

SHANTNU INVESTMENTS (INDIA) LIMITED

Regd. Office: DSC-319, DLF South Court, Saket, New Delhi-110017

CIN- L65993DL1973PLC006795

(E mail id: -cs@greatvalueindia.com ; website: www.shantnuinvestments.com)

(Phone No:-011-41349612-14)

Date: 30.09.2020

To
Head- Listing & Compliance
Metropolitan Stock Exchange of India Ltd. (MSEI)
Vibgyor Towers, 4th floor,
Plot No C 62, G - Block,
Opp. Trident Hotel,
BandraKurla Complex,
Bandra (E), Mumbai – 400 098, India

Dear Sirs,

Subject: Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“Listing Regulations”) - Proceedings of 47th Annual General Meeting of the Company and Scrutinizer Consolidated Report on Remote E-voting and Evoting of the Company

Pursuant to Regulation 30 of the Listing Regulations, we are submitting herewith the details regarding the proceedings of the 47th Annual General Meeting (“AGM”) of the Company held on Tuesday, September 29, 2020 at 12:00 PM and concluded at 12:10 PM through Video Conferencing (VC) / Other Audio Video Means (OAVM) thereafter the voting has been closed at 12:29 P.M.


We are also enclosing the consolidated report of the Scrutinizer on e-voting and remote e-voting prior and during the AGM. The above are also being uploaded on the Company’s website www.shantnuinvestments.com.

You are requested to take the above information and enclosed documents on your record.

Thanking you,

For **Shantnu Investments (India) Limited**

For SHANTNU INVESTMENTS (INDIA) LTD.


Vinay Anand
Company Secretary
Company Secretary and Compliance Officer

Place: New Delhi

SHANTNU INVESTMENTS (INDIA) LIMITED

Regd. Office: DSC-319, DLF South Court, Saket, New Delhi-110017

CIN- L65993DL1973PLC006795

(E mail id: [-cs@greatvalueindia.com](mailto:cs@greatvalueindia.com) ; website: www.shantnuinvestments.com)

(Phone No:-011-41349612-14)

GIST OF THE PROCEEDINGS OF THE 47TH ANNUAL GENERAL MEETING ("AGM") OF THE MEMBERS OF SHANTNU INVESTMENTS (INDIA) LTD. HELD ON TUESDAY, SEPTEMBER 29, 2020 AT 12:00 P.M. THROUGH VIDEO CONFERENCING / OTHER AUDIO VISUAL MEANS ("VC/OAVM") FACILITY.

Mr. Vinay Anand, Company Secretary and Compliance Officer of the Company started up the opening remarks for the commencement of 47th AGM of the Company and welcome all the Shareholders, Directors and Auditors of the Company to the 47th AGM of the Company.

Thereafter, the he introduced other Board Members participating in the AGM through VC/OAVM facility starting from Mr. Manoj Agarwal, Director and Chairman for the Board and General Meetings of the Company, Mrs. Pragya Agarwal, Managing Director followed by Mr. Mayank Agarwal, Director & CFO, Mr. Lalit Kumar, Independent Director & Chairman of the Audit Committee & Nomination and Remuneration Committee, Mr. Rajveer Singh, Independent Director of the Company.

He also acknowledged the presence of Mr. Pramod Kumar Narula, Partner of M/s. P. K Narula & Co., Statutory Auditors and Ms. Rupali Aggarwal Authorised Representative of M/s. A Abhinav & Associates, Scrutinizer participating through VC/OAVM Facility.

Mr. Narendra Thakur, Secretarial Auditor of the Company has come as covid-19 positive and was not able to attend and has been under home Isolation since the last one week, hence leave of absence was granted to him and we pray for his great health.

After then Mr. Vinay Anand welcomed Mr. Manoj Agarwal, Chairman for the Board and General Meetings of the Company, then he took the Chair and welcomed all the Members, Directors and Auditors of the Company to the 47th AGM of the Company.

The Chairman stated that it was a great honour and privilege for him to attend and preside over the 47th AGM of the Company and the first virtual AGM of the Company.

He also stated that this AGM was indeed a very special one achieving a momentous milestone of recording 47th anniversary of the Company and a chance to attend this meeting by all the shareholders of the Company at his/her convenient place in India, though Video Conferencing/other audio visual means facility as provided by Skyline Financial Services Private Limited. In this momentous year, he also showed deep sense of gratitude to all the Shareholders for their support and inspiration to achieve newer milestones of success.

He stated that we were living in unprecedented times. We all are facing a crisis that affects us all, everywhere in the world. It is a moment that calls for solidarity and that require each one of us to take responsibility and play our part.



The image shows a handwritten signature in blue ink, which appears to be 'Vinay Anand', written over a circular blue stamp. The stamp contains the text 'Shantnu Investments (India) Limited' around the perimeter and a small star at the bottom. The signature is written in a cursive style.

It was noted that total 14 Members including the Mr. Manoj Agarwal, Mrs. Pragya Agarwal and Mr. Mayank Agarwal, Director of the Company attended the Meeting as per the records of attendance. The requisite quorum being present, the Chairman called the meeting to order.

The Chairman then took up the formal proceedings of the AGM by mentioning the certain regulatory guidelines and procedure regarding participation in the 1st virtual meeting through VC/OAVM.

He stated that as per the applicable provisions of the Companies Act, 2013 and rules framed thereunder, the Company had provided the facility, to the Members, to cast their vote electronically (remote e-voting) on CDSL e-voting platform in respect of all the businesses mentioned in the Notice dated September 4, 2020. The e-voting commenced at 9.00 am (IST) on September 26, 2020 and ended at 05.00 pm (IST) on September 28, 2020. He drew attention of the Members that at the end of the discussions on the resolutions, Members present at the meeting and who have not cast their votes by availing the remote e-voting facility, can exercise their vote using e-voting platform of CDSL, which would be closed along with the closure of the meeting.

The Board of Directors had appointed M/s. A Abhinav & Associates, Scrutinizer participating through VC/OAVM Facility, Company Secretaries, as the Scrutinizer for the purpose of scrutinizing both, the remote e-voting and e- voting at the Meeting, in a fair and transparent manner.

The Chairman further informed that the voting rights shall be in proportion to the shareholding of the Members as on the cut-off record date i.e. September 22, 2020.

The Notice convening the 47th AGM dated September 4, 2020, along with the Annual Report and Auditors Reports which was sent to the members by email and public notice published in the newspapers were taken as read.

The Chairman informed that the Auditor's Report on the Standalone financial statements of the Company for the financial year ended March 31, 2020 does not have any qualification or observations or comments on financial transactions or matters which have any adverse effect on the functioning of the Company. In view of the same, the Auditors' Report and the secretarial auditors report is not required to be read out before the meeting, as provided in the Companies Act, 2013 and taken as read.

The Chairman then informed that Members, who had not cast their vote electronically, to cast their votes through e-voting facility provided by CDSL by following the procedure mentioned in the notice.

The Chairman thereafter explained the resolutions to be voted at the Meeting.

A handwritten signature in blue ink is written over a circular blue stamp. The stamp contains the text "Shakti Investments (India) Limited" around the perimeter and "Delhi" in the center. There is a small star symbol at the bottom of the stamp.

The following items of business, as per Notice dated September 4, 2020 were transacted at the meeting:

ORDINARY BUSINESS

1. To receive, consider and adopt the Audited Standalone Financial Statements of the Company for the financial year ended March 31, 2020, together with the Reports of the Board of Directors and the Auditors thereon; and
2. To appoint a Director in place of Mrs. Pragya Agarwal (DIN:- 00093526) who retires by rotation and being eligible offer herself for re-appointment.

SPECIAL BUSINESS

3. Change In Main Objects of the Company

To consider and, if thought fit, to pass the following Resolution as an Special Resolution:

“RESOLVED THAT pursuant to the provisions of Section 13 of the Companies Act, 2013 (“the Act”) including any modification or re-enactment thereof and other applicable provisions thereof the Main Object clause of the Memorandum of Association of the Company be and is hereby altered and amended as follows:

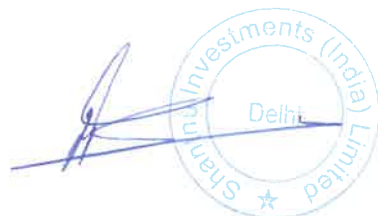
A. The existing Main Objects of Clause III (A) be altered by replacing the same with the following new Clause III (A) as under:

1. *To erect and construct houses, building, do civil construction work of all types, infrastructure work of all types and to purchase-take on lease, or otherwise, own, construct, effect, alter, develop, decorate, furnish, equip with all infrastructure, pull down, improve, repair, renovate, build, plan, layout, set, transfer, charge, assign, let out, sublet all type of plots, lands, buildings, bungalows, quarters, offices, flats, chawls, warehouses, colonies, godowns, shops, stalls, markets, malls, multiplexes, hotels, restaurants, banquet halls, houses, structures, constructions, tenements, roads, bridges, flyovers, underpasses, railway lines, dams, all kinds of agriculture infrastructure and infrastructure for waste land, refineries of all kinds, airports, seaports, telecom infrastructures, power houses, mines, lands, estates, immoveable properties of all types.*
2. *To carry on the business as owners, builders, colonizers, developers, promoters, proprietors and contractors, maintainers of residential, commercial and industrial buildings, colonies, mills and factory’s buildings, workshop’s building, cinema’s houses and deal in all kinds of immovable properties whether belonging to the Company or otherwise.*
3. *To act as consultants for real estates, immovable properties and all types.*
4. *To carry on the business of town planners, Group Housing Developers, surveyors, valuers, appraisers and other building requisites.*



The image shows a handwritten signature in blue ink over a circular blue stamp. The stamp contains the text "Shanti Investments (India) Limited" around the perimeter and "Delhi" in the center. There is a small star symbol at the bottom of the stamp.

5. To construct, build, equip, own, purchase, take on lease, rent, hire, maintain, keep and to run cold storages, storage chambers, freezers, deep freezers, godowns, warehouses, refrigerators and room coolers for storing fish, seafood, marine products and processed fish, meat, eggs, poultry products, protein foods, milk & dairy products, cream, butter, cheese, bacons, sausages, fruits, roots, vegetables and other substances made from all or any of them and canned, tinned and processed foods of every description and to act as transporters of aforesaid foods, substances and products.
6. To establish controlled atmosphere cold storage plants and to carry on the business of ice manufacturers, cold storage keepers, provision merchants and fruits vendors and to maintain cold storage plants and chambers for the preservation of fruits, vegetables and consumable articles of all kinds and to deal in the same.
7. To deal in all types, descriptions, tastes, uses and packs of consumer food items and their by products, ingredients, derivatives, residues including Supplementary Nutritious Foods , Extruded Foods and Food Supplements including Vitamins and Minerals, Baby Foods , Protein Health Food, Processed Foods, Packed Foods, Powders.
8. To manufacture, produce, refine, process, bake, mix or prepare or otherwise acquire, invest in, own, hold, use, lease, mortgage, pledge. Buy, sell, exchange, distribute, assign, transfer or otherwise dispose of, trade, deal in ,deal with, import and export any and all classes and kinds of baked farinaceous goods like biscuits, breads, pastries, cakes, other baked food Products and confectionary items like jams, jellies, squashes, ketchup, sauce, sweets, toffees, chewing gums etc. their mixtures and formulations and any and all classes and kinds of source materials, ingredients mixture and derivatives thereof and any and all kinds of products of which any of the foregoing constitutes an ingredient or in the production of which any of the foregoing is used including but limited to bakery or confectionary items of all kinds and other preparations or products arising from or required in the manufacture of any kind of bakery or confectionary items, their mixtures and formulations.
9. To carry on in India or elsewhere the business of generating, producing, refining, receiving, improving, buying, selling, reselling, acquiring, using, transmitting, accumulating, employing, distributing, developing, handling, supplying and to act as producer/grower, agent, broker, representative, consultant, collaborator for generation, transmission and distribution of power which is derived from conventional/non conventional methods including hydel, thermal turbine, thermo electric generator, thermionic convertor, hydrogen, Magneto hydro dynamic, fuel cell technology, solar energy, wind energy, tidal energy, energy from bio mass or from products/ by products of refining operations like petroleum coke, vacuum residue pitch, LNG and other petroleum products and by-products and to run all necessary power sub-station, work shops, repair shops or any other facility or property required for the purpose of carrying on such business for captive consumption/ commercial uses.
10. To carry on the business of traders, suppliers, commission agents, merchant, importers, exporters, buy, exchange, alter, improve, manufacturers, act as stockiest, distributor and dealer of all kinds of used or new plants, machinery, equipments, fixtures and fittings, tools, plastic, processing plants, briquetting plants and machineries, factories, buildings, laboratories, engines, warehouse, sheds, offices, shops, stores, buildings, machinery, labour lines, houses, iron and steel castings, alloy casting, grey castings, graded castings, malleable



castings, electric fans, electric motors, machine tools and spare parts and such other works and conveniences necessary for the business and also to enter into foreign collaborations

11. *To buy, sell, export, import, act as agent, trade or otherwise deal in all kinds of Grains including but not limited to wheat, maize, bazra, dalia, edible oils, de-oiled and oiled cakes, Soya bean, ground nut oil seeds, other oil bearing sub-stances, steel, cotton yarn, synthetic yarn, blended yarn, chemicals, metals, textiles, capital goods, automobiles, consumer durables, commodities, agro products, precious metals, electronic goods, machines, paper, cement, building and construction material, fibers, leather articles, garments, foot wear, watches, furniture, electrical goods and accessories, foods, hydrocarbons, oil derivatives and other articles, goods capable of being imported, exported and traded."*

RESOLVED FURTHER THAT necessary revision in numbering the clauses of the Memorandum of Association of the Company shall be carried out.

RESOLVED FURTHER THAT any of the Directors of the Company and the Company Secretary of the Company be and are hereby severally authorized to do all such acts, deeds, matters and things as may be deemed proper, necessary, or expedient, including filing the requisite forms with Ministry of Corporate Affairs or submission of documents with any other authority, for the purpose of giving effect to this Resolution and for matters connected therewith or incidental thereto and to settle all questions, difficulties or doubts that may arise in this regard at any stage without requiring the Board to secure any further consent or approval of the Members of the Company to the end and intent that the Members shall be deemed to have given their approval thereto expressly by the authority of this resolution."

4. Adoption Of New Memorandum Of Association:

To consider and thought fit, to pass with or without modification, the following resolution as **Special Resolution**:

"RESOLVED THAT pursuant to the provisions of Section 4, 13 and other applicable provisions, if any, of the Companies Act, 2013 ("the Act"), read with the Companies (Incorporation) Rules, 2014 (including any statutory modification(s) or re-enactment thereof, for the time being in force) and in accordance with the Table A of the Schedule I of the Act, consent of the members be and is hereby accorded for alteration in the Memorandum of Association of the Company, by amending and merging appropriate and relevant objects of the Memorandum of Association, mentioned under Clause III (B) object clause with incidental or ancillary to the attainment of the main objects and Clause III (C) other objects" be substituted with the following:

"Clause III (B): ANY MATTER CONSIDERED NECESSARY IN FURTHERANCE OF THE MAIN OBJECT



1. To invest surplus moneys of the Company not immediately required, in immoveable properties, shares, stock, bonds, debentures, obligations or other securities or in current or deposit account/s with Banks and to hold, sell or otherwise deal with such investments.
2. To make donations to such persons or institutions in such cases either of cash or any other assets as may be thought directly or indirectly conducive to any of the Company's objects or otherwise expedient and in particular to remunerate any person or corporation introducing business of this Company and also to subscribe contribute or otherwise assist or guarantee money for charitable, scientific, religious, social, developmental or benevolent, national, public or other institutions, to carry on social welfare activities like old-age home, medical and ambulance services and similar other charitable purposes, and objects or for any exhibition or for any public, general or other objects and to establish and support or aid in the establishment and support of associations, institutions objects or for any exhibition for any public, general or other objects and to establish and support or aid in the establishment and support of associations, institutions, funds, and conveniences for the benefit of the employees (including Directors) of the Company or its predecessors in the business or the dependents, and in particular other benefit societies to grant pensions, allowances, gratuities and bonuses either by way of annual payments or a lump sum and to make payment towards insurance and to form of or for such persons.
3. Subjects to the provisions of the Act, to distribute among the members, in specie, any property of the Company or any proceeds of sale or disposal of any property of the Company in the event of winding up of the Company.
4. To draw, make, issue, accept, transfer and endorse, discount, execute and negotiate promissory notes, hundies, bills of exchange, cheques, drafts, bills of lading, letter of credit, delivery orders, dock-warrants, railway or transport receipts, warehouse-keepers certificate and other negotiable or commercial or mercantile instruments connected with the business of the Company.
5. To open accounts with any bank or banks and to deposit money therein and to draw and endorse cheques on and to withdraw moneys from such accounts and generally operate upon same (whether overdraft or not) as may be required for pursuance of any of the objects or purposes of the Company. 3
6. To establish and maintain agencies, branches or appoint representatives, agents, canvassers, selling and buying agents in India or abroad for sale, purchase, exchange, hire, distribution or for any one or more of the objects of the Company and to regularize and or discontinue the same.
7. To acquire for purchase or on lease or assignment or under any other arrangement or understandings upon payment of consideration by way of outright payment or by rent, royalty or otherwise forever or for certain period the Trade name, Trade mark, Goodwill or any other rights of and from any other concern or concerns in carrying on the business or dealing in the products, goods and commodities for which Company is authorised.
8. To acquire and take over as a going concern by purchase of or lease or hire, hire purchase and to pay for the same by shares, debentures, debenture-stock, bonds, cash or otherwise and to undertake to carry on the whole or any part of the business together with the goodwill. Trade name, trade mark, property rights and liabilities of any person or persons,



A handwritten signature in blue ink is written over a circular blue stamp. The stamp contains the text "Shant Investments (India) Limited" around the perimeter and "Delhi" in the center.

firms or any company carrying on any business or any part thereof within the objects of the Company or which the Company is authorised to carry on.

9. To pay all preliminary expenses of any Company promoted by the Company in which this Company is or may contemplate being interested and preliminary expenses may include all or any part of the costs and expenses of owners of any business or property acquired by the Company.
10. To apply for tender, purchase or acquire any contracts, sub-contracts, licenses and concessions for or in relation to the objects or business herein mentioned or any of them and to undertake, execute, carry out, dispose off or otherwise turn to account the same.
11. To dedicate, present or dispose of either voluntarily or for value any property of the Company deemed to be of national, public or local interest to any national trust, public body, museums, Corporations or authority or any trustees for or on behalf of any of the same or on behalf of the public.
12. To acquire by purchase or erect, build, construct, alter, maintain, enlarge and to work, manage any buildings, offices, factories, shops, warehouses, depots, showrooms, refreshment rooms and other works and conveniences and to construct or contribute to the conveniences and to construct or contribute to the construction of houses, dwellings or quarters for the employees of the Company and to join with any 4 other person or Company which may seem necessary and convenient for the purpose of the business of the Company.
13. To appoint Attorneys for and on behalf of the Company and to execute the necessary power to the said attorneys to act for and in the same and on behalf of the Company and to revoke all or any such powers and appointments as may be deemed expedient.
14. To advance money to persons, firms, trusts, institutions, companies or anybody on such terms and conditions as may be deemed expedient and to draw, make accept, endorse, execute, warrant, discount, buy, sell and deal in bills, notes, coupons, debentures, money market instruments, cheques and other negotiable or transferable securities and instruments and not to carry on the business of Banking with the meaning of Banking Regulation Act, 1949.
15. To enter into Partnership or into agreement for sharing profits, union of interest, co-operation, collaboration, joint venture, reciprocal concession, amalgamation or otherwise with any person, firm or company carrying on or engaged in any business or transaction which the Company is authorised to carry on.
16. To enter into any agreements, arrangements, contracts, with the Government or authorities, supreme, municipal, local railways and otherwise that may seem conducive to the Company's objects or any of them and to obtain from any such Government or authority any rights, privileges, orders, concessions, licenses or permits which the Company may think desirable to obtain and to carry out exercise and comply with any such arrangement, right, privilege and concessions.
17. To sell, and in any other manner deal with or dispose of the undertaking of the Company or any properties or assets thereof (movable or immovable) for such consideration and generally upon such terms and conditions as the Company may think fit and in particular for shares, stocks, debentures and other securities of any other Company having objects altogether or in part similar to those of the Company.




18. To indemnify directors, agents and servants of the Company against proceedings, costs, damages in respect of anything done or ordered to be done by them for and in the interest of the Company or any loss damage or misfortunes, whatever which shall happen in execution of the duties of their office or in relation thereof.
19. To aid pecuniary or any association, body or movement having for an object, the solution, settlement or surmounting or industrial and Labour problems, disputes or troubles or the promotion of industry, science, education, knowledge, art of trade.
20. To purchase or acquire the whole or any part of the business property, undertakings, along with or without liabilities of any other Company, association, corporation, firm or individual carrying on wholly or in part any business which this Company is authorised to carry on.
21. To pay for any property or rights acquired by the Company either in cash or fully or partly paid shares or by the issue of securities or partly in one mode and partly in another and generally on such terms as the Company may deem expedient.
22. To advertise and adopt means of making known the business activities and products of the Company, in any way as may be expedient including posting of bills, issue of circulars, books, pamphlets, price lists, conducting competitions and giving prizes, rewards, donations.
23. To establish or support or aid in establishment or support of association, institutions, funds, trusts and conveniences calculated to benefit the employees or ex-employees of the Company or the dependents of such persons and to grant pensions, allowances and to subscribe or guaranteed money for charitable or benevolent objects or any exhibition or for any public, general or useful objects.
24. To establish, maintain or procure the establishment and maintenance of any contributory of or to give or procure the giving of donations, gratuities, pensions, allowances or emoluments to any persons who are or were at any time in the employment of service of the Company, or of any time Directors, Officers or employees of the Company or and the wives, widows, families and dependents to any such person, and also establish and subsidies to any institutions, associations, clubs or funds, calculated to be for the benefit of and to advance the interest and well being of the Company or and make payments to or towards the insurance of any such persons as aforesaid.
25. To create any reserve fund, sinking fund, insurances fund or any other special fund whether depreciation or the repairing, improving, extending or maintaining any of the property of the Company or for purpose conducive to the interest of the Company.
26. To apply for purchase, or acquire any patents, brevetted inventions, licenses, concessions and the like conferring any exclusive or nonexclusive or limited right to use, or any secret or other information which may seem capable of being used for any of the purpose of the 6 Company, and to use, exercise, develop or grant licenses in respect or otherwise in turn to amount the property, right or information so acquired.
27. To send any members, directors, officers or apprentices for studying, working and/or training in any technical institution and/or laboratories or factories in foreign countries and meet the expenses thereof from the funds of the Company.
28. To promote any other Company or Companies having similar objects or firms for the purposes of carrying on any of the above objects of the company.
29. To apply for and obtain any order or Act or Legislature or other authority for enabling the Company to carry on any of its objects into effect or for effecting any modifications for the



Company's constitution or for any purpose, which may seem expedient and to make representations against any proceedings or applications which may seem calculated directly or indirectly or prejudice the Company's interest.

- 30. To appreciate any part or parts of the property of the Company and to build or let shops, offices and other places of business and to use or use any part of property of the Company not required for the purposes aforesaid for any purpose for which it may be conveniently let or utilized on taken advantage of.*
- 31. To sublet contracts from time to time and upon such terms and conditions as may be thought expedient.*
- 32. To purchase, take on lease or tenancy or in exchange, hire, renew or otherwise acquire and hold any estate or interest and to let or sub-let in whole or in part, develop, manage and exploit any lands, buildings, machinery, easements, rights, privileges, plans, stock-in-trade, business concerns, options, contracts, claims, chooses-in-action and any real and personal property of any kind necessary or convenient for the business of the Company and either to retain the same for the purpose of the Company's business or to turn the same to account as may seem expedient.*
- 33. To register, apply for, obtain, purchase or acquire, project, prolong and renew any shares, debentures or securities of any other Company having objects altogether or in part similar.*
- 34. To register, apply for, obtain, purchase or acquire, project, prolong and renew any patents, patent rights, brevets, invention processes, trademarks, trade Secrets, scientific or other assistance, 7 manufacturing processes, know-how and other information, designs, patterns, copyrights, trademarks, licenses, concessions, and the like, the benefit of the right of use thereof which may seem capable of voting used for or in connection with any of the purposes of the Company and to use, exercise, or develop the same and manufacture, undertake or grant licenses in respect thereof or sell or otherwise deal with the same and to improve, manage, develop, grant, right or land sites. “*
- 35. To act as indenters, Commission Agents for Importers, Exporters, local and Inland Traders and for Export, Import, Local and Inland Trading of all products manufactured by the Company.*

RESOLVED FURTHER THAT the existing clause III(C) - Other objects of the Memorandum of Association of the Company be and is hereby deleted in its entirety.

RESOLVED FURTHER THAT any of the Directors of the Company and the Company Secretary of the Company be and are hereby severally authorized to do all such acts, deeds, matters and things as may be deemed proper, necessary, or expedient, including filing the requisite forms with Ministry of Corporate Affairs or submission of documents with any other authority, for the purpose of giving effect to this Resolution and for matters connected therewith or incidental thereto and to settle all questions, difficulties or doubts that may arise in this regard at any stage without requiring the Board to secure any further consent or approval of the Members of the Company to the end and intent that the Members shall be deemed to have given their approval thereto expressly by the authority of this resolution.”



A handwritten signature in blue ink is written over a circular blue stamp. The stamp contains the text "Shanti Investments (India) Limited" around the perimeter and "Delhi" in the center, with a small star at the bottom.

5. Adoption Of New Article Of Association

To consider and thought fit, to pass with or without modification, the following resolution as **Special Resolution**:

“RESOLVED THAT pursuant to the provisions of Section 14 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, subject to the approval of the Registrar of Companies, The consent of shareholders of the Company be and is hereby accorded to adopted new set of Article of Association of Company in accordance with **Table F** of schedule 1 of Companies Act, 2013.”

6. Appointment of Mr. Lalit kumar (din 07990864) as an independent director of the company

To consider and thought fit, to pass with or without modification, the following resolution as an **Ordinary Resolution**:

“RESOLVED THAT pursuant to provisions of Sections 149, 150, 152, 160 and any other applicable provisions of the Companies Act, 2013 (“the Act”) 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) read with Schedule IV to the Act and Regulation 16(b) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, Mr. Lalit Kumar (DIN 07990864) , who was appointed as an Additional Director under Section 161(1) of the Companies Act, 2013 and in accordance with Article of Association of the Company with effect from 29th August, 2020 on the Board of the Company and who holds the said office pursuant to the provisions of Section 161 of the Companies Act, 2013 upto the date of this Annual General Meeting and who have made a declaration that he meets with criteria of independence as mentioned under section 149(6) of the Companies Act, 2013 and in respect of whom the Company has received a notice in writing from a member proposing his candidature for the office of Independent Director, be and is hereby appointed as an Independent Director of the Company, to hold office as such for the first term period of five consecutive years upto 28th August, 2025, whose office shall not be liable to retire by rotation.



A handwritten signature in blue ink is written over a circular blue stamp. The stamp contains the text "Shanti Investments (India) Limited" around the perimeter, "Delhi" in the center, and a small star symbol at the bottom.

7. Appointment of Mr. Rajveer singh (din 08854539) as an independent director of the company

To consider and thought fit, to pass with or without modification, the following resolution as an **Ordinary Resolution**:

“RESOLVED THAT pursuant to provisions of Sections 149, 150, 152, 160 and any other applicable provisions of the Companies Act, 2013 (“the Act”) 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) read with Schedule IV to the Act and Regulation

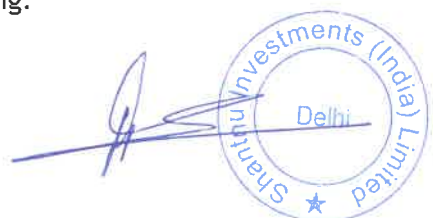
16(b) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, **MR. RAJVEER SINGH (DIN 08854539)**, who was appointed as an Additional Director under Section 161(1) of the Companies Act, 2013 and in accordance with Article of Association of the Company with effect from 29th August, 2020 on the Board of the Company and who holds the said office pursuant to the provisions of Section 161 of the Companies Act, 2013 upto the date of this Annual General Meeting and who have made a declaration that he meets with criteria of independence as mentioned under section 149(6) of the Companies Act, 2013 and in respect of whom the Company has received a notice in writing from a member proposing his candidature for the office of Independent Director, be and is hereby appointed as an Independent Director of the Company, to hold office as such for the period of five consecutive years upto 28th August, 2025, whose office shall not be liable to retire by rotation.

Thereafter the Chairman announced the voting to commence and the Members could cast their votes, who had not voted earlier.

The Chairman also mentioned there was no speaker shareholders who had preregistered with the Company for their suggestions, comments and queries.

The Chairman thanked all the Members, Auditors and Board Members for their presence at the first virtual AGM of the Company and authorized Mr. Vinay Anand, Company Secretary & Compliance Officer to conduct the meeting and the voting procedure and conveyed that the e-Voting facility will remain open for 15 minutes to enable those members who had not casted their vote earlier could cast vote now.

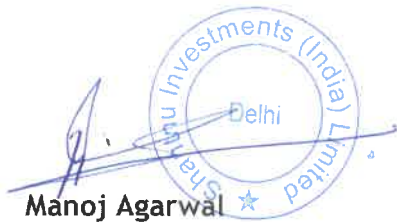
The Chairman informed that the consolidated results of remote e-voting and e Voting at the Meeting alongwith consolidated report of the Scrutinizer would be put on the websites of the Company as well as CDSL and shall also be announced to Metropolitan Stock Exchange of India Limited within 48 hours of conclusion of this meeting.



Thanking the Members for their participation, suggestions and comments, the Mr. Vinay Anand, Company Secretary & Compliance Officer announced formal closure of the 47th Annual General Meeting of the Company.

Based on the consolidated Scrutinizers' Report dated September 29, 2020, all the aforesaid resolutions were passed with requisite majority.

For Shantnu Investments (India) Limited

A handwritten signature in blue ink is written over a circular blue stamp. The stamp contains the text "Shantnu Investments (India) Limited" around the perimeter and "Delhi" in the center. A small star is visible at the bottom of the stamp.

Manoj Agarwal
(Chairman of the Meeting)

Director
DIN: 00093633

Date: 30.09.2020

Place: New Delhi



A ABHINAV & ASSOCIATES
COMPANY SECRETARY

Email id: csabhinavagarwal101@gmail.com

Corporate Office: 1662/L.G.F., Sector-46,
Gurugram, Haryana - 122003

Consolidated Scrutinizer's Report on Remote E-voting & E-voting facility provided at the 47th Annual General Meeting of the Members of Shantnu Investments (India) Limited held on Tuesday, 29th Day of September, 2020 by means of Video Conferencing (VC) / Other Audio Visual Means (OAVM) at 12.00 P.M. IST

To,

The Chairman

SHANTNU INVESTMENTS (INDIA) LIMITED

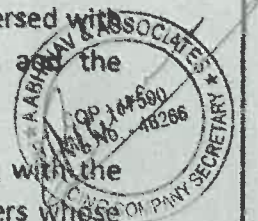
DSC-319, DLF South Court,

Saket, New Delhi 110017

Sub: Passing of Resolution(s) through Remote E-Voting and E-voting facility provided at the 47th Annual General Meeting (the "AGM") pursuant to the Section 108 of the Companies Act 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended, circular No. 20/2020 dated May 05, 2020, circular No. 14/2020 dated April 08, 2020, circular No. 17/2020 dated April 13, 2020 and Securities and Exchange Board of India ("SEBI") vide circular dated May 12, 2020 commonly referred to as "Applicable Circulars".

The Board of Directors of Shantnu Investments (India) Limited (hereinafter referred to as the "Company") at its meeting held on Friday, 04th Day of September, 2020 has appointed me as the Scrutinizer for the Remote E-voting process as well as to scrutinize the electronic voting conducted at the AGM through Video Conferencing (VC) / Other Audio Visual Means (OAVM) at 12.00 PM IST pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 and in accordance with Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations 2015 as amended by the "Applicable Circulars" issued in this connection both by MCA and SEBI, providing relaxation for the manner in which the AGM shall be held and conducted which was necessitated on account of the outbreak of COVID -19 {CORONAVIRUS} pandemic. I say, I am familiar and well versed with the concept of electronic voting system as prescribed under the said Rules and the relaxations as provided in the Applicable Circulars.

Further, pursuant to the MCA and SEBI Circulars, the Notice of the AGM along with the Annual Report for FY 2019-20 was sent in electronic form only to those Members whose email addresses are registered with the Company Depositories. The Company had also advertised in the newspapers, asking those members who have not provided their email id to do so and to the extent, details were provided by the shareholders were considered for



sending the Notice of the AGM. The Notice calling the 47th AGM has been uploaded on the website of the Company at <http://www.shantnuinvestments.com>. The Notice can also be accessed from the website of the Stock Exchange i.e. Metropolitan Stock Exchange of India Limited (MSE) at www.msei.in and the AGM Notice is also available on the website of Central Depository Services (India) Limited (agency for providing the Remote Voting facility) i.e <http://www.evotingindia.com>.

Since this AGM was held pursuant to the MCA Circulars through VC or OAVM physical attendance of Members had been dispensed with. Accordingly, in terms of the above-mentioned MCA and SEBI circulars, the facility for appointment of proxies by the Members was also dispensed with.

Report on Scrutiny:

- The Company had appointed Central Depository Services (India) Limited (CDSL) as the Service provider, for the purpose of extending the facility of Remote E-Voting to the Members of the Company and for voting electronically at the meeting.
- **Skyline Financial Services Private Limited** are the Registrar and Share Transfer Agents ('RTA') of the Company.
- The Service Provider had provided a system for recording the votes of the Members electronically through remote e-voting as well as at the meeting on all the items of the business (both Ordinary and Special businesses) sought to be transacted in the General Meeting ('AGM') of the Company, which was held on 29th Day of September, 2020.
- The Service Provider had set up electronic voting facility on their website www.evotingindia.com. The Company had uploaded all the items of the business to be transacted at the AGM on its website and also its Service Provider and also on the website of Stock Exchange Viz Metropolitan Stock Exchange of India Limited (MSE) at www.msei.in to facilitate their Members to cast their vote through Remote E-Voting as well as at the AGM.
- The internal cut-off date for the dispatch of the Notice of the AGM was 04th September, 2020 and as on that date, there were 90 Shareholders of the Company.
- The Company completed the dispatch of the notices by email to the members on 05th September 5, 2020.
- The Cut-off date for the purposes of identifying the Members who will be entitled to vote on the resolutions placed for approval of the Members was **Tuesday, September 22, 2020.**



- As prescribed in the aforesaid Rules, the Remote E-Voting facility was kept open for three days from **Saturday, September 26, 2020** at 9.00 A.M. to **Monday, September 28, 2020** at 5:00 P.M.
- The Management of the Company is responsible for ensuring compliance with the requirements of the Act and the Rules there under and SEBI Listing Regulations.
- My responsibility as the Scrutinizer of the voting process (through E-voting), was restricted to scrutinize the E-voting process, in a fair and transparent manner and to prepare a Scrutinizer's Report of the votes cast in favour and against the resolutions stated in the Notice, based on the reports generated from the E-voting system provided by Central Depository Services (India) Limited (CDSL) the service provider.
- At the end of the voting period on Monday, September 28, 2020 at 05:00 P.M, the voting portal of the service provider was blocked forthwith.
- On 29th Day of September, 2020, after tabulating the votes cast electronically through the system provided by Central Depository Services (India) Limited (CDSL), the votes cast through remote e-voting facility was duly unblocked by me as scrutinizer in the presence of Mr. Ritik Gupta and Mr. Ashish Deewan, who acted as witnesses and were not in the employment of the Company, as prescribed in Sub rule 3(xi) of the said Rule 20. After unblocking the votes cast, the total votes cast through remote e-voting at the AGM, were consolidated and the final Scrutinizer's Report was prepared.
- Thereafter, I as a Scrutinizer duly compiled details of the Remote E-Voting and voting at the AGM carried out by the Members, the details of which are as follows:



A handwritten signature in blue ink, consisting of a stylized name followed by a long horizontal line.

ORDINARY BUSINESS**1) Item No. 1 of the Notice (As an Ordinary Resolution):**

To receive, consider and adopt the Audited Standalone Financial Statements of the company for the year ended 31st March, 2020, together with the Reports of Board of Directors and Auditors thereon.

Numbers of Members voted	Votes in favour of the resolution		Votes against the resolution		Invalid Votes
	Nos.	%age	Nos.	%age	
35	197800	100	-	-	-

Based on the above, the Resolution has been passed with requisite majority.

2) Item No. 2 of the Notice (As an ordinary Resolution):

To appoint a Director in place of Mrs. Pragya Agarwal (DIN:- 00093526) who retires by rotation and being eligible offer herself for re-appointment.

Numbers of Members voted	Votes in favour of the resolution		Votes against the resolution		Invalid Votes
	Nos.	%age	Nos.	%age	
33	155800	100	-	-	-

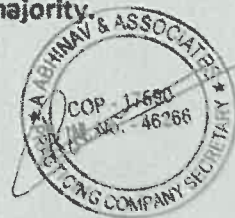
Based on the above, the Resolution has been passed with requisite majority.

SPECIAL BUSINESS:**3) Item No.3 of the Notice (As a Special Resolution):**

Change in Main Objects of the Company.

Numbers of Members voted	Votes in favour of the resolution		Votes against the resolution		Invalid Votes
	Nos.	%age	Nos.	%age	
35	197800	100	-	-	-

Based on the above, the Resolution has been passed with requisite majority.



4) Item No. 4 of the Notice (As a Special Resolution):

Adoption of New Memorandum of Association.

Numbers of Members voted	Votes in favour of the resolution		Votes against the resolution		Invalid Votes
	Nos.	%age	Nos.	%age	Nos.
35	197800	100	-	-	-

Based on the above, the Resolution has been passed with requisite majority.

5) Item No. 5 of the Notice (As a Special Resolution)

Adoption of New Article of Association.

Numbers of Members voted	Votes in favour of the resolution		Votes against the resolution		Invalid Votes
	Nos.	%age	Nos.	%age	Nos.
35	197800	100	-	-	-

Based on the above, the Resolution has been passed with requisite majority.

6) Item No. 6 of the Notice (As an Ordinary Resolution)

Appointment of Mr. Lalit Kumar (DIN 07990864) as an Independent Director of the Company.

Numbers of Members voted	Votes in favour of the resolution		Votes against the resolution		Invalid Votes
	Nos.	%age	Nos.	%age	Nos.
35	197800	100	-	-	-

Based on the above, the Resolution has been passed with requisite majority.



A handwritten signature in blue ink, consisting of stylized initials and a long horizontal stroke.

7) Item No. 7 of the Notice (As an Ordinary Resolution)

Appointment of Mr. Rajveer Singh (DIN 08854539) as an Independent Director of the Company.

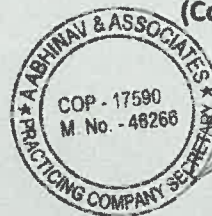
Numbers of Members voted	Votes in favour of the resolution		Votes against the resolution		Invalid Votes
	Nos.	%age	Nos.	%age	
35	197800	100	-	-	-

Based on the above, the Resolution has been passed with requisite majority.

All the relevant records of remote e-voting and e-voting during the AGM will remain in my safe custody until the Chairman considers, approves and signs the Minutes of the 47th AGM and the same shall be handed over thereafter to the Chairman or the Company Secretary for safekeeping.

Thanking you,
Yours faithfully

For A Abhinav & Associates
(Company Secretaries in Practice)



CS Abhinav Agarwal
ACS No.: 45266 C.P. No.: 17590

Place: Gurugram
Date: 29.09.2020
UDIN: A046266B000805827

The following were the witnesses to the unblocking of the votes cast through remote E-voting.

1. R. Mahavish
1662/L.G.F, Sec-46
Gurugram.

2. Abhishek
1662/L.G.F, Sec-46
Gurugram

I have received the report:

Signature

Mr. Manoj Agarwal

Place:

Date: 29.09.2020

