### PURBASHA RESOURCES LIMITED

Registered Office : PURBASHA HOUSE 25, Park Lane, Kolkata - 700 016, India

Phone: 2229-2881, 2249-5524

Fax: 91-33-40625269

email : <u>prl@purbasha.co.in</u> Website: <u>www.purbasha.in</u> CIN - L65993WB1980PLC032908

15th September, 2017

To,
The Calcutta Stock Exchange Association Limited
7, Lyons Range
Kolkata – 700001

Dear Sir/Madam,

### Sub: 37th Annual General Meeting ('AGM') and voting results.

This is to inform you that the 37th Annual General Meeting ('AGM') of the Company was held on 14th September, 2017 and the business mentioned in the Notice of Annual General Meeting were duly transacted.

In this regard, Please find enclosed the following-

- (1) Summary of proceedings as required under Regulation 30, Part-A of Schedule -III of the SEBI (Listing Obligations and Disclosure Requirements) Regulations as Annexure I.
- (2) Voting results as required under Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations as Annexure II.
- (3) Report of Scrutinizer dated September 15, 2017, Pursuant to Section 108 of the Companies Act, 2013 and Rule 20(4) (xii) of the Companies (Management and Administration) Rules, 2014 as Annexure III.

Kindly acknowledge receipt of the above and oblige.

Thanking You, Yours Sincerely,

For Purbasha Resources Ltd.

(Rachana Singh)

Company Secretary

Encl.: As Above

Annexure - I

## PURBASHA RESOURCES LIMITED

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SUMMARY PROCEEDINGS OF THE THIRTY SEVENTH ANNUAL GENERAL MEETING OF SHAREHOLDERS OF PURBASHA RESOURCES LIMITED HELD ON THURSDAY 14TH DAY OF SEPTEMBER, 2017 AT 25, PARK LANE, KOLKATA - 700016 AT 11.00 A.M.

The 37th Annual General Meeting of the Members of the Company was held on Thursday, 14th September, 2017 at 11a.m at 25, Park Lane, Kolkata – 700016.

Mr. Vikash Agarwal Binjrajka, Chairman of the Company, chaired the proceeding of the meeting of the company.

23 Shareholders were present in person. There were no proxies present as per the attendance register.

The Chairman welcomed the Members attending the meeting. The Chairman declared that a valid quorum as stipulated in Article 64(2) of the Articles of Association of the Company and as per Section 103 of the Companies Act, 2013 was present.

The Chairman informed the members that pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rules made thereunder and the provisions of Regulation 44 of the SEBI(Listing Obligations and Disclosure Requirements Regulations, 2015(as amended), the Company extended the remote e-voting facility to the Members of the Company in respect of the businesses mentioned in the Notice of AGM dated 28th July, 2017. The remote e-voting facility commenced at 10.00 A.M on 11th September, 2017 and ended at 5.00 P.M on 13th September, 2017.

The Chairman further informed the Members that the facility to vote at the venue of AGM through Ballot Paper is also available for Members who have not casted their votes through remote e-voting.

The Chairman also acknowledged the attendance of Mr. Alok Kumar Jain, Statutory Auditor and M/S Bandyopadhyay & Dutt, Statutory Auditor to be appointed in place of resigning auditor Mr. Alok Kumar Jain and Ms. Amber Ahmad, Practicing Company Secretary, the Scrutinizer & Secretarial Auditor of the Company.

There were 15 members holding 396700 equity shares participated in the E-voting, 23 members attended the meeting in person and NIL members were represented through their proxies at the meeting.

The Chairman introduced the Directors to the members and informed that the Register of Contract & Register of Director's and Key Managerial Personnel shareholding were available for inspection by the members during the continuance of the meeting.

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The Chairman addressed the members. He pointed out the achievements made by the Company since the last Annual General Meeting. He explained the Company's policy in formulating plans for the growth of the Company. He also explained about the industry outlook.

The Chairman declared with the permission of the members that the notice convening the 37th Annual General Meeting be taken as read.

Thereafter, the Chairman took up the agenda item No. 1 to 5 one by one as contained in the Notice of the 37th Annual General Meeting of the Company and invited members who would like to ask questions to the Board of Directors or to make their comments, give suggestions and seek clarifications, if any, on the Agenda Items as set out in the Notice of the 37th Annual General Meeting of the Company. The questions/queries raised by the members were suitably replied and clarified. Thereafter each of the 5 (Five) resolution as required to be passed were separately proposed and seconded by various Members.

He declared that the Scrutinizer for the electronic voting, Ms. Amber Ahmad, Practicing Company Secretary, appointed for independently carrying out the electronic voting in a fair and transparent manner, would submit the consolidated report on the electronic voting as well as voting done through Ballot /Poll to the Chairman within 48 hours of the Annual General Meeting and the voting results shall also be submitted to the stock exchange in prescribed format and within prescribed time.

After the items set out in Notice of AGM dated 28th July, 2017 were transacted the Chairman declared that the members present in person who have not casted their votes through e-voting are requested to vote through polling/ballot paper in respect of all the resolutions set out against Item No. 1 to 5 of the Notice of 37th Annual General Meeting. Thereafter the Scrutinizer distributed the ballot papers and Members casted their votes and deposited the ballot papers in the ballot box.

Thereafter the Scrutinizer took the ballot box in her custody.

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The following resolutions were passed by the Members with requite majority as Ordinary Resolution:

#### **ORDINARY BUSINESS:**

- 1. Adoption of Annual Accounts.
- 2.To appoint director in place of Mrs. Vithika Agarwal Binjrajka (DIN: 05211125), who retires by rotation and being eligible, offers herself for re-appointment.
- 3.Appointment of M/S Bandyopadhyay & Dutt as Statutory Auditors to fill up the casual vacancy caused by resignation of existing auditor.

#### SPECIAL BUSINESS:

- 4. Regularisation of Mr. Ayush Modi (DIN: 07007194) as Director.
- 5. Appointment of Mr. Ayush Modi (DIN: 07007194) as Managing Director.

There being no other business to transact, the meeting was concluded with the vote of thanks to the Chair.

Thanking You,

Yours Sincerely, For Purbasha Resources Ltd.

(Rachana Singh) Company Secretary



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# Voting Results of 37th Annual General Meeting held on 14th September, 2017 at 25, Park Lane, Kolkata - 700016 [Pursuant to Regulation 44(3) of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015

[Pursuant to	egulation 44(5) of occurrence	
	14th September 2017	
Date of AGM	976	
Total Number of shareholders on record date		
No. of shareholders present in the meeting either in person or through proxy	23	
	O 3 3 4 7 7 3 7 3 3 3 3 4 3 4 3 4 4 4 4 4	
-Promoters and Promoter Group	20	
-Public	NOT APPLICABLE	
No. of shareholders attended the meeting through		
video Conferencing		
-Promoters and Promoter Group		
Public		
		the Board

genda item 1.	Consider and adopt the Audite of Directors and Auditors there	d Balance Sheet as at eon.	31st March 2017 or tr	e Company and the se				
esolution Required : (Ordinary/Special)	Ordinary							
/hether promoter/promoter group are interested in ne agenda/ resolution?		No. of shares held		% of Votes Polled on outstanding shares	No. of Votes - In favour	No. of Votes - against	% of Votes in favour on votes polled	% of Votes against o votes polled
Category	Mode of Voting			(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
		(1)	(2) 316800				0 100.0000	0.0
	E-Voting	1	790000	70.7378			0 100.0000	
romoter and Promoter Group	Poll	1116800		0.0000			0.0000	
The first part of the second o	Postal Ballot (if applicable)		1106800				0 100.0000	
	Total		110000	0.0000		)	0.0000	
Public-Institutions	E-Voting	4		0.0000		<u> </u>	0.0000	-
Affile-lustitations	Poll	-  0		0.0000		)	0.0000	4
"我我们是最好的那些人的。" 计计划设备编码	Postal Ballot (if applicable)			0.0000		ol	0.0000	,
and the state of the first of the state of t	Total		79900	4.240			0 100.0000	
Public-Non Intitutions	E-Voting	-{	7680		7680	ๆ	0 0.000	4
	Poll	1884200		0.000	0	<u> </u>	<u> </u>	
	Postal Ballot (if applicable)	-	15670	8.316	15670	0	0 100.000	<u> </u>
Control of the second of the s	Total		126350		6 126350	0	0 100.000	0 0



genda Item 2	Re-appointment of Mrs. Vithika	a Agarwal Binjrajka (	DIN: 05211125) who r	etires by rotation.				
esolution Required : (Ordinary/Special)	Ordinary							
Whether promoter/promoter group are interested in	No							
he agenda/ resolution ?  Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes - in favour	No. of Votes - against		% of Votes against on votes polled
Category		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
		(T)	316800		1		0 100.0000	0.000
Promoter and Promoter Group	E-Voting		790000				0 100.0000	0.000
	Poll	1116800	,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,	0.0000			0.0000	0.000
医高性神经 医阿尔克氏 医多尔马	Postal Ballot (if applicable)		1106800				0 100.0000	0.000
	Total		220000	0.0000	(		0.0000	
Public-Institutions	E-Voting			0.0000			0.0000	
	Poll	0		0.0000	4		0.0000	
	Postal Ballot (if applicable)	-		0.0000			0.0000	
	Total		79900	1			0 100.0000	
Public-Non Intitutions	E-Voting	-	7680	<u> </u>			0 100.0000	
	Poll	1884200	7000	0.0000			0.0000	
시 : 이 왕 씨 병에 이 : 이러 이 (19) 왕 (2) 왕 :	Postal Ballot (if applicable)  Total	1	15670				0 100.0000	0.000
Total	Total	3001000	126350	42,1026	126350		0 100.0000	0.000



	Appointment of Statutory Au	ditors to fill up the cas	ual vacancy.					
	Appointment of Statutory Au	ditere vi				-		
enda Item 3	Ordinary						% of Votes in favour	% of Votes against on
solution Required : (Orunia: 7/2-)	No	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes - in favour	No. of Votes - against	on votes polled	votes policu
e agenda/ resolution 1	#15000000 Bulka -			Ontargue		75	(6)=[(4)/(2)]*100	(7)={(5)/(2)}*100
	Mode of Voting		1	(3)=[(2)/(1)]*100	(4)	(5)	0 100.0000	0.00
Category		(1)	(2) 316800	20.266	316800	+	0 100.0000	0.0
	- 1/ 1/		790000	70 727			0.0000	0.0
Promoter and Promoter Group	E-Voting	) 1116800		0.000	0	<u> </u>	0 100.0000	0.0
	Poll Postal Ballot (if applicable)		1106800	99.104	6 110680	4	0.000	0.0
하실 사람은 중요한 경험에 되었다. 그렇다			110000	0.000		<u></u>	0.000	0.0
	Total			0.000	0	<u> </u>	0.000	0.0
	E-Voting		0	0.000	00	0	0.000	0.
ublic-Institutions	Poll Postal Ballot (if applicable)			0.000	00	0	0 100.000	0.
	Total		7990	0 4.24	7000		0 100.000	0.
	E-Voting		7680	0 4.07	00	0	0.000	001
Lesteutions	Poll	18842		0.00	4567	20	0 100.000	<u>xo</u>
Public-Non Intitutions	Postal Ballot (if applicable)	)	15670	00 8.31	65 1567	<del>~ </del>		ه امد
	Total				12635	00	0 100.00	00
. (1984) . (1984) . (1984) . (1984) . (1984) . (1984)	Total	30010	12635	00 42.10	26 12633	00		



	Regularisation of Mr. Ayush N	lodi(DIN: 07007194) :	as Director of the Comp	any.				
gonda Item 4	Ordinary							
esolution Required : (Ordinary/Special)  /hether promoter/promoter group are interested in the agenda/ resolution?	No	No. of shares held		% of Votes Polled on outstanding shares		No. of Votes - against	% of Votes in favour on votes polled	% of Votes against or votes polled
Category	Mode of Voting			(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100 0.00
· · · · · · · · · · · · · · · · · · ·		(1)	(2)	22.2550			0 100.0000	0.00
71 St. 36	E-Voting	_	790000		=======================================	<u> </u>	0.0000	
romoter and Promoter Group	Poll	111680	0	0.0000		·	0 100.0000	
	Postal Ballot (if applicable)	4	1106800	99.1046	110680		0.0000	
	Total		+	0.0000		1	0.0000	
	E-Voting	4		0.0000		<u> </u>	0.0000	
ublic-Institutions	Poll	4	0	0.000	4	9	0.000	
	Postal Ballot (if applicable)			0.000		<u> </u>	0 100.000	0.0
	Total		7990				0 100.000	0.0
ublic-Non Intitutions	E-Voting	-	7680		<u> </u>	0	0.000	
Anna Caraca de C	Poll	188420		0.000		0	0 100.000	
	Postal Ballot (if applicable)	-	15670		3		0 100.000	0.
	Total	30010	00 126350	0 42.102	.6	<u> </u>		

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Agenda Item 5	Appointment of Mr. Ayush N	1odi(DIN: 07007194) a	s Managing Director of	the Company.				
Resolution Required : (Ordinary/Special)	Ordinary							
Whether promoter/promoter group are interested in the agenda/resolution?	No							
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes - In favour	No. of Votes = against		% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	1116800	316800	28.3668	316800		100.0000	<del></del>
	Poll		790000	70.7378	790000	<u> </u>	100.0000	
	Postal Ballot (if applicable)		0	0.0000	0		0.0000	
	Total		1106800	99.1046	1106800	(	100.0000	
Public-Institutions	E-Voting		0	0.0000	0		0.0000	
	Poll		0	0.0000	0	(	0.0000	
	Postal Ballot (if applicable)	_	0	0.0000	0	C	0.0000	0.000
	Total	]	0	0.0000	0		0.0000	0.000
Public-Non Intitutions	E-Voting		79900	4.2405	79900	]	100.0000	0.000
	Poll	1884200	76800	4.0760	76800		100.0000	0.000
경기 이 사용되는 이렇게 보고 사용했다. 그렇지 하다	Postal Ballot (if applicable)	1864200	0	0.0000	0	(	0.0000	0.000
<u> 원보는 다른 사람들이 발표하다 살아왔다면 하고 있는데 다</u>	Total	7	156700	8.3165	156700	(	100.0000	
Total		3001000	1263500	42.1026	1263500	(	100.0000	0.000



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## CONSOLIDATED SCRUTINIZER'S REPORT

[Pursuant to Section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended)

The Chairman of 37th Annual General Meeting ("AGM") of the Members of PURBASHA RESOURCES LTD. (the "Company") held on Thursday, 14th September, 2017, at 11.00 a.m. at 25, Park Lane, Kolkata – 700016

I, Amber Ahmad, Practicing Company Secretary, have been appointed as the Scrutinizer by the Board of Directors of the Company, for the purpose of scrutinizing remote e-voting and voting through physical ballot process, in a fair and transparent manner and ascertaining the requisite majority on remote e-voting and voting through physical ballot process carried out as per provisions of Section 108 of the Companies Act, 2013 (the Act) read with Rule 20 of the Companies (Management and Administration) Rules 2014, as amended, on the resolutions contained in the Notice for 37th Annual General Meeting of the members of the Company held on Thursday, 14th September, 2017, at 11.00 a.m. at 25, Park Lane, Kolkata – 700016.

The Management of the Company is responsible to ensure the Compliance with the requirement of the Companies Act, 2013 and Rules relating to voting through electronic means (by remote e-voting) and voting by using physical ballot paper on the proposed resolution contained in the notice of 37th Annual General Meeting (AGM) of the members of the Company. My responsibility as a Scrutinizer for the e-voting process including the remote e-voting and physical ballots is to ensure that the voting process is conducted in a fair and transparent manner and is restricted to making a Scrutinizer's Report on the votes cast in "favour" or "against" the resolutions, based on the reports generated from the e-voting system provided by Central Depository Services (India) Limited (CDSL), the authorised agency to provide e-voting facilities engaged by the Company and the votes cast through physical ballot papers at the venue of AGM.



## **Amber Ahmad**

Company Secretary in Practice



The Company has availed the e-voting facility offered by Central Depository Services (India) Limited (CDSL) for conducting remote e-Voting by the Shareholders of the Company. The AGM had also provided voting facility to the shareholders present at the meeting and who had not cast their vote earlier through remote e-voting facility.

The Shareholders of the company holding shares as on the "cut-off" date i.e.  $7^{\text{th}}$  September, 2017, were entitled to vote on the resolutions as contained in the Notice of the AGM.

The voting period for remote e-voting commenced on 11th September, 2017 (10:00 am) and ends on 13th September, 2017 (5:00 pm).

On 13th September, 2017, after the end of the remote e-voting period, I was provided access to the details of the members who had opted for the remote e -voting. The details such as the name of the member, folio no., and no. of shares held by the member could be seen to ensure that these members do not vote again at the AGM. However, the manner in which the votes were cast by the members was not available.

Further, the Chairman announced the Poll at the AGM for the shareholders who attended the meeting and had not cast their vote earlier through remote e - voting. Thereafter, one empty ballot box kept for polling was locked in my presence.

The locked ballot box was subsequently opened in the presence of two (2) witnesses who are not in employment of the Company. The Poll papers were diligently scrutinized and reconciled with the records maintained by Niche Technologies Pvt. Ltd., the Registrar and Transfer Agent (RTA) of the Company and the authorization / proxies lodged with the Company. There were no defective or incomplete poll papers received.

The votes cast through e- voting were unblocked after the AGM in presence of two (2) witnesses, who were not in employment of the Company. I have scrutinized and review the remote evoting and vote tendered therein based on the data downloaded from the e-voting website of the CDSL and also the ballot forms received during the Poll process at the AGM.

Witness No. 1 New Jam Strigh Name: MS. NEELAM SINGH

Witness No.2. Leipuikha Shainna Name: MS. DEEPSIKHA SHARMA

I, now submit my consolidated report as under on the result of the remote e-voting and voting at the meeting through physical ballot/poll in respect of the said resolutions:





esolution No. 1	and the Statement (	the Audited Balance She of Profit and Loss as on t and Auditors thereon.	hat date together wi	th the Reports of the					
tesolution Required : Ordinary/Special)	Ordinary  Total No. of Votes   % Based on Total								
Category	Number	of Votes Cast	Cast	Votes Cast					
	E-Voting	Poll/ Physical Ballot							
Votes Cast In Favour	396700	866800	1263500	100.00					
Votes Cast Against	0	0	0	0.00					
Tot	al 396700	866800	1263500	100.00					
Invalid/Abstained Votes	0	0	0	0.00					

tesolution No. 2	Re-appointment of Mrs. Vithika Agarwal Binjrajka (DIN 05211125) who retires by rotation.								
Resolution Required : Ordinary/Special)	Ordinary								
Category	Number	of Votes Cast	Total No. of Votes Cast	% Based on Total Votes Cast					
	E-Voting	Poll/ Physical Ballot							
Votes Cast In Favour	396700	866800	1263500	100.00					
Votes Cast Against	0	0	0	0.00					
	396700	866800	1263500	100.00					
Total	396700	3,3333							
Invalid/Abstained Votes	0	0	0	0.00					





esolution No. 3	Appointment of Stat	utory Auditors to fill up t		
esolution Required : Ordinary/Special)	Ordinary			% Based on Total
	Number	of Votes Cast	Total No. of Votes Cast	Votes Cast
Category	E-Voting	Poll/ Physical Ballot		
Votes Cast In Favour	396700	866800	1263500	100.00
Votes Cast Against	0	0	0	0.00
Total	396700	866800	1263500	100.00
Invalid/Abstained Votes	0	0	0	0.00

Resolution No. 4	Regularisation of Mr. Ayush Modi(DIN 07007194) as Director of the Company.								
Resolution Required : (Ordinary/Special) Category	Ordinary								
	Number of	Votes Cast	Total No. of Votes Cast	% Based on Total Votes Cast					
	E-Voting	Poll/ Physical Ballot							
Votes Cast In Favour	396700	866800	1263500	100.00					
Votes Cast Against	0	0	0	0.00					
Total	396700	866800	1263500	100.00					
Invalid/Abstained Votes	0	0	0	0.00					





Appointment of Mr. Ayush Modi(DIN 07007194) as Managing Director of the Company.								
Ordinary								
Number of	Votes Cast	Total No. of Votes Cast	% Based on Total Votes Cast					
E-Voting	Poll/ Physical Ballot							
396700	866800	1263500	100.00					
0	0	0	0.00					
396700	866800	1263500	100.00					
0	0	0	0.00					
	Company. Ordinary  Number of  E-Voting  396700	Number of Votes Cast	Number of Votes Cast					

All the Resolutions stand passed under e-Voting and poll with requisite majority.

The Register, all other papers and relevant records relating to remote e-voting shall remain in my safe custody until the Chairman considers, approves and signs the Minutes of the aforesaid AGM and thereafter the same would be handed over to the Company Secretary for the safe keeping.

Thanking you, Yours faithfully,

(Amber Ahmad)

Company Secretary Membership No: F9312

C.P No: 8581

Date: 15th September, 2017

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Place: Kolkata

