

PROCEEDING OF THE 34th ANNUAL GENERAL MEETING OF THE MEMBERS OF MUNOTH CAPITAL MARKET LIMITED HELD ON WEDNESDAY, 14TH SEPTEMBER, 2016 AT 11:00 A.M. AND CONCLUDED AT 11:30 P.M. AT THE REGISTERED OFFICE OF THE COMPANY SITUATED AT SHANTI NIVAS, OPP. SHAPATH - V, NR. KARNAVATI CLUB, S.G.ROAD, AHMEDABAD -380058, GUJARAT, INDIA.

The AGM of the Members of M/s. MUNOTH CAPITAL MARKET LIMITED (CIN: L99999GJ1986PLC083614) held on Wednesday, 14th September, 2016 at 11:00 a.m. at the Registered Office of the Company situated at Shanti Nivas, Opp. Shapath - V, Nr. Karnavati Club, S.G.Road, Ahmedabad -380058, Gujarat, India.

The requisite quorum being present, the Chairman called the Meeting to order. The notice of the Meeting, along with Annual Accounts was taken as read with the permission of the Members present. The Auditor's Report on the Annual Accounts of the Company for the Financial Year 2015-16 was read before the Meeting.

The Chairman delivered his speech. In his speech, he informed about the performance of the Company.

After his speech, the Chairman requested the shareholders to propose/second the resolutions as detailed in the Notice of the meeting.

RESOLUTION NO.1:

APPROVAL OF ANNUAL ACCOUNTS:

"RESOLVED THAT the Audited Standalone and Consolidated Financial Statements of the Company for the Financial Year ended March 31, 2016 and Reports of the Board of Directors and Auditors thereon, as placed before the Meeting, be and are hereby received, considered and adopted."

RESOLUTION NO.2:

REAPPOINTMENT OF MR. SHANTILAL MISRIMAL JAIN (DIN: 00370624), AS THE DIRECTOR OF THE COMPANY.

"RESOLVED THAT Mr. Shantilal M. Jain (DIN: 00370624), who retires by rotation under the provisions of Companies Act, 2013 and is eligible for reappointment as a Director of the Company, be and is hereby reappointed as Director of the Company."

RESOLUTION NO.3:

RE-APPOINTMENT OF AUDITORS OF THE COMPANY:

“RESOLVED that pursuant to the provisions of Section 139 and all other applicable provisions, if any, of the Companies Act, 2013 and the Companies (Audit and Auditors) Rules, 2014, as amended from time to time, the Company hereby ratifies the appointment of M/s. Vijay R. Tater & Co, Chartered Accountants (Firm Registration No. 111426W), Mumbai, as Auditors of the Company to hold office from the conclusion of this Annual General Meeting (AGM) till the conclusion of the AGM of the Company to be held in the year 2017 to examine and audit the accounts of the Company at such remuneration as may be mutually agreed between the Board of Directors of the Company and the Auditors.”

RESOLUTION NO.4:

APPOINTMENT OF MRS. VARSHA AAKESH GULECHA (DIN: 07283903) AS AN INDEPENDENT WOMAN DIRECTOR:

“RESOLVED THAT pursuant to the provisions of sections 149, 150, 152 read with Schedule IV and any other applicable provisions of the Companies Act, 2013 and the Companies (Appointment and Qualification of Directors) Rules, 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force) and clause 49 of the Listing Agreement, Mrs. Varsha Aakesh Gulecha (DIN: 07283903), who was appointed as an Additional Director of the Company by Board of Directors in their meeting held on 16/09/2015, pursuant to Section 161 of the Companies Act, 2013 and who holds office up to the date of next Annual General meeting and in respect to whom the Company has received a notice in writing under Section 160 of the Companies Act, 2013 from a member, signifying his intention to Mrs. Varsha Aakesh Gulecha as a candidature for the office of Director of the Company, be and is hereby appointed as an Independent Woman Director of the Company to hold office for a term of 5 (five) consecutive years w.e.f. 30th September, 2015 and not liable to retire by rotation.”

Members who were present at the AGM and had not cast their vote electronic were provided an opportunity to cast their votes at the end the meeting. It was further informed that there would be no voting by show of hands.

The Board of Directors had appointed Mr. Pankaj K. Shah as the Scrutinizer to supervise the e-voting and ballot voting process.

At last, the Chairman informed that result of voting on each resolution shall be determined by adding votes of poll in favour or against a resolution with electronic votes in favour or in against the same resolution and thereafter as all the agenda items have been discussed, he thanked the members for their active participation at the meeting and then declared the meeting as concluded.



For MUNOTH CAPITAL MARKET LIMITED

Compliance Officer
(Siddharth Shantilal Jain)
(DIN: 00370650)