

**VISTAR AMAR LIMITED**

(Formerly known as Shubhra Leasing Finance And Investment Company Limited)  
Reg. Off.: Plot- A4, APMC- MAFCO Yard, Sector 18, Vashi, Navi Mumbai- 400703  
Tel: +91 22 6551 5555/ 6551 5556 Fax: +91 22 27880820  
Website: www.vistaramar.com CIN No.: L05000MH1983PLC272707

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Date: 17-07-2018

To,  
Bombay Stock Exchange  
1st Floor, P. J. Towers,  
Dalal Street, Mumbai- 400001

Sub: Proceeding of the 34th Annual General Meeting held on 17<sup>th</sup> July, 2018

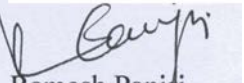
Dear Sir,

Pursuant to the Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2016, please find enclosed herewith the copy of the proceedings of 34<sup>th</sup> Annual General Meeting of Vistar Amar Limited held on Tuesday, 17<sup>th</sup> July, 2018 at 11:30 a.m. at Plot- A4, APMC- MAFCO Yard, Sector 18, Vashi, Navi Mumbai- 400703.

Kindly acknowledge the receipt and take the same on record.

Thanking You,

Yours Faithfully,  
For Vistar Amar Limited

  
Ramesh Panjji  
Managing Director  
DIN No. 00300737



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### **GIST OF THE PROCEEDINGS OF THE 34<sup>TH</sup> ANNUAL GENERAL MEETING OF VISTAR AMAR LIMITED**

The 34<sup>th</sup> Annual General Meeting (“the Meeting”) of the Members of the Company was held on 17<sup>th</sup> July, 2018 at 11:30 a.m. at Plot - A4, APMC - MAFCO Yard, Sector 18, Vashi, Navi Mumbai – 400703.

Shri Ramesh Panjri, Chairman, chaired the proceedings of the Meeting.

Total 4 Directors were present at the Meeting.

Total 8 Members present in person attended the Meeting as per the records of attendance.

Total 1 representation was received under Section 113 of the Companies Act, 2013.

The Chairman called the Meeting to order as requisite quorum was present and welcomed all the Shareholders to the Meeting.

The Chairman introduced the Directors, Committee Members and the invitees present at the Meeting.

With the consent of the Members present, the Notice convening the 34<sup>th</sup> Annual General Meeting, the Directors’ Report and the Accounts for the Financial Year ended 31<sup>st</sup> March, 2018 having been circulated to all the Members, were taken as read.

The Chairman informed that in the absence of any qualification, observation or comment on financial transactions or matters which have any adverse effect on the functioning of the Company mentioned in the Auditors’ Report, the Auditors’ Report not required to be read out in the Meeting in terms of Section 145 of the Companies Act, 2013.

The Chairman informed the Members that pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 and amendment thereto and Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Secretarial Standards, the Company had provided remote e-voting facility to the Members of the Company in respect of Resolutions to be passed at the Meeting.

The remote e-voting commenced at 10:00 a.m. on 14<sup>th</sup> July, 2018 and ended at 05:00 p.m. on 16<sup>th</sup> July, 2018.

The Chairman informed the Members that the Company has also arranged for a Poll on all the 6 Resolutions to be passed at the Meeting for Members who had not cast their vote through remote e-voting.

The Company had appointed Mrs. Isha Sumit Gupta, proprietor of M/s. I S Gupta & Co., Practicing Company Secretaries as a Scrutinizer for the purpose of scrutinizing the remote e-voting process and at AGM voting by poll process.

The Chairman gave an AGM Speech, a printed copy of which was also distributed to the Members who attended the Meeting.

Thereafter, the following resolutions as set out in the Notice convening the 34<sup>th</sup> Annual General Meeting were proposed and seconded by the Members:

ORDINARY BUSINESS		
1.	Adoption of Audited Financial Statements of the Company for the Financial Year ended 31st March, 2018 and the Report of Board of Directors and Auditors thereon	Ordinary Resolution
2.	Appointment of a Director in place of Mr. Ram Babulal Panjri (DIN No. 00262001), who retires by rotation and being eligible offers himself for re-appointment	Ordinary Resolution
3.	Ratification of appointment of M/s. S. P. Gupta & Associates, Chartered Accountants as Statutory Auditors of the Company for the year 2018-2019	Ordinary Resolution
SPECIAL BUSINESS		
4.	Regularization of Mr. Ramesh Ishwarlal Upadhyay (DIN No. 07087829) as Non-Executive Director of the Company	Ordinary Resolution
5.	Regularization of Mr. Ashwin Rughani (DIN No. 08107128) as Non Executive Independent Director of the Company	Ordinary Resolution
6.	Ratification of Related Party Transactions entered during the F.Y. 2017-2018	Ordinary Resolution

On the invitation of the Chairman, Members addressed the Meeting, gave their suggestions and sought clarifications on the Company's accounts and business. The Chairman responded to the queries of the Members and provided clarifications.

Thereafter, the Chairman announced voting to be taken by Poll and requested Mrs. Isha Sumit Gupta, proprietor of M/s. I S Gupta & Co., Company Secretaries, Scrutinizer for the orderly processed of the voting.

The Chairman announced that the results of remote e-voting and poll conducted at the 34<sup>th</sup> Annual General Meeting would be declared on or before 18<sup>th</sup> July, 2018 and shall be intimated to the Stock Exchange and also be placed on the website of the Company and Stock Exchange.

The Meeting concluded with a vote of thanks to the Chairman at 11:50 a.m.

For Vistar Amar Limited



Ramesh Panjri  
Managing Director  
DIN No. 00300737



Date and Place: 17<sup>th</sup> July, 2018; Navi Mumbai