

MINUTES OF THE PROCEEDINGS OF 01/2019-20 MEETING MEMBERS OF NOMINATION AND REMUNERATION COMMITTEE MEMBERS OF HARI GOVIND INTERNATIONAL LIMITED HELD ON WEDNESDAY, 14TH AUGUST, 2019 AT 4.30 P.M AT ITS REGISTERED OFFICE OF THE COMPANY AT 125, WARDHAMAN NAGAR, NR. RADHA KRISHNA MANDIR, NAGPUR-440008 WHICH COMMENCED AT 4.30 P.M AND CONCLUDED AT 5.15 P.M

The following Members present:

1. Amridevi Harikishan Maniyar - Chairperson
2. Jugalkishore Harikishan Maniyar - Member
3. Sunita Jugalkishore Bhanushali - Member

1. CHAIRPERSON:

Mrs. Amridevi Harikishan Maniyar, Occupied the Chair of the meeting, she welcomed all the members of the committee & commenced the meeting.

2. LEAVE OF ABSENCE:

As all the members of the committee were present no leave of absence was granted.

3. MODE OF PRESENCE OF QUORUM:

All the members are personally present throughout the meeting.

4. MINUTES OF PREVIOUS MEETING:

Minutes of previous meeting placed before the Committee, were confirmed and were signed by the Chairman.

5. EVALUATING PERFORMANCE OF INDEPENDENT DIRECTOR:

The Chairperson discussed with the Committee regarding the Evaluation report / papers received by Directors on Evaluation of the Independent Director. On the basis on the reports the Committee determined whether to extend or continue the appointment of the appointment of Independent Directors. The Director been evaluated did not participate in the event of his evaluation by other Directors. The Committee after discussion passed the following resolution:

“RESOLVED THAT the consent of the Committee be and is hereby accorded to continue the appointment of all the Independent Director till the date as mentioned in the appointment letter and approved by the members of the Company in the Annual General Meeting.”

6. FIXATION OF REMUNERATION OF MRS. TORAL SHAH AS COMPANY SECRETARY:

The Chairperson discussed with the Committee regarding the fixation of remuneration of Mrs. Toral Shah and to consider and pass, with or without modification, the following Resolution as an Ordinary Resolution:

“RESOLVED THAT pursuant to the provisions of Section 203 of the Companies Act, 2013 read with the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 and any other applicable provisions of the Act and rules made thereunder, including any amendments thereto or re-enacted thereof for the time being in force and recommendation of the Nomination and Remuneration Committee and Audit Committee, approval of the Company be and is hereby accorded for payment of remuneration to Mrs. Toral Shah Company Secretary, of the Company, on the terms and conditions agreed by and between Nomination and Remuneration Committee.

FURTHER RESOLVED THAT, Board of Directors of the Company be and is hereby authorised severally to do all such acts, deeds, matters and things as may be considered necessary or desirable to give effect to this resolution and matters incidental thereto.”

7. FIXATION OF REMUNERATION OF MRS. NAMRATA MANIYAR AS CFO OF THE COMPANY:

The Chairperson discussed with the Committee regarding the fixation of remuneration of Mrs. Namrata Maniyar and to consider and pass, with or without modification, the following Resolution as an Ordinary Resolution:

“RESOLVED THAT pursuant to the provisions of Section 203 of the Companies Act, 2013 read with the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 and any other applicable provisions of the Act and rules made thereunder, including any amendments thereto or re-enacted thereof for the time being in force and recommendation of the Nomination and Remuneration Committee and Audit Committee, approval of the Company be and is hereby accorded for payment of remuneration to Mrs. Namrata Maniyar Chief Financial Officer, of the Company, on the terms and conditions agreed by and between Nomination and Remuneration Committee.

FURTHER RESOLVED THAT, Board of Directors of the Company be and is hereby authorised severally to do all such acts, deeds, matters and things as may be considered necessary or desirable to give effect to this resolution and matters incidental thereto.”

8. TO AUTHORIZE ANY DIRECTOR TO SUBMIT THE MINUTES OF THE LAST NOMINATION & REMUNERATION COMMITTEE MEETING TO THE BOARD OF DIRECTORS FOR THEIR CONSIDERATION:

The Chairman on behalf of the Committee authorized any director to submit the Minutes of last Nomination & Remuneration Committee Meeting to the Board for their consideration.

9. VOTE OF THANKS:

There being no other business meeting ended with vote of thanks to chair.

PLACE: MUMBAI

DATE OF ENTRY: 08/09/2019

DATED: 10/02/2019

CHAIRMAN

MINUTES OF THE PROCEEDINGS OF 01/2019-20 MEETING MEMBERS OF NOMINATION AND REMUNERATION COMMITTEE MEMBERS OF HARI GOVIND INTERNATIONAL LIMITED HELD ON MONDAY, 10TH FEBRUARY, 2020 AT 4.30 P.M AT ITS REGISTERED OFFICE OF THE COMPANY AT 125, WARDHAMAN NAGAR, NR. RADHA KRISHNA MANDIR, NAGPUR-440008 WHICH COMMENCED AT 4.30 P.M AND CONCLUDED AT 5.15 P.M

The following Members present:

1. Amridevi Harikishan Maniyar - Chairperson
2. Jugalkishore Harikishan Maniyar - Member
3. Sunita Jugalkishore Bhanushali - Member

1. CHAIRPERSON:

Ms. Amridevi Harikishan Maniyar, Occupied the Chair of the meeting, she welcomed all the members of the committee & commenced the meeting.

2. LEAVE OF ABSENCE:

As all the members of the committee were present no leave of absence was granted.

3. MODE OF PRESENCE OF QUORUM:

All the members are personally present throughout the meeting.

4. MINUTES OF PREVIOUS MEETING:

Minutes of previous meeting placed before the Committee, were confirmed and were signed by the Chairman.

5. EVALUATING PERFORMANCE OF INDEPENDENT DIRECTOR:

The Chairperson discussed with the Committee regarding the Evaluation report / papers received by Directors on Evaluation of the Independent Director. On the basis on the reports the Committee determined whether to extend or continue the appointment of the appointment of Independent Directors. The Director been evaluated did not participate in the event of his evaluation by other Directors. The Committee after discussion passed the following resolution:

“RESOLVED THAT the consent of the Committee be and is hereby accorded to continue the appointment of all the Independent Director till the date as mentioned in the appointment letter and approved by the members of the Company in the Annual General Meeting.”

6. FIXATION OF REMUNERATION OF MR. MAYUR BHAILAL BHANUSHALI AS ADDITIONAL AND INDEPENDENT DIRECTOR OF THE COMPANY:

The Chairperson discussed with the Committee regarding the fixation of remuneration of Mr. Mayur Bhanushali and to consider and pass, with or without modification, the following Resolution as an Ordinary Resolution:

“RESOLVED THAT Pursuant to the provisions of Section 197 read with Part I and Section I of Part II of Schedule V and other applicable provisions, if any, of the Companies Act, 2013 (including any statutory modification or re-enactment thereof), applicable clauses of the Articles of Association of the Company and recommendation of the Nomination and Remuneration Committee and Audit Committee, approval of the Company be and is hereby accorded for payment of remuneration to Mr. Mayur Bhailal Bhanushali [DIN:08594476], Additional Director of the Company, on the terms and conditions agreed by and between Nomination and Remuneration Committee.

FURTHER RESOLVED THAT, Board of Directors of the Company be and is hereby authorised severally to do all such acts, deeds, matters and things as may be considered necessary or desirable to give effect to this resolution and matters incidental thereto.”

7. TO AUTHORIZE ANY DIRECTOR TO SUBMIT THE MINUTES OF THE LAST NOMINATION & REMUNERATION COMMITTEE MEETING TO THE BOARD OF DIRECTORS FOR THEIR CONSIDERATION:

The Chairman on behalf of the Committee authorized any director to submit the Minutes of last Nomination & Remuneration Committee Meeting to the Board for their consideration.

8. VOTE OF THANKS:

There being no other business meeting ended with vote of thanks to chair.

PLACE: MUMBAI

DATE OF ENTRY: 28/02/2020

DATED: 30/07/2020

CHAIRMAN