

KEL/SEC/SKC/8/2019

August 7, 2019

**National Stock Exchange of India Ltd**

Exchange Plaza, 5<sup>th</sup> Floor

Plot NoC/1, G Block

Bandra-Kurla Complex

Bandra East

Mumbai – 400 051

**SECURITY CODE. KARMAENG**

Sub : Proceeding of the 12<sup>th</sup> Annual General Meeting held on 6<sup>th</sup> August, 2019

Sirs,

Enclosed please find herewith the Proceedings of the 12<sup>th</sup> Annual General Meeting of the Shareholders of the Company held on 6<sup>th</sup> August, 2019.

The Annual General Meeting commenced at 3.00 p.m. and concluded by 3.20 p.m.

Kindly find the same in order and acknowledge the receipt.

Thanking you,

For **KARMA ENERGY LIMITED**

T V Subramanian  
CFO & Company Secretary



Encl : as above

**KARMA ENERGY LTD.**

Regd. Off: Empire House, 214, Dr. D. N. Road, Ent. A.K. Nayak Marg, Fort, Mumbai - 400 001

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www.karmaenergy.co • CIN: L31101MH2007PLC168823

**PROCEEDINGS OF THE TWELVETH ANNUAL GENERAL MEETING OF KARMA ENERGY LIMITED HELD ON TUESDAY, AUGUST 6, 2019 AT 3.00 P.M AT MAHARASHTRA CHAMBER OF COMMERCE, ORICON HOUSE, 6<sup>TH</sup> FLOOR, MAHARASHTRA CHAMBER OF COMMERCE PATH, MUMBAI – 400 001.**

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**DIRECTORS PRESENT :-**

Shri C. D. Mehra	-	Vice Chairman
Shri K. M. Vussonji	-	Director
Shri N. V. Siraj	-	Director
Shri B. S. Shetty	-	Director
Shri G. N. Kamath	-	Managing Director
Shri T. V. Subramanian	-	CFO & Company Secretary

**MEMBERS PRESENT :**

30 Members were present including representatives of several companies authorized under Section 113 of the Companies Act, 2013.

Since Shri Dharmendra G. Siraj Chairman could not attend the meeting due to personal exigencies Shri Chetan Mehra Vice Chairman of the Company presided over the meeting. Shri Chetan Mehra welcomed the shareholders to the 12<sup>th</sup> Annual General Meeting of the Company and as the requisite quorum was present for the meeting the meeting was called to order. The Chairman thereafter introduced the Directors present for the meeting to the shareholders.

The Chairman informed that with the consent of the members present, notice convening the meeting and the Director's Report be taken as read.

Shri Chetan Mehra – Chairman then asked the members present whether they had any questions to be asked. One of the Shareholders Shri Aspi Bhesania sought to know about the working of the Company which was briefed in detail by Shri Mehra.

The Chairman thereafter informed the members that in terms of section 145 of the Companies Act, 2013, only the qualifications, observations or comments mentioned in the Auditor's Report which have any adverse effect on the functioning of the company, would be required to be read at the Annual General Meeting. As there were no qualifications or observations made by the Auditors in their Report, the same were not required to be read

The Chairman then informed the members present that they would be aware that resolutions in the General Meetings held hitherto were being passed by the members either by show of hands or by poll. With the onset of the companies Act, 2013 and consequential amendments to the listing regulations the concept of electronic voting has

been introduced. Accordingly the company has adopted electronic voting as in last year and information thereto was communicated to all the members whose email id's were registered with the depository participants by NSDL whose services were availed by the company for the purpose of electronic voting. Electronic Voting commenced on 3<sup>rd</sup> August, 2019 at 9.00 a.m. and concluded on August 5, 2019 at 5.00 p.m.

The Chairman informed that the company has provided the facility for voting by ballot papers to the shareholders who are present and has not exercised their vote through electronic voting. The shareholders may cast their vote by duly filling in the Ballot papers available with them and deposit the same in the ballot box kept for the purpose.

The votes cast through physical ballots now and through e-voting will be counted by the Scrutiniser and the results would be declared latest by 8<sup>th</sup> August, 2019 at the registered office of the Company and which would also be uploaded on the website of the Company.

The Chairman then apprised the members present of the resolutions to be approved by the members and which were listed in the ballot form as follows:

### **Ordinary Resolutions**

Item No. 1

Adoption of Audited Financial statements for the year ended 31<sup>st</sup> March 2019 on Standalone and Consolidated basis and the Report of the Board of Directors and Statutory Auditors thereon.

Item no.2

Re-appointment of Shri Neelkamal V. Siraj as Director, who retires by rotation

### **Special Resolutions**

Item no.3

Re-appointment of Shri Kishore M. Vussonji as an Independent Director.

Item no.4

Re-Appointment of Shri Ganesh N. Kamath as Managing Director for a period of 1 year with effect from December 1, 2018.

The chairman then informed the members that after votes are cast the meeting shall stand concluded.

Shri Ganesh N. Kamath – Managing Director proposed a vote of thanks to the chair.

The poll process got completed and the meeting stood concluded.

Place : Mumbai  
Date : 07/08/2019

  
For **KARMA ENERGY LIMITED**  
**COMPANY SECRETARY**

sd/-  
**CHAIRMAN**