-Voting	0	0	0.00
Poll	0	0	0.00
<b>TOTAL</b>	<b>0</b>	<b>0</b>	<b>0.00</b>

For KLJ Resources Limited

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(iii) Invalid Votes:

Total no. of members whose votes were declared invalid	Total no. of votes cast by them
Nil	Nil

Accordingly, the Resolution no.5 was passed with the requisite majority.

**RESOLUTION NO. 6:** To adopt new set of Memorandum of Association of the Company in conformity with the Companies Act, 2013 (Special Resolution).

(i) Votes in favour of the resolution

Particulars	No. of Members voted	No. of votes cast by them	% of total no. of valid votes cast
E-Voting	54	34,23,315	100
Poll	21	5,11,500	100
<b>TOTAL</b>	<b>75</b>	<b>39,34,815</b>	<b>100</b>

(ii) Votes against the resolution:

Particulars	No. of Members voted	No. of votes cast by them	% of total no. of valid votes cast
E-Voting	0	0	0.00
Poll	0	0	0.00
<b>TOTAL</b>	<b>0</b>	<b>0</b>	<b>0.00</b>

(iii) Invalid Votes:

Total no. of members whose votes were declared invalid	Total no. of votes cast by them
Nil	Nil

Accordingly, the Resolution no.6 was passed with the requisite majority.

**RESOLUTION NO. 7:** To adopt new set of Articles of Association of the Company in conformity with the Companies Act, 2013 (Special Resolution).

(i) Votes in favour of the resolution

Particulars	No. of Members voted	No. of votes cast by them	% of total no. of valid votes cast
E-Voting	54	34,23,315	100

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Poll	21	5,11,500	100
<b>TOTAL</b>	<b>75</b>	<b>39,34,815</b>	<b>100</b>

(ii) Votes against the resolution:

Particulars	No. of Members voted	No. of votes cast by them	% of total no. of valid votes cast
E-Voting	0	0	0.00
Poll	0	0	0.00
<b>TOTAL</b>	<b>0</b>	<b>0</b>	<b>0.00</b>

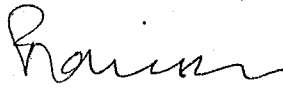
(iii) Invalid Votes:

Total no. of members whose votes were declared invalid	Total no. of votes cast by them
Nil	Nil

Accordingly, the Resolution no.7 was passed with the requisite majority.

There being no other business to transact, the meeting concluded with a vote of thanks to the Chair.

FOR KLJ RESOURCES LIMITED

  
Praveen Sharma  
(Company Secretary)



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