



LACTOSE (INDIA) LIMITED
CIN : L15201GJ1991PLC015186

Dept of Corporate Services (CRD)
BSE Limited
Phiroze Jeejeebhoy Towers,
Dalal Street,
Mumbai- 400001

Sub: Outcome of the 28th Annual General Meeting (AGM) of the Company

Ref: Scrip Code: 524202

Dear Sir,

We wish to inform you that the 28th Annual General Meeting held on Monday, 30th September, 2019 at Survey No. 6, Village Poicha (Rania), Savli, District – Vadodara, Gujarat – 391780 Commenced at 12:30 p.m. and concluded at 2:30 p.m. have transacted the business mentioned in the Notice dated 14th August, 2019 were transacted.

In this regard please find enclosed the following:

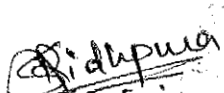
Summary of proceedings as required under Regulation 30, Para A of Part-A of Schedule -III of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 as Annexure - I.

The above said information/documents related to the 28th Annual General Meeting ('AGM') is available on the company's website www.lactoseindia.com.

Kindly acknowledge the receipt and take the same on record.

Thanking You,

For Lactose (India) Limited


Riddhi Sidhpura
Company Secretary

Mem. No: A56671

Place: Mumbai

Date: 01st October, 2019





LACTOSE (INDIA) LIMITED
CIN : L15201GJ1991PLC015186

PROCEEDINGS OF THE 28th ANNUAL GENERAL MEETING OF M/S. LACTOSE (INDIA) LIMITED HELD ON MONDAY, THE 30th DAY OF SEPTEMBER, 2019 COMMENCED AT 12:30 P.M. AND CONCLUDED AT 2:30 P.M. AT THE REGISTERED OFFICE OF THE COMPANY SITUATED AT SURVEY NO. 6, VILLAGE POICHA (RANIA) SAVLI, VADODARA, GUJARAT - 391780

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1. CHAIRMAN:

Mr. Shyamsunder Toshniwal took the chair and then the meeting commenced under his Chairmanship.

2. QUORUM:

The required quorum for the meeting was present, the Chairman ascertained the same & then ordered to proceed.

3. CHAIRMAN'S STATEMENT:

The Chairman extended a warm welcome to the shareholders, members of the Board of Directors and other invitees present at the 28th Annual General Meeting of the Company. He then stated that the Register of Directors and Key Managerial Personnel and their Shareholding u/s 170 of the Companies Act, 2013 and other records and documents mention in the notice of the Annual General Meeting and explanatory statement u/s 102 of the Companies Act, 2013 were available for the inspection by the shareholders during the continuation of the meeting.

With the consent of the shareholders present, the Chairman took the Notice convening the 28th Annual General Meeting, Explanatory Statement u/s 102 of the Companies Act, 2013 and the Annual Report for the financial year ended 31st March, 2019, having already been circulated to the members, as read.

The chairman then requested Mr. Atul Maheshwari, Managing Director of the Company to give a brief view about the financial performance of the Company, Economic and Industrial Outlook and future prospectus of the Company.

4. AUDITORS REPORT:

The Company Secretary read out the report of the Statutory Auditors M/s. C A S & Co., Chartered Accountants having firm registration no. 111075W to the Shareholders of the Company for the financial year ended 31st March, 2019.



5. CONSIDERATION OF AGENDA ITEMS AND DECISION THEREON:

The Company Secretary briefed the shareholders about the requirement of providing e-voting facility to the shareholders by listed entities in terms of provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules 2014 as substituted by the Companies (Management and Administration) Amendment Rules, 2015 ('Amended Rules 2015') and Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

She stated that as per the applicable provisions of the Companies Act, 2013 and Rules thereunder, the Company had provided remote e-voting facility to its shareholders to exercise their vote through e-voting platform CDSL. The process of e-voting started on Thursday, 26th September, 2019 at 09:00 a.m. which was open for 4 days and the same was concluded on Sunday, 29th September, 2019 at 05:00 p.m.

She then drew attention of the members at the Ballot paper which were distributed to the members and proxies present at the meeting but had not casted their votes by availing the remote e-voting facility. She said that all such members and proxies can exercise their vote by use of such Ballot Paper. She further stated that after discussion on the agenda items as set out in the Notice of the 28th Annual General Meeting, the Scrutinizer will conduct the Ballot Paper voting process. The normal practice of voting of show of hands is no more applicable to the Companies.

She further informed the shareholders that the Board of Director of the Company had appointed M/s. Jajodia and Associates, Practicing Company Secretary (Membership No: 36944) as the Scrutinizer to scrutinize the e-voting and poll process in fair and transparent manner.

Following agenda items, as mentioned in the notice convening the 28th Annual General Meeting of the Company, were considered and approved by the shareholders:

Sr. No.	Particulars	Resolution required (Ordinary/Special)
1.	To consider and adopt the Audited Financial Statements of the Company for the financial year ended 31st March, 2019, together with the Reports of the Board of Directors and Auditors thereon;	Ordinary
2.	To appoint a Director in place of Mr. Shyamsunder Toshniwal (DIN:01223515), who retires by rotation and, being eligible, offers himself for re-appointment;	Ordinary
3.	Re-appointment of Mrs. Sangita Maheshwari (DIN: 00369898) as a Whole-time Director	Special
4.	Re-appointment of Mr. Atul Maheshwari (DIN: 00255202) as Managing Director:	Special
5.	Appointment of Mr. Mahendrakumar Singhi Omprakash (DIN-00369418) as an Independent Director.	Ordinary
6.	Re-appointment of Mr. Pramod Kalani (DIN: 00548503) as an Independent Director of the Company	Special
7.	Re-appointment of Mr. Gopal	Special

	Krishna Sarda (DIN: 01397105) as an Independent Director of the Company	
8.	Approval of Related Party Transactions	Special

The Company Secretary then invited the Shareholders to give their comments and seek any clarification about the affairs of the Company and the agenda item of the meeting. The shareholders complimented the management about the good performance, initiatives undertaken and sought some clarifications mainly on operation of the Company, new initiatives, future plans etc. The Managing Director answered all the questions and clarifications sought by the shareholders to their complete satisfaction.

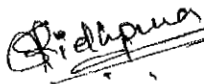
The Chairman then concluded the meeting with the vote of thanks. The Chairman informed that the result will be announced within permitted time on receipt of Scrutinizer's report.

Please take the same on records.

Thanking You,

Yours Faithfully,

FOR LACTOSE (INDIA) LIMITED



Riddhi Sidhpura
Company Secretary

Mem No: A56671

Date: 01st October, 2019

Place: Mumbai

