

September 17, 2018

Shalby/SE/2018-19/51

The Listing Department  
**National Stock Exchange of India Ltd**  
Exchange Plaza, Plot no. C/1, G Block,  
Bandra-Kurla Complex, Bandra (E),  
Mumbai 400 051.

**Scrip Code : SHALBY**

Through : <https://www.connect2nse.com/LISTING/>

Corporate Service Department

**BSE Limited**

25<sup>th</sup> Floor, Phiroze Jeejeebhoy Towers,  
Dalal Street,  
Mumbai 400 001.

**Scrip Code: 540797**

Through : <http://listing.bseindia.com>

**Sub: Gist of Proceedings of 14<sup>th</sup> Annual General Meeting of the Company held on September 17, 2018 – Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015**

**Dear Sir / Madam,**

With reference to subject matter and pursuant to Regulation 30 read with Part A of Schedule of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we enclose herewith the gist of proceedings of 14<sup>th</sup> Annual General Meeting of the members of the Company held on September 17, 2018 at 9:30 a.m. at H. T. Parekh Hall, The Ahmedabad Management Association, ATIRA Campus, Dr. Vikram Sarabhai Marg, University Area, Ahmedabad 380015.

The voting results of 14<sup>th</sup> Annual General Meeting will be declared and informed to BSE Ltd and the National Stock Exchange of India Limited separately and will also be uploaded on the website of our Company and karvy's website, platform through which e-voting facility was provided.

We request to take the same on your records and disseminate the same to the members.

Thanking you,

Yours faithfully,  
For **Shalby Limited**



**Jayesh Patel**  
Company Secretary & Compliance Officer



Encl.: as above

**Shalby Limited**

Regd. Off. : Opp. Karnavati Club, S G Road, Ahmedabad – 380015 (India)

Tel. No. : (079) 40203000 | Fax : (079) 40203109 | [www.shalby.org](http://www.shalby.org) | [info@shalby.org](mailto:info@shalby.org)

Regd. No. : 061000596 | CIN : L85110GJ2004PLC044667

Gist of Proceeding of the 14<sup>th</sup> Annual General Meeting of the members of Shalby Limited

**1. Day, Date, time and Venue of the meeting**

The 14<sup>th</sup> Annual General Meeting (AGM) of the members of the Company was held on Monday, September 17, 2018 at H. T. Parekh Hall, The Ahmedabad Management Association, ATIRA Campus, Dr. Vikram Sarabhai Marg, University Area, Ahmedabad 380015 which commenced at 9:30 a.m.

**2. Proceedings of the meeting**

- Dr. Vikram Shah, Chairman and Managing Director chaired the proceeding of the meeting.
- As the requisite quorum being present, the Chairman called the meeting in order and commenced the proceedings of the meeting.
- Under the instruction of Chairman, the Company Secretary of the Company informed the Members
  - Register of Members and Register of Directors' and Key Managerial Personnel and their Shareholding under Section(s) 88, 170 and 189 of the Companies Act, 2013 along with other Registers and documents including Proxy Forms / Registers are open for inspection by the Shareholders during the course of this meeting.
  - Your Company has provided 'remote e-voting facility' to the members to cast their votes through e-voting platform provided by Karvy Compushare P. Ltd in accordance with the provisions of Companies Act, 2013 and SEBI(LODR), Regulations, 2015. The Remote e-voting facility remained open for 3 days from September 14, 2018 9:00 a.m. to September 16, 2018 till 5:00 p.m.
  - Your Company has also arranged voting facility here at the AGM through Ballot paper for those shareholders who have not voted through e-voting platform. He further informed the shareholders that those shareholders who have already voted through remote e-voting, not to cast their vote through ballot paper. In case members use both the facility for voting, voting through e-voting shall be considered as final and voting through ballot paper shall become invalid and shall be ignored.

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- Your Company has appointed Shri Shambhubhai Bhikadia, Practicing Company Secretary to act as scrutinizer to conduct the voting process in a fair and transparent manner.
- The Chairman then addressed the shareholders by giving his speech and updated them about Company's performance for the financial year ended on March 31, 2018.
- Then the Chief Financial Officer of the Company presented the financial performance for the financial year 2017-18.
- With the consent of the Members present, the Notice convening the Meeting, having been circulated to all the Members, was taken as read by the Chairman.
- As there was no qualification, adverse remark or observation in the Independent Auditor's reports, the same was taken as read by the Chairman, as requested by the shareholders present in the meeting.

The following six resolutions as set out in Notice of 14<sup>th</sup> AGM were commended for members' consideration and approval.

#### Ordinary Business

1. Adoption of Audited Standalone and Consolidated Financial Statements of the Company for financial year ended March 31, 2018 together with the Reports of the Board of Directors and Auditors thereon. **(Ordinary Resolution)**
2. Appointment of Mr. Shyamal Joshi (DIN: 00005766), a Director retire by rotation and being eligible offer himself for re-appointment. **(Ordinary Resolution)**
3. Appointment of M/s. T. R. Chadha & Co., LLP, Chartered Accountants (Firm Registration No. 006711N) as Statutory Auditors of the Company in place of retiring auditors M/s. G. K. Choksi & Co., Chartered Accountants, to hold office for a term of 5 years from the conclusion of 14<sup>th</sup> Annual General Meeting until the conclusion of 19<sup>th</sup> Annual General Meeting and authorization to the Board of Directors to fix their remuneration. **(Ordinary Resolution)**

#### Special Business

4. Appointment of Mr. Ashok Bhatia (DIN:02090239) as Non-Executive Non Independent Director of the Company. **(Ordinary Resolution)**
5. Appointment of Mrs. Sujana Shah (DIN: 08100410) as an Independent Director of the Company for a period of 5 years. **(Ordinary Resolution)**

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6. To ratify the remuneration payable to Cost Auditors of the Company for financial year 2018-19. **(Ordinary Resolution)**

The members asked questions on the performance and operation related issues, for which the Chairman addressed the same satisfactorily.

Then the Chairman announced the poll to vote on the above referred resolutions through polling paper. He further informed that the results of e-voting and poll will be announced on or before September 18, 2018 through the stock exchanges and same will also be available on the Company's website and Karvy's website.

The meeting concluded at 10:30 a.m. with a vote of thanks to the Chairman.

**Note:** This is a gist of the proceeding of 14<sup>th</sup> Annual General meeting and does not constitute of minutes of the proceedings of the Annual General meeting of the Company.

For **Shalby Limited**



**Jayesh Patel**  
Company Secretary

