



LACTOSE (INDIA) LIMITED
Govt. recognised Export House
CIN : L15201GJ1991PLC015186

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

Scrip Code: 524202

Sub: Proceeding of the 27th Annual General Meeting (AGM) of the Company

Dear Sir,

We wish to inform you that the Shareholders of the Company at the 27th Annual General Meeting held on Wednesday, 26th September, 2018 commenced at 09:00 a.m. and concluded at 11:30 a.m. at Survey No. 6, Village Poicha (Rania), Savli, District -- Vadodara, Gujarat -- 391780 and the business mentioned in the Notice dated 19th July, 2018 were transacted.


Proceedings of the 27th Annual General Meeting of the Company is enclosed herewith.

The aforesaid information is also available on website of the company www.lactoseindia.com

Kindly acknowledge the receipt and take the same on record.

Thanking You,

For Lactose (India) Limited


Suyog Chaukar
Company Secretary
Membership No.: 49734



Place: Mumbai

Date: 27th September, 2018





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PROCEEDING OF THE 27TH ANNUAL GENERAL MEETING OF THE LACTOSE (INDIA) LIMITED HELD ON WEDNESDAY, 26TH SEPTEMBER, 2018 COMMENCED AT 09:00 A.M. AND CONCLUDED AT 11 : 30 A.M. AT SURVEY NO. 6, VILLAGE POICHA (RANIA), SAVLI, DISTRICT – VADODRA, GUJARAT – 391780

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 27th 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 27th Annual General Meeting, Explanatory Statement u/s. 102 of the Companies Act, 2013 and the Annual Report for the financial year ended 31st March, 2018, 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.





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4. Auditors Report:

The Company Secretary read out the report of the Statutory Auditors M/s. K. M. Tulsian & Associates, Chartered Accountants having firm registration no. 111075W to the Shareholders of the Company for the financial year ended 31st March, 2018.

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.

He 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 Saturday, September 22, 2018 at 09:00 a.m. which was open for 4 days and the same was concluded on Tuesday, September 25, 2018 at 05:00 p.m.

He 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. He said the all such members and proxies can exercise their vote by use of such Ballot Paper. He further stated that after discussion on the agenda items as set out in the Notice of the 27th Annual General Meeting, the Scrutinizer will conduct the Ballot Paper voting process. The normal practice of voting of show of hands are no more applicable to the Companies.

He further informed the shareholders that the Board of Director of the Company had appointed Mrs. Priti Jajodia, Practising Company Secretary as scrutinizer to scrutinize the e-voting and poll process, the scrutinizer has submitted her report on e-voting and poll process carried out by the shareholders to her containing requisite detail of voting.





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The following items as set out in the Notice convening the AGM were transacted at the meeting:

Sr. No.	Particulars	Resolution required (Ordinary/Special)
1	Adoption of Audited Financial Statements of the Company for the financial year ended 31 st March, 2018, the Reports of the Board of Directors and Auditors thereon;	Ordinary
2	To appoint a Director in place of Mr. Shyamsunder Toshniwal (DIN: 0122351), who retires by rotation and, being eligible, offer herself for re-appointment;	Ordinary
3	To continue the Directorship of Mr. Shyamsunder Toshniwal (DIN: 0122351), who has attained the age of 78 years as on 30 th May, 2018.	Special

The Company representative 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 generally 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.

For Lactose (India) Limited

Suyog Chaukar

Company Secretary

Membership No.: 49734



Place: Mumbai

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