

August 14, 2019

The Manager,  
Department of Corporate Services (DCS-Listing)  
BSE Limited  
Phiroze Jeejeebhoy Towers, Dalal Street,  
Mumbai - 400 001  
Scrip Code: 530643

Dear Sir/Madam,

**Ref.: Company Code: BSE - 530643**

**Sub: Proceedings of the 25<sup>th</sup> Annual General Meeting**

In terms of Regulation 30 read with Para A of Part A of Schedule III of the Securities and Exchange Board of India (Listing Obligations & Disclosure Requirements) Regulations, 2015 as amended from time to time ('Listing Regulations'), we have to inform you that the 25<sup>th</sup> Annual General Meeting of the Members of the Company was held on Wednesday, August 14, 2019, at the Unit No.422 4th Floor The Summit Business Bay Near Cine Max Theater Andheri Kurla Road Andheri (E) Mumbai - 400 093 at 12.00 p.m. and concluded at 2.30 p.m.

All the Directors and Chairman of Board Committees were present at the 25<sup>th</sup> Annual General Meeting ['AGM'] except Mr. Dilip Boralkar and Mrs. Aruna Soni who could not attend the AGM due to their prior business commitments and communicated the same to the Company in advance. Mrs. Siddhi Sanchala, Authorised Representative of M/s. Pramod S. Shah & Associates, Secretarial Auditors and Mr. Bhaskar Iyer, Partner of M/s. Talati & Talati, Statutory Auditors, were present at the AGM. Total 65 Members were present in person including 1 representative of Body Corp

Mr. Brijkishor K Soni Managing Director of the Company to Chair the Meeting. Further, the Chairman of the Meeting was interested in agenda nos. 2, 3, 4. Mr. Brijkishor K Soni had chaired the meeting for the said agendas. The requisite quorum being present, the Chairman declared the Meeting in order. The Chairman briefed the Members about the relevant provisions of the Companies Act, 2013, the relevant Rules made thereunder, provisions of the Listing Regulations and the procedure of the AGM. He also informed that as per the provisions of Section 108 of the Companies Act, 2013, read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended from time to time, and other applicable provisions of the Companies Act, 2013 and Regulation 44 of the Listing Regulations, the Company had provided to its Members the facility to cast their votes by electronic means on all the resolutions as stated in the notice to the 25<sup>th</sup> AGM and e-voting was kept open from Saturday, August 10, 2019 [9:00 a.m. (IST)] to Tuesday, August 13, 2019 [5:00 p.m. (IST)]. The Board of Directors has appointed Mr. Shivam Baghel (ACS: 47621 and CP: 21362), Proprietor

of M/s. Shivam Baghel & Co., Practising Company Secretaries as a Scrutinizer to scrutinize the Remote E-voting process in a fair and transparent manner.

With the consent of all the Members, Notice of the 25<sup>th</sup> AGM was taken as read.

The qualifications mentioned in the Statutory Auditor's and Secretarial Auditor's Report along with the reply from Management was read at the AGM. The objective and implications of all the Resolutions were briefly explained before they were put to vote at the Meeting.

The Chairman also provided a fair opportunity to the Members of the Company who are entitled to vote to seek clarifications and/or offer comments related to the items of business and same were adequately addressed.

Since voting by show of hands was not permissible as per the provisions of the Companies Act, 2013, the Chairman ordered poll for the voting on all the resolutions as mentioned in the notice of the 25<sup>th</sup> AGM and voting was conducted by means of poll for the said resolutions in order to enable the Members to cast their vote, who have not voted through e-voting. As per the Companies Act, 2013, Members who have already voted through Remote E-voting, did not vote on Poll at the AGM.

Thereafter, the Chairman appointed Mr. Shivam Baghel (ACS: 47621 and CP: 21362), Proprietor of M/s. Shivam Baghel & Co., and Mr. Shailesh Parikh (DP ID- Client ID: IN30047610170603), Member of the Company, as Scrutinizers for poll. The poll was conducted as per the provisions of the Companies Act, 2013 and Rules made there under in a fair and transparent manner.

The Scrutinizer issued separate Scrutinizer's Report on the Remote E-voting. The Scrutinizers issued separate Scrutinizers' Report on the poll taken on all the resolutions contained in the notice of the 25<sup>th</sup> AGM of the Company. The Scrutinizers also submitted the combined report on the result of Remote e-voting together with that of Poll. Reports of Scrutinizers were furnished on Wednesday, August 14, 2019.

**Mode of voting for all the resolutions at the 25<sup>th</sup> AGM:** Remote E-voting was conducted between Saturday, the 10<sup>th</sup> day of August, 2019, 9.00 a.m. (IST) and Tuesday, the 13<sup>th</sup> day of August, 2019, 5.00 p.m. (IST) and poll was taken at the AGM.

As per the consolidated Report of the Scrutinizer(s), all the resolutions as set out in the Notice of 25<sup>th</sup> AGM have been approved by the Members of the Company with requisite majority. The details of the resolutions passed at the 25<sup>th</sup> AGM are given in the table below:





Resol ution No.	Brief description of resolutions (Kindly refer to the AGM notice for complete resolutions)	Outcome of voting
1	<b>Ordinary Resolution:</b> a. Adoption of the Audited Financial Statement of the Company for the Financial Year ended March 31, 2019 including the Audited Balance Sheet as at March 31, 2019, the Statement of Profit and Loss and Cash Flow Statement of the Company for the year ended on that date and notes related thereto together with the Board's Report and the Report of Auditors' thereon  b. Audited Consolidated Financial Statements of the Company for the Financial Year ended March 31, 2019 and the Report of the Auditors thereon	Approved with requisite majority
2	<b>Ordinary Resolution:</b> To appoint a Director in place of Mr. Shashank Soni (DIN: 02083384), who retires by rotation pursuant to the provisions of Section 152 of the Companies Act, 2013 ('the Act') and who is not disqualified to become Director under the Act and, being eligible, offers himself for re-appointment	Approved with requisite majority
3	<b>Special Resolution:</b> To approve the aggregate annual remuneration payable to Mr. Brijkishor Soni (DIN: 01274250) Promoter - Executive Managing Directors/Members of the Promoter Group exceeding 5% of the Net Profits of the Company calculated as per Section 198 of the Companies Act, 2013	Approved with requisite majority
4	<b>Special Resolution:</b> To approve the aggregate annual remuneration payable to Mrs. Aruna Soni DIN: (01502649) Promoter - Executive Directors/ Members of the Promoter Group exceeding 5% of the Net Profits of the Company calculated as per Section 198 of the Companies Act, 2013	Approved with requisite majority
5	<b>Ordinary Resolution:</b> To approve the capitalization of profit and free reserves for issue of Bonus Shares and to fix the Record Date	Approved with requisite majority
6	<b>Ordinary Resolution:</b> Appointment of Mr. Dilip Bhaskar Boralkar (DIN: 02515249) as an Independent Non - Executive Director	Approved with requisite majority
7	<b>Ordinary Resolution:</b> Appointment of Mr. Srikrishna Bhamidipati (DIN: 02083384) as an Independent Director	Approved with requisite majority
8	<b>Ordinary Resolution:</b> To Approve the Expenses for Service of Documents to Members	Approved with requisite majority



Aforesaid Voting Results were declared on August 14, 2019 and posted on the website of the Company at [www.ecoreco.com](http://www.ecoreco.com) and at the Registered Office of the Company and also at the website of the CDSL at [www.evotingindia.com](http://www.evotingindia.com) along with the Scrutinizers' Reports.

Kindly take the above proceedings on your record and oblige.

Thanking You.

Yours sincerely,

For Eco Recycling Limited,



**Brijkishor K Soni**

Chairman of the 25<sup>th</sup> AGM and Managing Director

(DIN: 01274250)

Mumbai

