

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: 01.10.2019

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

Sub: Proceedings of 46th Annual General Meeting held on Monday, 30th day of September, 2019 at 3:00 PM and concluded at 6:00 P.M. and Voting Results

Dear Sir/Madam,

We would like to inform that **46th Annual General Meeting held on Monday, 30th day of September 2019 at 3:00 PM** at the registered office of the Company at DSC-319, DLF South Court, Saket, New Delhi-110017. In this regard, please find the following enclosed:

1. Pursuant to Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the proceedings of the 46th Annual General Meeting held on Monday, 30th day of September 2019 at 3:00 PM at the registered office of the Company at DSC-319, DLF South Court, Saket, New Delhi-110017.
2. Scrutinizer's report dated 10.01.2019 pursuant to Section 108 of the Companies Act, 2013 and Rule 20 (4) (xii) of the Companies (Management and Administration), Rules 2014.

Kindly acknowledge the receipt.

Thanking you,

Yours faithfully,

For Shantnu Investments (India) Limited
For SHANTNU INVESTMENTS (INDIA) LTD.



Vinay Anand Company Secretary
(Company Secretary and Compliance Officer)

SHANTNU INVESTMENTS (INDIA) LIMITED

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CERTIFIED TRUE COPY OF PROCEEDINGS OF THE 46TH ANNUAL GENERAL MEETING OF M/S. SHANTNU INVESTMENTS (INDIA) LIMITED HELD ON MONDAY, 30TH DAY OF SEPTEMBER, 2019 AT 03:00 P.M. AT REGISTERED OFFICE OF THE COMPANY SITUATED AT DSC-319, DLF SOUTH COURT, SAKET, NEW DELHI-110017

PRESENT:

Mr. Manoj Agarwal	Chairman and Director
Mrs. Pragya Agarwal	Managing Director
Mrs. Mayank Agarwal	Director & CFO
Mr. Bharat Bhushan Mithal	Independent Director
Mr. Manoj Kumar Jain	Independent Director
Mr. Vinay Anand	Company Secretary and Compliance Officer
Mr. Jagdish Gupta	Authorized Representative of M/s M. B Gupta & Associates, Statutory Auditors.
Mr. Narender	Company Secretary in Practice, Scrutinizer for Voting

Members' Attendance

15 (Fifteen) Members were present at the Meeting in person.

CHAIRMAN

Mr. Manoj Agarwal, Director and Chairman of the Meeting, took the Chair and welcomed the Members present at the 46th Annual General Meeting and formally introduced to them the other Directors sitting on the dais.

Upon being advised by the Company Secretary, Mr. Vinay Anand that necessary quorum was present, the Chairman called the Meeting to Order.

The Chairman acknowledged the presence of Mr. Jagdish Gupta, Authorized Representative of M/s M. B Gupta & Associates, Statutory Auditors of the Company.

The Register of Directors and Key Managerial Shareholding, Register of Contracts, Register of Members and Minutes Book were available during the meeting for inspection by members.

With the permission of the members present, the Notice convening the 46th Annual General Meeting read with Directors' and Auditors' Report, as circulated amongst the members, was taken as read.

Further, the Chairman informed that there was no qualification(s)/reservations or adverse remark(s) in the Auditor's Report that require reading pursuant to the provisions of Section 145 of the Companies Act, 2013. The Chairman further mentioned a sincere gratitude towards the Mr. Mahesh Babu Gupta on expiry of his tenure of M/s M. B. Gupta & Co., Chartered Accountants, (Firm Registration No.: 006928N) in this 46th Annual General Meeting of the Company as the statutory auditors of the Company. for their cooperation during their tenure as the Statutory Auditor of the Company and wish him a great health and success for future.

For SHANTNU INVESTMENTS (INDIA) LTD.


Company Secretary

Thereafter, The Chairman briefed the Members on the Operational and financial performance of the Company in the year ended 31st March, 2019 and outlined the Company's plans and strategies.

At this juncture, the Chairman invited queries from the Members on the Annual Report and Accounts of the Company.

After replying to the queries to the satisfaction of the Members, the Chairman stated that the Company had provided e-voting facility as per amended Rule 20 of Companies (Management & Administration) Rules, 2014 and Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, through Central Depository Services (India) Limited ("CDSL"). The said e-voting was available from 9.00 A.M. on 27th, September, 2019 to 5.00 p.m. on 29th September, 2019.

Pursuant to the provisions of the Companies Act, 2013, M/s. Narender And Associates, has been appointed as Scrutinizer for remote e-voting facility and voting at the AGM venue. The voting on Resolutions to be passed at the Meeting having been carried out through Ballot, the Resolutions were not required to be put to vote on show of hands. But, the Members who were present at the Meeting made available the facility to cast their vote through poll process. However, presents members already cast their votes through remote evoting process.

The Company Secretary then explained the procedure for exercising the votes to members, who were present either in person or by proxy.

The Chairman then moved on to transacting the business as set out in the Notice of AGM. The Meeting took up consideration of the Resolutions placed before them, as follows:

Ordinary Business :

1. To receive, consider and adopt the Audited Standalone and Consolidated Financial statement of the company for the year ended 31st March, 2019, together with the Reports of Board of Directors and Auditors thereon
2. To appoint a Director in place of Mr. Manoj Agarwal, (DIN:- 00093633) who retires by rotation and being eligible offer himself for re-appointment..
3. To appoint Statutory Auditors of the Company and to fix their remuneration

Special Business :

4. To Re-Appoint Mrs. Pragya Agarwal (DIN:00093526) as Managing Director of the Company.

The Chairman informed that the results of voting on each resolution shall be determined by adding the votes cast by the members through remote e-voting.

For brief details of item deliberated and results thereof, we are enclosing herewith to the Scrutinizer report given by Mr. Narender, Proprietor of Narender And Associates, appointed as the Scrutinizer for the 46th Annual General Meeting of the Company.

For SHANTNU INVESTMENTS (INDIA) LTD.


Company Secretary

The Chairman further informed that results in the format prescribed by the appropriate authorities will be declared after receiving the report of Scrutinizer on the Poll and evoting.

The Chairman then formally announced the closure of the meeting by thanking the Members for their participation in the meeting.

Certified true copy

For Shantnu Investments (India) Limited

For SHANTNU INVESTMENTS (INDIA) LTD.



Company Secretary

Vinay Anand

(Company Secretary and Compliance Officer)

Date: 01.10.2019

Place: New Delhi



CONSOLIDATED SCRUTINIZER'S REPORT

To

Mr. Manoj Agarwal
Chairperson
Shantnu Investments (India) Limited
DSC-319, DLF South Court, Saket, New Delhi-110017

Dear Sir,

Ref: **Annual General Meeting**


Sub: **Consolidated Scrutinizer's Report on e-voting conducted pursuant to the provisions of Section 108 of the Companies Act, 2013 ("the Act") read with Rule 20 of the Companies (Management and Administration) Rules, 2014 and polls under Section 109 of the Act read with Rule 21 of the Rules on the resolutions captioned in the notice calling the 46th Annual General Meeting SHANTNU INVESTMENTS (INDIA) LIMITED held on Monday, the 30th Day of September, 2019 at DSC-319, DLF South Court, Saket, New Delhi-110017 commenced at 03.00 P.M and concluded at 06.00 P.M.**


I, Narender, Proprietor Narender & Associates, Company Secretaries have been appointed as Scrutinizer **SHANTNU INVESTMENTS (INDIA) LIMITED** pursuant to Section 108 and 109 of the Companies Act, 2013 read with Rule 20 and 21 of the Companies (Management and Administration) Rules, 2014, for the purpose of Scrutinizing the remote e-voting and voting through poll in a fair and transparent manner and ascertaining the requisite majority on e-voting and ballot carried out as per the provision of the Companies Act, 2013 on the resolution(s) mentioned in the notice calling 46th Annual General Meeting of the Company


Management Responsibility

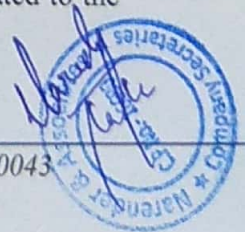
The management of the Company is responsible to ensure compliance with the requirement of the relevant provision of (i) the Companies Act, 2013 and Rules made thereunder and (ii) the SEBI (Listing obligation & Disclosure Requirements) Regulations 2015 (LODR), related to the poll voting including voting by remote e-voting

Scrutinizer's Responsibility

 Plot No. 4A, Ranaji Enclave, Near Metro Pillar No. 48, Delhi- 110043

 +91- 8800841264

 thakurnarender01@gmail.com



My responsibility as a scrutinizer is restricted to making a Scrutinizer's Report of the votes cast by the members in respect of the resolutions contained the Notice. My report is based on the verification of the data provide the Skyline Financial Services Private Limited, the Registrar and Transfer Agent of the Company from the e-voting system and votes cast the members at the venue of Annual General Meeting by using poll.

I submit my report as under

1. The Company had provided the e-voting facility through Central Depository Services (India) Limited website <https://www.evotingindia.com> The Company had uploaded the AGM Notice containing all the items of businesses to be transacted on the website of the Company.
2. The AGM Notice sent to the members along with the Annual Report of the company (electronically through email and/or physically through courier) contained the detailed procedure to be followed by the members who were desirous of casting their votes electronically as provided under Rule 20 of the Companies (Management and Administration) Rules, 2014 read with amendments made thereto.
3. The Cut-off date was 24th Day of September, 2019 for the purpose of deciding the members entitled to vote on the resolutions seeking their approval.
4. The remote e-voting commenced from 27th September, 2019 (09.00 a.m.) and concluded on 29th September, 2019 (5.00 p.m.).
5. At the AGM, the Chairman, after the discussions on all matters included in the said Notice was over, announced that the Members present at the AGM cast their vote by ballot but all the present members has already cast there by e-voting so not required to cast their votes by ballots the AGM.
6. Thereafter, the e-voting summary of the votes cast on the agenda items contained in the AGM Notice was generated from the electronic voting system provided by Central Depository Services (India) Limited.
7. The votes cast were unblocked in the presence of 2 witnesses, Mr. Neetu Yadav and Ms. Khushboo who are not in the employment of the Company.
8. The consolidated result of the remote e-voting together with that of Ballot Papers at the venue of the AGM is as under:

ORDINARY BUSINESS



Item No. 1 (Ordinary Resolution)

Adoption of Audited Standalone and Consolidated Financial statement of the company for the year ended 31st March, 2019, together with the Reports of Board of Directors and Auditors thereon

(a) Votes in Favor of Resolution

Mode of Voting	Number of members voted (in person or in case of physical ballot, by proxy)	Number of votes cast	% of total number of valid votes cast
Number of Members voted through remote e-voting	58	178760	100.00%
Number of Members voted through ballots	-	-	-
Total	58	178760	100.00%

(b) Votes against the Resolution

Mode of Voting	Number of members voted (in person or in case of physical ballot, by proxy)	Number of votes cast	% of total number of valid votes cast
Number of Members voted through remote e-voting	-	-	-
Number of Members voted through ballots	-	-	-
Total	-	-	-

(c) Invalid/ Abstained Votes

Mode of Voting	Number of members whose votes were invalid	Number of shares held by them
Number of Members voted through remote e-voting	-	-



Number of Members voted through ballots	-	-
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Item No. 2 (Ordinary Resolution)

Re-appointment of Mr. Manoj Agarwal, (DIN:- 00093633) as Director, who retire by rotation and being eligible, offer himself for re-appointment

(a) Votes in Favor of Resolution

Mode of Voting	Number of members voted (in person or in case of physical ballot, by proxy)	Number of votes cast	% of total number of valid votes cast
Number of Members voted through remote e-voting	56	136760	100.00%
Number of Members voted through ballots	-	-	-
Total	56	136760	100.00%

(b) Votes against the Resolution

Mode of Voting	Number of members voted (in person or in case of physical ballot, by proxy)	Number of votes cast	% of total number of valid votes cast
Number of Members voted through remote e-voting	-	-	-
Number of Members voted through ballots	-	-	-
Total	-	-	-

(c) Invalid/ Abstained Votes

Mode of Voting	Number of members whose votes were invalid	Number of shares held by them



Number of Members voted through remote e-voting	-	-
Number of Members voted through ballots	-	-

Item No. 3 (Ordinary Resolution)

Appointment of P. K Narula & Co., Chartered Accountants (Firm Registration No. 016470N) as statutory Auditor of the Company for a term of 5 (five) consecutive years from the conclusion of this Annual General Meeting till the conclusion of the 51st Annual General Meeting for the financial year 2023-2024.

(a) Votes in Favor of Resolution

Mode of Voting	Number of members voted (in person or in case of physical ballot, by proxy)	Number of votes cast	% of total number of valid votes cast
Number of Members voted through remote e-voting	58	178760	100.00%
Number of Members voted through ballots	-	-	-
Total	58	178760	100.00%

(b) Votes against the Resolution

Mode of Voting	Number of members voted (in person or in case of physical ballot, by proxy)	Number of votes cast	% of total number of valid votes cast
Number of Members voted through remote e-voting	-	-	-
Number of Members voted through ballots	-	-	-
Total	-	-	-



(c) Invalid/ Abstained Votes

Mode of Voting	Number of members whose votes were invalid	Number of shares held by them
Number of Members voted through remote e-voting	-	-
Number of Members voted through ballots	-	-

SPECIAL BUSINESS

Item No. 4 (Special Resolution)

Re-Appoint Mrs. Pragya Agarwal (DIN: 00093526) as Managing Director of the Company.

(a) Votes in Favor of Resolution

Mode of Voting	Number of members voted (in person or in case of physical ballot, by proxy)	Number of votes cast	% of total number of valid votes cast
Number of Members voted through remote e-voting	56	136760	100.00%
Number of Members voted through ballots	-	-	-
Total	56	136760	100.00%

(b) Votes against the Resolution

Mode of Voting	Number of members present and voting (in person or in case of physical ballot, by proxy)	Number of votes cast	% of total number of valid votes cast
Number of Members voted through remote e-voting	-	-	-
Number of Members voted through ballots	-	-	-



through ballots			
Total	-	-	-

(c) Invalid/ Abstained Votes

Mode of Voting	Number of members whose votes were invalid	Number of shares held by them
Number of Members voted through remote e-voting	-	-
Number of Members voted through ballots	-	-

Based on the forgoing, the Resolutions No. 1 to 4 are deemed to have been passed with the requisite majority of the date of AGM i.e 30th September, 2019

The Register, all other papers and relevant records relating to electronic voting shall remain in our safe custody until the Chairman considers, approves and signs the Minutes of the aforesaid Annual General Meeting and the same will be handed over to the Company Secretary for safe keeping.

Thanking You

For Narender & Associates
Company Secretaries

Narender
Proprietor
C.P No.: 16690



Date: 01-10-2019

Place: Delhi