

Dated: September 28, 2018

The Listing Department
Bombay Stock Exchange Limited
25th Floor, P J Towers Dalal Street
Mumbai, Maharashtra- 400001

Subject: Proceedings of the 31st Annual General Meeting held on September 28, 2018

Reference: Vani Commercials Limited (Scrip Code- 538918)

Dear Sir,

Pursuant to Regulation 30 of SEBI (Listing Obligations and Disclosures Requirements) Regulations, 2015 read with Part A of Schedule III of the said Regulations, enclosed herewith proceedings of the 31st Annual General Meeting of **Vani Commercials Limited** held on Friday, the 28th day of September, 2018 at commenced at 10:30 A.M. and concluded at 11:00 A.M. at Khushi Banquet, MP Mall, MP Block, Pitampura, New Delhi-110034.

Request you to kindly take on your records.

For Vani Commercials Limited

Namrita Shah

Company Secretary

Membership Number: A51044



PROCEEDINGS OF THE 31ST ANNUAL GENERAL MEETING OF VANI COMMERCIALS LIMITED HELD ON TODAY I.E. FRIDAY, 28TH DAY OF SEPTEMBER, 2018 COMMENCED AT 10:30 AM AND CONCLUDED AT 11:00 A.M. AT KHUSHI BANQUET, MP MALL, MP BLOCK, PITAMPURA, NEW DELHI-110034, INDIA.

MEMBERS PRESENT DURING THE MEETING

16 Members were present in person.

DIRECTORS PRESENT DURING THE MEETING

Ms. Pooja Bhatia

Chairperson

Mrs. Neha Ashish Karia

Managing Director, CFO and Chairperson of

Stakeholders Relationship Committee

Mr. Viralbhai Vijaybhai Dodiya

Chairperson of Audit Committee

ALSO PRESENT

Ms. Namrita Shah

Company secretary

Mrs. Ekta Rani B.

Scrutinizer of the Meeting

Ms. Pooja Bhatia took the Chair as the Chairperson.

Ms. Namrita, Company Secretary welcomed the Members, Directors, other officers and introduced the persons sitting at the Dais. Thereafter the Notice of Annual General Meeting and Directors Report along with Auditors' Report and Financial Statements for the Financial Year 2017-18 were taken as read by the members of the Company.

The Chairperson addressed the members and gave an overview of the financial performance of the Company for the financial year ended March 31, 2018.

Thereafter the Chairperson informed the members that in accordance with the provisions of the Companies Act, 2013, read with the rules made thereunder and SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015, the Company has provided the remote e-voting facility through Central Depository Services limited (CDSL) to enable the Members(i.e. persons who were members as on 21st September, 2018, being the cut off /record date) of the Company to cast/ exercise their vote(s) electronically on the agenda items specified in the Notice of the 31st Annual General Meeting of the Company. The remote e-voting period had commenced on 25th September, 2018 at 9:00 A.M. and ended on 27th September, 2017 at 5:00 P.M. The Members were informed that the facility for voting by way of Poll was made available at the Annual General Meeting for the Members who had not cast their vote through remote e-voting.



The Chairperson further informed that the Board of Directors had appointed Ms. Ekta Rani, Company Secretary in Practice holding Membership No. A28092 and Certificate of Practice No. 20902, residing at F-216, 3rd Floor, Street No. 1, Block F, Pandav Nagar, New Delhi-110091, as the scrutinizer for the purpose of scrutinizing the voting process (both remote e-voting and voting through poll at the Annual General Meeting).

The Chairperson then invited participation of the Members of the Company for discussing on the Financial Statements for the financial year ended $31^{\rm st}$ March 2018 along with Auditors and Directors Report thereon.

Thereafter, several Members of the Company addressed the meeting, gave their suggestions and asked certain queries on the financial Statements and operations of the company. The Chairperson responded to all queries to the satisfaction of the Members.

Thereafter, the Chairperson took on the agenda item as were in the notice of the $31^{\rm st}$ Annual General Meeting as follows:

- 1. The Chairperson proposed item no. 1, to be passed as an ordinary resolution, relating to approval and adoption of Audited Financial Statements along with Directors' Report & Auditors' Report thereon of the Company for the financial year ended 31st March, 2018; the same was seconded by the Members.
- 2. Then, the Chairperson proposed item no. 2, to be passed as an ordinary resolution, relating to re-appointment of Ms. Neha Ashish Karia (DIN: 07894660), Director retiring by rotation; the same was seconded by the Members.
- 3. As the Chairperson Ms. Pooja Bhatia was interested in item no. 3, she requested to Mrs. Neha Ashish Karia, Managing Director to chair the meeting. Mrs. Neha Ashish Karia took the chair and conducted the proceedings.

Then, the Chairperson proposed item no. 3, to be passed as an ordinary resolution, relating to appointment of Ms. Pooja Bhatia (DIN: 00188770) as a Director of the company.

Mrs. Neha Ashish Karia, Director thereafter vacated the Chair and requested Ms. Pooja Bhatia to occupy the Chair

The Chairperson then ordered for the poll on all the agenda items stated in Notice of 31st Annual General Meeting and requested the Members to cast their vote on each of the agenda items by putting a tick mark in the column 'Assent' or 'Dissent', as the case may be, sign the Ballot Paper and to drop it in the Ballot Box.

Then she requested Mrs. Ekta Rani, Scrutinizer for an orderly conduct of voting. The scrutinizer demonstrated the empty Ballot boxes to the Members and locked and sealed it in the presence of the Members of the Company.



The Chairperson announced that the results of voting i.e. remote e-voting and poll done at the AGM along with the consolidated scrutinizers report shall be published at the website of the Company and to the Stock Exchanges.

The Chairperson thanked all the members for their presence and support.

The meeting concluded at 11:00 A.M. during the day with vote of thanks to the Chair.

This is for your information and record.

For Vani commercials Limited

Namrita Shah

Company Secretary

Membership Number: A51044