

Form No. MGT 15:

Form for filing Report/Proceedings on/of Annual General Meeting

Pursuant to section 121(1) of the Companies Act, 2013 and Rule 31(2) of Companies
(Management and Administration) Rules, 2014

1. CIN : L52321TN1987PLC014433
2. a) Name of the Company : **Vitan Agro Industries Limited**
(Formerly Known as Vitan Departmental Stores & Industries Limited)
- b) Registered office address : B2, Sindur Pantheon Plaza, 346, Pantheon Road, Egmore, Chennai- 600 008
- c) E-mail id : vitanagroindus@gmail.com
- 3 Details of the meeting :
 - (i) day, date, hour of the annual general meeting : Monday, 1st September, 2014 at 11.00A.M.
 - (ii) venue of the annual general meeting: B2, Sindur Pantheon Plaza, 346, Pantheon Road, Egmore, Chennai- 600 008
 - (iii) whether chairman of the meeting appointed : Yes, Mr. Dinanath Shyamsundar, was appointed as the Chairman
 - (iv) number of members attending the meeting: 21
 - (v) whether the requisite quorum is present: Yes
 - (vi) business transacted at the meeting and result thereof: **Ordinary business:**

Item 1: ADOPTION OF ACCOUNTS:

To receive, consider and adopt the Financial Statement of the Company for the financial year ended 31st March, 2014, including audited Balance Sheet as at 31st March 2014 and the Statement of Profit and Loss for the year ended on that date and the Reports of Board of Directors and Auditors thereon

The resolution was passed as Ordinary Resolution with requisite majority.

Item 2: APPOINTMENT OF DIRECTOR IN PLACE OF RETIRING DIRECTOR V. P. CHOKANI:

To appoint a Director in place of V. P. Chokani (DIN: 00754145), who retires by rotation and being



eligible offers himself for re-appointment.

The resolution was passed as Ordinary Resolution with requisite majority.

Item 3: APPOINTMENT OF AUDITORS:

To appoint M/s. N.Kanodia & Co., Chartered Accountants (Firm Registration No. 327668E) the retiring auditor of the Company be and is hereby re-appointed as Auditor of the Company to hold office from the conclusion of this Annual General Meeting till the conclusion of the Thirty First Annual General Meeting of the Company to be held in the year 2018 (subject to ratification of its appointment at every AGM)

The resolution was passed as Ordinary Resolution with requisite majority.

Special Business:

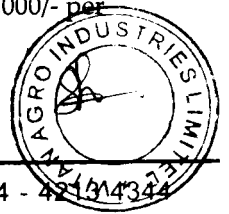
Item 4: APPOINTMENT OF MR. AMIT HAJARILAL CHAURASIYA AS INDEPENDENT DIRECTOR:

RESOLVED THAT pursuant to the provisions of Companies Act, 2013, Mr. Amit Hajarilal Chaurasiya (DIN 06629868), be and is hereby appointed as an Independent Director of the company to hold office for five consecutive years, for a term upto 31st March 2019.

The resolution was passed as Ordinary Resolution with requisite majority.

Item No. 5: APPOINTMENT OF MR. DINANATH SHYAMSUNDAR AS WHOLE TIME DIRECTOR FOR A PERIOD FROM 14TH FEBRUARY, 2014 TO 13TH FEBRUARY, 2017

RESOLVED THAT pursuant to the provisions of Companies Act, 2013 Company hereby accords its approval to the appointment Mr. Dinanath Shyamsundar (DIN: 06428256) as **Whole Time Director** of the company for a period of Three years with effect from 14th February, 2014 upto 13th February, 2014 with remuneration of Rs. 10,000/- per month.



The resolution was passed as Ordinary Resolution with requisite majority.

Item No. 6: APPOINTMENT OF MR. S KRISHNA RAO AS INDEPENDENT DIRECTOR:

RESOLVED THAT pursuant to the provisions of Companies Act, 2013, Mr. S Krishna Rao (DIN 00479451), be and is hereby appointed as an Independent Director of the company to hold office for five consecutive years, for a term upto 20th July 2019.

The resolution was passed as Ordinary Resolution with requisite majority.

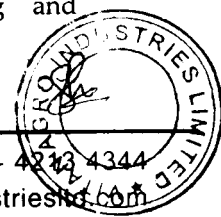
Item No. 7: GRANTING OF BORROWING POWERS UNDER SECTION 180(1)(c) OF THE COMPANIES ACT, 2013:

"RESOLVED THAT in supersession of all previous resolutions passed by the Company and pursuant to the provisions of Section 180(1)(c) and other applicable provisions, if any, of the Companies Act, 2013, consent of the members, be and is hereby accorded to the Board of Directors for borrowing, on behalf of the Company, any sum or sums of money in the aggregate, the sum of Rs.25,00,00,000 (Rupees Twenty Five Crores only) and /or in equivalent foreign currency

The resolution was passed as Special Resolution.

- (vii) Particulars with respect to any adjournment of meeting and change in venue : NA
- (viii) Particulars with respect of postponement of meeting and change in venue and : NA
- (ix) Any other points relevant for inclusion in the Report : NA
4. Fair summary of proceedings of the meeting : Mr. Dinanath Shyamsundar, Director of the Company welcomed the members.

On the proposal of Mr. S Krishna Rao, Director of the Company Mr. Dinanath Shyamsundar, Director of the Company, Chaired the meeting and



conducted the proceedings.

Chairman announced that 21 Shareholders were present.

After verifying the attendance register and Proxies, the Chairman declared that the required quorum was present and called the meeting to order.

The Chairman announced that the Register of Directors shareholding, Register of members and other statutory records as per the provisions the Companies Act, 2013 and rules thereof were available for inspection by the members of the company.

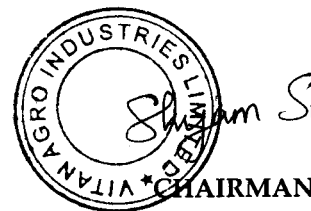
The Chairman declared with the permission of the members that the notice convening the 27th Annual General Meeting and the directors' report having been circulated already be taken as read.

Thereafter, the Chairman proceeded with the items as mentioned in the Notice.

As all the shareholders present at meeting had exercised their votes, through e-voting facility, the Chairman proceeded with opening the Scrutinizers report and decelerated the results of the each and every resolution as mentioned in the Point No. 3(vi) above.

The meeting then ended with vote of thanks.

5. Confirmed that the meeting was : YES
called, convened, held and conducted
as per the provisions of the Act, the
rules and secretarial standards made
thereunder.



Chennai, 1st September, 2014