

**GUJARAT APOLLO INDUSTRIES LIMITED**

"Parishram", Cellar, 5-B, Rashmi Society, Nr. Mithakhali Circle, Navrangpura, Ahmedabad-380 009, Gujarat, India. Tel. +91-79- 26444597/98, 26564705

September 27, 2019

<b>Dy. General Manager</b> <b>BSE Limited</b> Corporate Relation Department, P.J. Towers, Dalal Street, Fort, Mumbai - 400 001	<b>The Manager</b> <b>National Stock Exchange of India Limited</b> Exchange Plaza, Bandra Kurla Complex, Bandra (E), Mumbai - 400 051
<b>Scrip ID: GUJAPOIND; Scrip Code: 522217</b>	<b>Scrip Symbol: GUJAPOLLO</b>

Dear Sir/Madam,

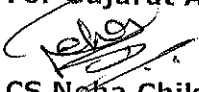
**Sub: Proceedings of 32<sup>nd</sup> Annual General Meeting held on 27<sup>th</sup> September, 2019**

In accordance with Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (Listing Regulations) read with Para A of Schedule III of the Listing Regulations, we hereby enclose herewith proceedings of 32<sup>nd</sup> Annual General Meeting of the Company held on Friday, 27<sup>th</sup> of September, 2019 at 11.00 A.M. at the Registered Office of the Company at Block No. 486, 487, 488, MoujeDholasan, Taluka& District Mehsana - 382732.

Kindly take the same on record.

Yours Sincerely,

**For Gujarat Apollo Industries Limited**

  
**CS Neha Chikani Shah [A-25420]**  
**Company Secretary**

Encl:a/a



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PROCEEDINGS OF 32<sup>ND</sup> ANNUAL GENERAL MEETING OF THE COMPANY HELD ON FRIDAY, 27<sup>TH</sup> SEPTEMBER, 2019 AT 11.00 A.M. AT THE REGISTERED OFFICE OF THE COMPANY AT BLOCK NO. 486, 487, 488, MOUJE DHOLASAN, TALUKA & DISTRICT MEHSANA – 382732

Present Directors:

Mr. Manibhai V. Patel  
Mr. Asit A. Patel (Managing Director)  
Mr. Anand A. Patel  
Mr. Navinchandra V. Shah  
Mrs. Nayna A. Patel

Company Secretary: Ms. Neha Shah

Chief Financial Officer: Mr. Bharat P. Dave

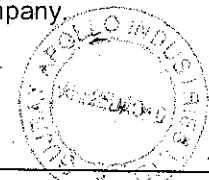
Statutory Auditor: Represented by CA Devang Doctor from DJNV & Associates, Chartered Accountants.

Secretarial Auditor: Mr. Ashish Shah, Company Secretary

Chairman of the Audit Committee, Nomination and Remuneration Committee were present at the meeting.

41 Members representing 33,97,986 Shares in person were present.

1. Mr. Asit A. Patel, Managing Director, took the Chair on request of members present at the meeting and welcomed members present at the 32<sup>nd</sup> Annual General Meeting. The Meeting commenced at 11.00 A.M.
2. The business before the AGM was taken up as quorum was present. Quorum was also present throughout the Meeting.
3. Mr. Naman Patel and Mrs. Kapilaben A. Patel could not attend the AGM due to their Pre-occupation. However Mrs. Kapilaben A. Patel, Chairperson of Nomination and Remuneration Committee has given authority to Mr. Navinchandra Shah to attend the AGM on her behalf.
4. The following documents/ Registers of the Company remained open and accessible for inspection during the continuance of the AGM.
  - (a) Financial Statements for the financial year ended as on 31<sup>st</sup> March, 2019 including the Consolidated Financial, Statements for the said financial year, and Reports of the Board of Directors and the Auditors.
  - (b) Register of Directors and Key Managerial Personnel and their Shareholding.
  - (c) Register of Contracts or Arrangements in which Directors are interested.
5. The Notice dated 14<sup>th</sup> August, 2019 conveying the 32<sup>nd</sup> AGM & the Explanatory Statement and the Report and Accounts for the financial year ended 31<sup>st</sup> March, 2019, circulating to the members, were taken as read with the consent of members present at the meeting.
6. The Chairman thereafter introduced all the Directors present at the dais.
7. The Chairman delivered the speech in which he gave an overview of the business; financial and operational performance of the Company for the financial year ended 31<sup>st</sup> March, 2019. He then briefly covered the items of business before the AGM and enquired from the members present if they required any clarification on them, particularly on the Financial Statements of the Company



*(Signature)*

Registered office: Block No.: 486,487, 488, MoujeDholasan, Taluka&District Mehsana-382 732. Gujarat, India.

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8. The Company Secretary drew attention that the Company, pursuant to the provisions of the Companies Act, 2013, had provided the facility of remote e-voting on all the Resolutions forming part of the agenda of the AGM; the period for remote e-voting commenced on 24th September, 2019 at 9.00 a.m. and ended on 26th September, 2019 at 5:00 p.m. The cut-off date for determining the members who may cast their vote electronically was 20<sup>th</sup> September, 2019.

The Company Secretary advised that those who had not been able to cast their votes by remote e-voting, may avail the facility of voting through ballot paper provided at the AGM venue once the resolutions as per agenda are read.

The Chairman conducted the proceedings of the items as mentioned in the Notice of AGM.

The Company Secretary thereafter read the Resolutions as follows:

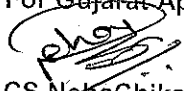
**Ordinary Business and Ordinary Resolutions:**

1. Regarding adoption of the Audited Standalone Financial Statements and Profit and Loss Account for the year ended March 31, 2019 along with Audited consolidated Financial Statements for the financial year ended March 31, 2019, together with the Report of the Auditors
2. Declaration of dividend @ Rs. 3.00 per share.
3. Re-appointment of Mr. Manibhai V. Patel [DIN:00115717], who was retiring by rotation, offered himself for reappointment.
4. Re-appointment of Mrs. Nayna A. Patel [DIN: 05199350], who was retiring by rotation, offered herself for reappointment.

**Special Business:**

5. Ordinary Resolution –Approval of transactions with related parties under Section 188 of the Companies Act, 2013.
6. Special Resolution –Approval for re-appointment of Mr. Navinchandra V Shah [DIN: 03027647] as an Independent Director of the Company for the period of 5 (five) years w.e.f. 27.09.2019.
7. Special Resolution – Approval for continuation of appointment of Mr. Manibhai V. Patel [DIN:00115717] as Non Executive Director of the Company who ages beyond 75 years
9. The Chairman thereafter announced the commencement of casting of vote through ballot paper for members who had not been able to cast their votes by remote e-voting.
10. Mr. Ashish Shah, Practicing Company Secretary was appointed as Scrutinizer to scrutinize the e-voting process and conduct poll process.
11. The members were informed that the combined results of e-voting and voting through Ballot paper shall be declared to the Stock Exchanges and the same along with the Scrutinizers report shall be placed on the website of the Company
12. On completion of voting, the AGM concluded with Vote of thanks at 11.40 A.M.

For Gujarat Apollo Industries Limited

  
CS NenaChikani Shah [A-25420]  
Company Secretary

