

**SUMMARY OF THE PROCEEDINGS OF THE 28<sup>TH</sup> ANNUAL GENERAL MEETING OF MEMBERS OF EON ELECTRIC LIMITED HELD ON WEDNESDAY, 27<sup>TH</sup> SEPTEMBER, 2017 AT 09.00 A.M. AT KANAK GARDEN RESORT, 55 MILESTONE, G.T. KARNAL ROAD, MURTHAL, DISTT SONEPAT-131027, HARYANA.**

**Present:**

Mr. Ved Prakash Mahendru	-	Chairman & Managing Director
Mr. Vivek Mahendru	-	Executive Director
Mr. Vinay Mahendru	-	Executive Director
Mr. Ramesh Chandra Bansal	-	Independent Director (Chairman of Audit Committee, Nomination and Remuneration Committee and Stakeholder Relationship Committee)
Mr. Ranjan Sarkar	-	Independent Director
Mr. Shiv Kumar Jha	-	Company Secretary and Compliance Officer
Mr. K.B. Satija	-	Chief Financial Officer
Mr. Bharat Chaufla	-	Authorized Representative M/s J.C. Bhalla & Co. Statutory Auditor
Mr. Manish Ranjan	-	Practicing Company Secretary, Scrutinizer

In terms of Article 68 (1) of the Articles of Association of the Company and Secretarial Standard, Mr. Ved Prakash Mahendru, Chairman & Managing Director of the Company chaired the Meeting.

38 (Thirty Eight) members present in person and 3 (Three) members through their Proxies attended the meeting as per attendance record. After ascertaining that the requisite quorum for meeting was present, the Chairman called the meeting to order.

The meeting started at 09:00 A.M.

The Chairman welcomed the members present at the meeting.

The Chairman informed the members that Mr. Ajoy Kumar Ghosh and Dr. Rashmi Vij, Directors could not attend the meeting due to pre-occupation.

With the permission of the members present, the Notice of 28<sup>th</sup> Annual General Meeting, financial statements for the year ended 31<sup>st</sup> March, 2017 together with Directors' Report were taken as read.

On the request of the Chairman, Mr. Shiv Kumar Jha, Company Secretary and Compliance Officer, read out the Auditors' Report for the year ended 31<sup>st</sup> March 2017 and informed them that the Auditors' Report does not have any qualifications and reservations.

Mr. Shiv Kumar Jha also informed the members that Secretarial Audit report for the financial year 2016-17 does not have any qualifications and reservations.



The Chairman gave an overview of the financial performance of the Company for the financial year 2016-17 and its future outlook.

On invitation by the Chairman, several members raised queries on the Company's financial statements and business operations which were then replied to by the Chairman and the CFO.

The Chairman informed the members that pursuant to the provisions of section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management & Administration) Rules, 2014, as amended, and as per Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company has provided an electronic voting facility to members of the Company in respect of businesses to be transacted at the 28<sup>th</sup> Annual General Meeting. The remote e-voting period commenced on 24<sup>th</sup> September, 2017 at 09:00 A.M. and ended on 26<sup>th</sup> September, 2017 at 5:00 P.M.

The members were informed of the appointment of M/s Manish Ranjan and Associates, Practising Company Secretaries, represented by Mr. Manish Ranjan (Membership No. FCS-5074) as the Scrutinizer for scrutinizing the process of remote e-voting and voting by poll in a fair and transparent manner.

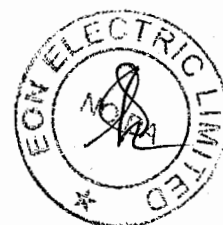
The Chairman took the following agenda items one by one and discussed the objective and implications of passing the resolutions.

#### **Ordinary Business**

1. Adoption of the Audited Financial Statements (Both Standalone and Consolidated) of the company for the financial year ended on March 31, 2017 together with the reports of Board of Directors and Auditors' thereon.
2. Appointment of Director in place of Mr. Vinay Mahendru (DIN: 00005371), who retires by rotation at this Annual General Meeting and being eligible, offers himself for re-appointment.
3. Appointment of M/s Bansal & Co. LLP, Chartered Accountants (Firm Registration No. 001113N), as the Statutory Auditors of the Company to hold office for period of 5 years from the conclusion of this Meeting till the conclusion of 33<sup>rd</sup> Annual General Meeting of the Company.

#### **Special Business**

4. Ratification of remuneration payable to the Cost Auditor.
5. Re-appointment of Mr. Ved Prakash Mahendru (DIN 00005338) as Chairman and Managing Director of the Company.
6. Re-appointment of Mr. Vivek Mahendru (DIN 00006014) as Joint Managing Director of the Company.



7. Re-appointment of Mr. Vinay Mahendru (DIN 00005371) as Joint Managing Director of the Company.

The Chairman further informed that as per Section 107 of the Companies Act, 2013, all the resolutions to be passed in the meeting would be voted upon by poll. Accordingly, members of the Company who had not cast their vote through remote e-voting, may cast their vote by way of poll.

The Chairman requested Mr. Manish Ranjan, Proprietor of M/s Manish Ranjan and Associates, Scrutinizer, to carry out the poll.

Mr. Manish Ranjan carried out the poll.

The members then casted their votes on the ballot papers and deposited the same in the ballot box placed at the meeting hall.

Thereafter the Chairman informed the members that after receipt of the Scrutinizer's report, the combined results of remote e-voting and poll along with the Scrutinizer's Report shall be placed on the website of the Company at [www.eonelectric.com](http://www.eonelectric.com), NSDL at <https://www.evoting.nsdl.com> and Stock Exchanges at [www.bseindia.com](http://www.bseindia.com) and [www.nseindia.com](http://www.nseindia.com)

The Chairman than thanked the members present and announced the formal closure of the 28<sup>th</sup> Annual General Meeting of the Company at 10.45 A.M..

Thanking You,

Yours faithfully,

**for Eon Electric Limited**

*Shiv Kumar Jha*  
**Shiv Kumar Jha**  
**Company Secretary**  
**& Compliance Officer**

