

**PROCEEDINGS OF 29<sup>TH</sup> ANNUAL GENERAL MEETING (AGM) OF ESTER INDUSTRIES LIMITED DULY CONVENED ON 28<sup>TH</sup> SEPTEMBER, 2015 AT THE REGISTERED OFFICE OF THE COMPANY AT SOHAN NAGAR, P. O. CHARUBETA, KHATIMA- 262308, DISTRICT UDHAMSINGH NAGAR, UTTARAKHAND**

The Quorum being present, the Chairman of the meeting took up the formal proceedings of the meeting. With the permission of the members notice convening the meeting together with financial statement, Director's Report, Secretarial Auditors' Report and Auditor's report were taken as read.

The Company Secretary stated that pursuant to the requirements of Section 108 of the Companies Act, 2013 and clause 35B of the Listing Agreement, the Company had provided electronic voting facility from 25<sup>th</sup> September, 2015 to 27<sup>th</sup> September, 2015. He stated that Mr. Akash Jain, Practicing Company Secretary was appointed as Scrutinizer to conduct the e-voting process in fair and transparent manner. The Company Secretary informed to the members that the facility to vote through poll at the AGM venue on the resolution as stated in the Notice of 29<sup>th</sup> AGM has also been provided to the members. The Chairman appointed Mr. Akash Jain, Practicing Company Secretary as Scrutinizer to conduct the ballot voting at the AGM venue in fair and transparent manner.

The Chairman proposed following resolutions to vote at the meeting and invited queries on the same:

**ORDINARY BUSINESSSESS**

**ORDINARY RESOLUTIONS -**

1. Consideration and adoption of the Audited Balance Sheet as on 31<sup>st</sup> March, 2015 and the Profit and Loss Account for the year ended on that date together with the Reports of Directors and Auditors thereon.
2. Re-appointment of Mr. Pradeep Kumar Rustagi (DIN 00879345) who retires by rotation and being eligible, offers himself for re-appointment.
3. Ratification of appointment of S.R. Baltiboi & Co. LLP (Regn No. 301003E) as Statutory Auditors of the Company and fixation of their remuneration.

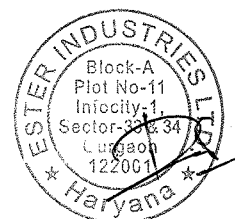
**SPECIAL BUSINESS:**

**ORDINARY RESOLUTION**

4. Appointment of Mr. Sandeep Dinodia as Independent Director of the Company
5. Ratification of remuneration fixed for Cost Auditor of the Company

**SPECIAL RESOLUTION**

6. Re-appointment of Mr. Ayush Vardhan Singhania as Group Leader-Marketing & Business Development.



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7. Modification in terms and conditions of appointment Mr. Jai Vardhan Singhania as Group Leader-Business Planning & Support.

The Directors replied the queries raised by the Shareholders. After replying all the queries, the Chairman announced that the combined results of the e-voting and voting through poll shall be declared till 30<sup>th</sup> September, 2015 and will be uploaded on the website of the company and posted on the notice board.

There being no other business to be transacted, the meeting concluded with a vote of thanks to the Chairman of the meeting conveyed by one of the member of the Company.

#### **RESULTS AND SCRUTINIZER REPORT**

All the resolutions were passed with requisite majority. The results of E-voting and Poll along with the Scrutinizer were notified to the Stock Exchanges and uploaded on the website of the Company on 30<sup>th</sup> September, 2015.

Yours Faithfully

For Ester Industries Limited



**Diwaker Dinesh**  
**Company Secretary**

**Date – 5<sup>th</sup> October, 2015**

