

MINUTES OF THE 31ST ANNUAL GENERAL MEETING OF MEMBERS OF HARI GOVIND INTERNATIONAL LIMITED HELD ON THURSDAY, 30TH SEPTEMBER, 2020 AT 4.00 P.M AT ITS REGISTERED OFFICE OF THE COMPANY AT 125, WARDHAMAN NAGAR, NR. RADHA KRISHNA MANDIR, NAGPUR-440008 WHICH COMMENCED AT 4.00 P.M AND CONCLUDED AT 5.00 P.M

The following directors were present:

- | | |
|------------------------------------|--------------------------------|
| 1. Jugalkishore Harikishan Maniyar | -- Whole Time Director |
| 2. Amridevi Harikishan Maniyar | -- Chairperson of NRC & SRC |
| 3. Sunita Jugalkishore Maniyar | -- Director |
| 4. Mayur Bhailal Bhanushali | -- Chairman of Audit Committee |
| 5. Toral Shah | -- Company Secretary |

Members:

Members present	---	08
Members present through proxy	---	NIL

By Invitation:

- | | | |
|--|---|----------------------------|
| Mrs. Namrata Maniyar | - | CFO |
| Mr. Devashish V. Chitaley
(Partner of M/s C. V Paturkar & Co. Chartered Accountants) | - | Statutory Auditor |
| Mr. Roy Jacob
(Proprietor of M/s. Roy Jacob & Co) | - | Secretarial Auditor |

1. CHAIRPERSON:

Mrs. Amridevi Harikishan Maniyar was voted to chair by show of hands. Thereafter the Chairperson occupied the Chair and conducted the proceedings of the meeting.

2. QUORUM:

The Chairperson informed that the Quorum for holding the adjourned 31st Annual General Meeting was present ascertained the quorum and called the meeting to order.

3. LEAVE OF ABSENCE:

All the directors were present at the Meeting.

4. REGISTER OF DIRECTOR AND KMP AND THEIR SHAREHOLDING:

Placing on the table the register of Director and KMP and their Shareholding maintained by the Company pursuant to Section 170 of the Companies Act, 2013, The Chairperson informed the meeting that the said register would remain open and accessible during the continuance of the meeting to every person having the right to attend the meeting.

5. REGISTER OF RELATED PARTY TRANSACTIONS:

The Register of Related Party Transactions was placed before the meeting in accordance with the requirement of section 189 of the Companies Act, 2013, it remained open and accessible during the continuance of the meeting to all persons attending the meeting.

6. NOTICE OF THE MEETING:

With the consent of the members present, the notice of the 31st Annual General Meeting of the Company which has already been lying with the members was taken as read.

7. DIRECTOR'S REPORT:

With the consent of the members present, the Director's Report as circulated among the members was taken as read.

8. AUDITOR'S REPORT:

Auditors report as submitted by the Statutory Auditors of the Company for the year ending 31st March, 2020 was read before the meeting Chairperson.

9. SECRETARIAL AUDIT REPORT:

Secretarial audit report as submitted by the Secretarial Auditor of the company for the year ending 31st March, 2020 was read before the meeting by Mrs. Amridevi Maniyar, Chairperson.

10. ADOPTION OF ACCOUNT - ORDINARY RESOLUTION:

Proposed by: Mrs. Sunita Jugalkishore Maniyar

Seconded by: Mrs. Mayur Bhailal Bhanushali

The following Resolution was taken up for consideration which was proposed and seconded by the aforementioned:

“RESOLVED THAT the Balance Sheet of the Company as 31st March, 2020, the Profit and Loss Account of the Company for the financial year ended 31st March, 2020, together with the Schedules and Notes, as attached thereto, the Directors' Report, annexed thereto, and the Auditors' Report to the Members, be and are hereby approved and adopted.”

The Chairperson enquired from the members present if there were any clarifications required on the Report and Accounts of the company. No questions were raised by the shareholders. The

Chairperson further announced passing of the above resolution through Poll as submitted by the Scrutinizer appointed for this purpose:

Manner of voting	Votes in favour of the resolutions		Votes against the resolutions	
	Nos.	Percentage	Nos.	Percentage
Remote E-voting	0	0%	0	0%
Physical Voting	44,50,000	89%	0	0.00%
Total	44,50,000	89%	0	0.00%

Thereafter, Chairperson declared that the above Ordinary Resolution was passed with requisite majority.

11. TO APPOINT MRS. SUNITA MANIYAR, WHO RETIRES BY ROTATION AND BEING ELIGIBLE, OFFERS HERSELF FOR RE-APPOINTMENT AS A DIRECTOR:

Proposed by: Mr. Jugalkishore Harikishan Maniyar
 Seconded by: Mr. Mayur Bhailal Bhanushali

The following Resolution was taken up for consideration which was proposed and seconded by the aforementioned:

“**RESOLVED THAT** pursuant to the provision of Section 152 of the Companies Act, 2013, Mrs. Sunita Jugalkishore Maniyar (DIN: 01796143), who retires by rotation at this meeting and being eligible has offered herself for re-appointment, be and is hereby re-appointed as a Director of the company, liable to retire by rotation.”

12. REGULARISATION OF MR MAYUR BHAILAL BHANUSHALI AS A DIRECTOR:

Proposed by: Mr. Jugalkishore Harikishan Maniyar
 Seconded by: Mrs. Amridevi Maniyar

The following Resolution was taken up for consideration which was proposed and seconded by the aforementioned:

“**RESOLVED THAT** pursuant to the provisions of Section 149, 152, 160 and all other applicable provisions of the Companies Act, 2013 and the Companies (Appointment and Qualification of Directors) Rules, 2014 (including any statutory modifications or re-enactment thereof for the time being in force), Articles of Association of the Company and other applicable laws, Mr. Mayur Bhailal Bhanushali (DIN: 08594476), who was appointed as an Additional Director of the Company with effect from 1th January, 2020 by the Board of Directors pursuant to Section 161 of the Act and as recommended by the Nomination and Remuneration Committee and who holds office upto the date of the ensuring Annual General Meeting of the Company, be

and is hereby appointed as a Director of the Company, whose period of office will be liable to determination by retirement of directors by rotation.

13. VOTE OF THANKS:

The business before the 31st Annual General Meeting of the company having been transacted, the Chairperson thanked the members present and declared the meeting as concluded.

PLACE: MUMBAI

DATE: 09/10/2020

DATE OF ENTRY: 09/10/2020

CHAIRPERSON