



NRC LIMITED

CIN-L17120MH1946PLC005227

Regd. Office

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PROCEEDING OF THE 69TH ANNUAL GENERAL MEETING OF NRC LIMITED (THE 'COMPANY') WAS HELD ON WEDNESDAY 13TH DECEMBER, 2017 AT 12.30 P.M. AT WALCHAND HIRACHAND HALL, 4TH FLOOR, IMC BUILDING , IMC MARG, CHURCHGATE , MUMBAI – 400 020 .

Following Directors were present:

1. Ms. Savita Acharya (Director & Chairperson of the Meeting)
2. Ms. Rasika Nakhawa(Director)
3. Mr. Arun Jain. (Managing Director)

In Attendance:

1. CA Sunil Shrishrimal (Representative From M/s. Lodha & Co, Chartered Accountants)
2. Mr. M.C. Nalwaya. (Chief Financial Officer)

Directors present amongst them appointed Ms. Savita Acharya, as Chairperson of the Meeting. She took the chair. The representatives of Statutory Auditors were also present at the meeting. After ascertaining the requisite quorum being present, the meeting was called to order and Chairperson welcomed the shareholders.

The Shareholders were informed that the Statutory Registers of the Company were open for inspection.

Chairperson stated that the Company had received 3 Corporate Representations for 1,73,35,377 Equity Shares aggregating to 46.55 % of total voting capital of the Company. With the permission of the members present at the meeting, the notice convening the 69th Annual general Meeting of the Company was taken as read. Since there were qualifications, observations, comments, matter of emphasis, Mr. M.C Nalwaya, CFO read out the same at meeting.

The Chairperson informed the Members regarding performance of the Company during the year under review as also the future plan of the Company.

Further the Chairperson informed that the Company had provided to the Members, the facility to cast their vote electronically, on all resolutions set forth in the Notice. Members who were present at the AGM and had not cast their votes electronically were provided an opportunity to cast their votes at the meeting. It was further informed that there would be no voting by show of hand.

The Chairperson further informed that M/s Jaiprakash R Singh & Associates; Practicing Company Secretaries had been appointed as the Scrutinizer for scrutinizing the e-voting process in a fair and transparent manner.

The following items of business, as per the Notice of AGM dated September 15,2017 were transacted at the meeting:

1.	To receive, consider and adopt the Audited Financial Statements of the Company for the financial year ended March 31, 2017, together with the Reports of the Board of Directors and the Auditors thereon;
2.	To appoint a Director in place of Shri G.P. Goenka who retires by rotation from the office by rotation and being eligible, offers himself for re-appointment.
3.	To appoint M/sBagaria & Co.LLP, Chartered Accountants as Statutory Auditors and fix their remuneration
4.	To appoint Ms Rasika Nakhawa(DIN: 07394510) as an Independent Director for a period upto 09.02.2022
5	To ratify the extension of tenure of Shri Arun Jain, as Managing Director and remuneration thereof for period from 25.01.2017 to 13.02.2017
6	To re-appoint Shri Arun Jain as Managing Director of the Company w.e.f. 14.02.2017 to 24.01.2020

The Chairperson thereafter invited the shareholders to put forth their observations and seek clarifications, if any, relating to the Annual report for the year 2016-17 and matters related thereto.

Some of the Shareholders present at the meeting expressed their views/sought clarifications on various matters related to the business & operation of the company to which the Managing Director provided clarifications to the satisfaction of the shareholders.

Thereafter, the Chairperson ordered for a poll to be taken at the meeting and appointed M/s Jaiprakash R Singh & Associates, the Practicing Company Secretaries as the scrutinizer for the poll process and requested them for conducting the poll process. Mr Jaiprakash R. Singh of M/s Jaiprakash R Singh & Associates conducted the poll process.

The Chairperson informed that the results of e-voting and poll together with the Scrutinizers report with regards to above business will be displayed/disclosed to the Stock Exchanges and on the website of the Company www.nrclimited.com

The chairperson thanked the shareholders for attending the 69th AGM of the Company and declared the meeting as concluded.

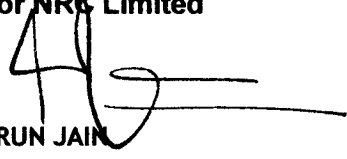
The consolidated result of e-voting and poll process are given below

Sr.No.	Resolution	No. of valid votes	No.of Votes in Favour	No. of Votes Against	No. of invalid votes	Result
1.	To receive, consider and adopt the Audited Financial Statements of the Company for the financial year ended March 31, 2017, together with the Reports of the Board of Directors and the Auditors thereon;	17446884 (100%)	17446884 (100%)	0 (0%)	0	Ordinary Resolution passed with requisite majority.
2.	To appoint a Director in place of Shri G.P. Goenka who retires by rotation from the office by rotation and being eligible, offers himself for re-appointment	17446884 (100%)	17399613 (99.88%)	0 (0%)	47271 (0.12)	Ordinary Resolution passed with requisite majority.
3.	To appoint M/s. Bagaria & Co. LLP, Chartered Accountants as Statutory Auditors and fix their remuneration	17446884 (100%)	17446884 (100%)	0 (0%)	0	Ordinary Resolution passed with requisite majority.
4.	To appoint Ms Rasika Nakhawa(DIN: 07394510) as an Independent Director for a period upto 09.02.2022	17446884 (100%)	17446884 (100%)	0 (0%)	0	Ordinary Resolution passed with requisite majority..

5	To ratify the extension of tenure of Shri Arun Jain, as Managing Director and remuneration thereof for period from 25.01.2017 to 13.02.2017	17446884 (100%)	17446884 (100%)	0 (0%)	0	Special Resolution passed with requisite majority
6	To re-appoint Shri Arun Jain as Managing Director of the Company w.e.f. 14.02.2017 to 24.01.2020	17446884 (100%)	17446884 (100%)	0 (0%)	0	Special Resolution passed with requisite majority

Place: Mumbai
Date: 15.12.2017

For NRC Limited


ARUN JAIN
Managing Director
Din - 00006007

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