



AARTI INDUSTRIES LIMITED

71, Udyog Kshetra, 2nd Floor, Mulund - Goregaon Link Road, Mulund (West), Mumbai-400 080.INDIA
☎: 00-91-6797 6666, 2591 8195 • Fax : 00-91-22-2590 4806 / 2565 3185 / 3234
Regd. Office : Plot No. 801 / 23, G.I.D.C. Estate, Phase III, Vapi - 396 195, Dist. Valsad, Gujrat.INDIA
E-mail : info@aartigroup.com • Website : www.aartigroup.com • CIN : L24110GJ1984PLC007301



Ref No: AIL/B-29/2014/573

Date : 24th September, 2014.

To,
Listing/Compliance Department
BSE LTD.
Phiroze Jeejeebhoy Towers,
Dalal Street,
Mumbai - 400 001.

BSE CODE -524208

To,
Listing/Compliance Department
**National Stock Exchange of
India Limited**

"Exchange Plaza", Plot No. C/1,
G Block Bandra-Kurla Complex,
Bandra(E), Mumbai - 400 051.

NSE CODE:AARTIIND

Dear Sir/Madam,

REF : CLAUSE 31(D) of the Listing Agreement.
SUB : PROCEEDINGS OF THE ANNUAL GENERAL MEETING.

Pursuant to Clause 31(d) of the Listing Agreement, we are submitting herewith the details of the proceedings of 31st Annual General Meeting of the Company held at the Registered Office at Plot Nos. 801, 801/23, G.I.D.C. Estate, Phase - III, Vapi - 396 195, Dist. Valsad, Gujarat, on **Wednesday, 24th September, 2014 at 10.30 a.m.**

Please acknowledge the enclosure.

Thanking you,

Yours Faithfully,
For **AARTI INDUSTRIES LIMITED**

MONA PATEL
COMPANY SECRETARY & COMPLIANCE OFFICER

Encl: as above.



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PROCEEDINGS OF THE ANNUAL GENERAL MEETING OF THE SHAREHOLDERS OF THE COMPANY HELD ON WEDNESDAY, 24TH SEPTEMBER, 2014 AT 10.30 A.M. HELD AT THE REGISTERED OFFICE OF THE COMPANY AT PLOT NOS. 801, 801/23, G. I. D. C. ESTATE PHASE - III, VAPI - 396 195, DIST. VALSAD, GUJARAT.

The Chairman, Shri Rajendra V. Gogri, welcomed the Shareholders at the 31st Annual General Meeting of the Company.

Stating that the required quorum was present, he called the meeting to order. The Register of Directors' Shareholdings and Register of Proxies were kept open at the Meeting for inspection by the members.

The Chairman gave an over view of the financial performance of the company for the Financial year ended 31st March, 2014 and its future outlook. The printed copy of the chairman's statement was also distributed to the members attending the meeting.

In compliance with provisions of the Companies Act, 2013 the Company had provided members facility to exercise their right to vote on all the items before the meeting by electronic means. CS Sunil M. Dedhia, Company Secretary in Practice, appointed as the Scrutinizer for the e-voting process submitted his report thereof to the Chairman on the e-voting closed on 19th September, 2014 conducted through NSDL.

The resolution passed by the members, briefly, related to:-

ORDINARY BUSINESS:-

1. Adoption of Financial Statements for the year ended 31st March, 2014.
2. Declaration of a final dividend for the year ended 31st March, 2014.
3. Re-appointment of Shri Manoj M. Chheda, who retires by rotation and being eligible, seeks reappointment.
4. Re-appointment of Shri Kirit R. Mehta, who retires by rotation and being eligible, seeks reappointment.
5. To appoint Auditors and to fix their remuneration.

For AARTI INDUSTRIES LTD.


Company Secretary



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SPECIAL BUSINESS:

6. Approval of Variation in terms of Remuneration payable to MD/WTDs.
7. Appointment of Shri Bhavesh R. Vora, as an Independent Director for a period of 5 (five) years with effect from date of this Annual General Meeting i.e. 24th September, 2014.
8. Appointment of Shri P. A. Sethi, as an Independent Director for a period of 5 (five) years with effect from date of this Annual General Meeting i.e. 24th September, 2014.
9. Appointment of Shri K. V. S. Shyam Sunder, as an Independent Director for a period of 5 (five) years with effect from date of this Annual General Meeting i.e. 24th September, 2014.
10. Appointment of Shri Ramdas M. Gandhi, as an Independent Director for a period of 3 (three) years with effect from date of this Annual General Meeting i.e. 24th September, 2014.
11. Appointment of Shri Vijay H. Patil, as an Independent Director for a period of 3 (three) years with effect from date of this Annual General Meeting i.e. 24th September, 2014.
12. Appointment of Shri Laxmichand K. Jain, as an Independent Director for a period of 3 (three) years with effect from date of this Annual General Meeting i.e. 24th September, 2014.
13. Ractification of the appointment and Remuneration of the Cost Auditor.
14. Section 180(1)(c) of the Companies Act, 2013 to consent for borrowing funds upto ₹ 2,000 crore. (Special Resolution)
15. Approve and ratify the issue of Non-Convertible Debentures on private placement. (Special Resolution)
16. Adoption of new Articles of Association of the Company. (Special Resolution)

The results were notified to Stock Exchanges in the format prescribed under Clause 35A of the Listing Agreement and the details of the said results were also uploaded on the Company's website.

For **AARTI INDUSTRIES LIMITED**

MONA PATEL

PLACE: VAPI

DATE : 24/09/2014.

COMPANY SECRETARY & COMPLIANCE OFFICER