



Ahimsa Industries Ltd.

102, Iscon Elegance, Nr. Shapath-5, Prahladnagar Junction,
S. G. Highway, Ahmedabad - 380 015 (INDIA).

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CIN: L25200GJ1996P LC028679

To,
National Stock Exchange of India Limited
Exchange Plaza,
Plot No. C/1, G Block
Bandra Kurla Complex, Bandra (East)
Mumbai-400051

NSE Scrip Symbol: **AHIMSA**

Dear Sirs,

Subject: Certified True copy of Proceeding of 22nd Annual General Meeting of Ahimsa Industries Limited for the F.Y. 2016-17 as on Monday, 17th July, 2017

As per the requirement of Regulation 30 of SEBI (Listing Obligation and Disclosure Requirement) Regulations, 2015, Kindly find enclosed true copy of proceeding of 22nd Annual General Meeting of Ahimsa Industries Limited for the Financial Year 2016-17 held on 17th July, 2017 at 3:00 P.M. at Registered Office of Company at 102, Iscon Elegance, Nr. Shapath- 5, Prahladnagar Junction, S. G. Highway, Ahmedabad- 380015

We request you to kindly take the above said information on record.

Encl: True Copy of Proceeding of 22nd AGM for F.Y. 2016-17

For, **Ahimsa Industries Limited**


Ashutosh D. Gandhi
(Managing Director)
(DIN No. 00654563)



Date: 17/07/2017

Place: Ahmedabad



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MINUTES OF THE 22ND ANNUAL GENERAL MEETING OF THE SHAREHOLDERS OF AHIMSA INDUSTRIES LIMITED HELD ON MONDAY, 17TH JULY, 2017 AT 3:00 P.M. AT THE REGISTERED OFFICE OF THE COMPANY SITUATED AT 102, ISCON ELEGANCE, NR. SHAPATH-5, PRAHLADNAGAR JUNCTION, S. G. HIGHWAY, AHMEDABAD-380015

THE FOLLOWING DIRECTORS WERE PRESENT AT THE MEETING.

1. Mr. Ashutosh D. Gandhi (DIN: 00654563) (Managing Director)
2. Mrs. Sneha A. Gandhi (DIN: 00654675) (Whole-Time Director)
3. Mr. Ashish N. Shah (DIN: 00089075) (Non-Executive & Independent Director)
4. Mr. Jignesh A. Shah (DIN: 00006339) (Non-Executive Director)
5. Mr. Bhadresh A. Trivedi (DIN: 07218969) (Non-Executive & Independent Director)
6. Mr. Kiritkumar H. Trivedi (DIN: 07506870) (Non-Executive Director)

IN ATTENDANCE

1. Mr. Sanjay A. Agrawal (Chief Executive Officer)
2. Mr. Shrenik M. Khatwala (Chief Financial Officer)
3. Ms. Poonam P. Panchal (Company Secretary)
4. Mr. Abhijit N. Wani (Internal Auditor)

INVITEES

1. Mr. Krunal Shah (Partner) (Statutory Auditors) M/s Mistry & shah
2. Mr. Nitesh P. Shah (PCS) Secretarial Auditor

MEMBERS/ PROXIES WERE PRESENT AT THE MEETING.

Members present in Person: 12 Members

Proxies Present: NIL



QUORUM

Quorum being present, the Chairman called the meeting in order.

CHAIRMAN OF THE MEETING

Mr. Ashutosh Damubhai Gandhi (DIN:00654563), Managing Director of the company elected as the Chairman of the 22nd Annual General Meeting of company and put all resolutions for the approval of the member of the Company.

The Company Secretary called the meeting to order as the requisite quorum was present and stated the following:

- Copies of Annual Report, Annual General Meeting (AGM) Notice, etc. were sent to the members who have registered their email Id with the Company/Depository participants (DPs) / Registrar and Share Transfer Agent (RTA). Members whose email Ids were not registered with the Company/ DPs/ RTA were sent physical copies of AGM Notice and Annual Report.
- Register of Directors, KMPs and their shareholding, Directors' Report, Auditors' Report, Secretarial Audit Report, Proxy Register and other statutory documents were kept open for inspection of members during the meeting.
- Secretarial Auditors' Report did not contain any qualification, observation or disclaimer.
- The notes on financial statement referred to in the auditor's report are self-explanatory. There is adverse remark made by the auditors in their report as follows:

The total amount outstanding relating to Tax Deducted at Source (TDS) which are verified through the Traces Portal are attached in the below mentioned table:

Financial Year	Default (Amount in Rs.)
2015-16	7,426.50
2013-14	124.00
Prior Years	62,946.00
Total	70,496.50

Clarification given by Board of Director in the Directors' Report:

Company has taken up the matter with Income Tax Department to understand the nature of pending TDS liabilities. Company has also submitted justification report &



Consolidation File on Traces Portal. Company understands that there is no pending TDS liability as per its records. However, after verifying the reason and response to be received from the Income Tax Department, Company will discharge the TDS liability, if any arises.

- The Company Secretary requested to the Chairman to commence the proceedings.

Mr. Ashutosh Damubhai Gandhi (DIN:00654563), Chairman, welcomed the members at the 22nd Annual General Meeting of the Company and introduced all the dignitaries present on the dais.

Mr. Ashutosh Damubhai Gandhi (DIN:00654563), Chairman, also introduced Mr. Nitesh P. Shah, Practicing Company Secretary, as Secretarial Auditor of Company and Mr. Krunal Shah, Partner representing M/s Mistry and Shah, Chartered Accountants, Statutory Auditors of the Company.

Mr. Ashutosh Damubhai Gandhi (DIN: 00654563), Chairman briefed the members about the operations and performance of the Company.

The Chairman also explained the members:

- About objectives and implications of the business items as mentioned in the Notice of Annual General Meeting dated 17th July, 2017 and invited queries from the members on the agenda items.
- The members raised some queries on the financial statements and operations of the Company etc. which were replied satisfactorily.
- As per Sections 107 of the Companies Act, 2013, the members were cast their vote through show of hands at the venue of Annual General Meeting.

The members applauded the performance of the Company and thanked the management for excellent investor servicing and management at the meeting.

The Chairman thanked the members for their participation.

The Resolutions passed at 22nd Annual General Meeting with majority are as under:

Ordinary Businesses:

1. To receive, consider and adopt the Financial Statement of the Company for the financial year ended on 31st March, 2017



The Chairman proposed the following Ordinary Resolution and seconded by Mrs. Sneha Ashutosh Gandhi.

“RESOLVED THAT the audited Financial Statement of the Company for the financial year ended on 31st March, 2017 together with the reports of the Board and Auditors thereon be and are hereby received, considered and adopted”

The resolution on being put to vote on a show of hands and was carried unanimously.

2. Reappointment of Mr. Jignesh A. Shah as a Director liable to retire by rotation

The Chairman proposed the following Ordinary Resolution and seconded by Mrs. Sneha Ashutosh Gandhi.

“RESOLVED THAT Mr. Jignesh A. Shah (DIN: 00006339), who retires by rotation and being eligible offers himself for re-appointment, be and is hereby re-appointed as a Director of the Company liable to retire by rotation.”

The resolution on being put to vote on a show of hands and was carried unanimously.

3. Ratification of appointment of M/s Mistry & Shah, Chartered Accountants, Gandhinagar as Statutory Auditors of the Company and to fix their Remuneration.

The Chairman proposed the following Ordinary Resolution and seconded by Mrs. Sneha Ashutosh Gandhi.

“RESOLVED THAT pursuant to the provisions of Section 139(2) and 142(1) of the Companies Act, 2013 and the Rules made there under, M/s Mistry & Shah, Chartered Accountants, Gandhinagar (Firm Registration No. 122702W), be and are hereby ratified by the members of company for the F.Y. 2017-18 as the Statutory Auditors of the Company on such remuneration as may be determined by the Board of Directors of the Company on a year to year basis”

The resolution on being put to vote on a show of hands and was carried unanimously.

Special Businesses:

4. ALTERATION OF MEMORANDUM OF ASSOCIATION

The Chairman proposed the following Special Resolution and seconded by Mrs. Sneha Ashutosh Gandhi.



"RESOLVED THAT pursuant to the provisions of Section 13 and other applicable provisions, if any, of Companies Act, 2013, (including any statutory modifications or re-enactment thereof, for the time being in force), and the rules framed there under, the consent of the shareholders of the Company be and is hereby accorded to add following clause III (2) sub Clause (E) after the sub clause of clause III (2) (D) of the Memorandum of Association of Company:

(2)

(E) To carry on the business of manufacturing, processing, selling, trading, importing, exporting, purchasing of textile and textile products and packing materials.

"RESOLVED FURTHER THAT for the purpose of giving effect to this resolution, Mr. Ashutosh D. Gandhi (DIN : 00654563), Managing Director of the Company be and is hereby authorised, on behalf of the Company, to do all acts, deeds, matters and things as deem necessary, proper or desirable and to sign and execute all necessary documents, applications and returns for the purpose of giving effect to the aforesaid resolution along with filing of necessary e-form with the Registrar of Companies, Gujarat."

"RESOLVED FURTHER THAT Mr. Nitesh Shah, Practicing Company Secretary, Ahmedabad, be and is hereby authorized to certify the e-forms and other documents as may be required to be certified in the capacity of a Practicing CS and do all such other acts, deeds and things as may be necessary to give effect to the said resolution."

The resolution on being put to vote on a show of hands and was carried unanimously.

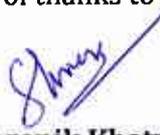
VOTE OF THANKS

The meeting was concluded after completion of voting process at 4:30 P.M.

Thereafter the meeting was concluded with a vote of thanks to the Chair.

DATE: 17th July, 2017
PLACE: Ahmedabad




Mr. Shrenik Khatwala
(Authorised Signatory)