Milestone Global Limited

CIN : L85110KA1990PLC011082

28th September, 2019

To
The Department of Corporate Services
Bombay Stock Exchange Limited
Phiroz Jeejeebhoy Towers, Dalal Street
Mumbai 400 001

Dear Sir,

Sub: - Submission of Annual General Meeting's Proceedings –Reg.
Ref: - Regulation 30 under SEBI Listing Regulations 2015(LODR)
Reg: Scrip Code: 531338

With reference to the above cited subject, we wish to submit the proceedings of the Annual General Meeting of the shareholders, held on 28th September, 2019 for your information and records.

Please acknowledge the receipt of the same.

Thanking you.

Yours faithfully
For **Milestone Global Limited**
for MILESTONE GLOBAL LIMITED

COMPLIANCE OFFICER

Anita Rawat
Company Secretary

Encl: As above.

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MILESTONE GLOBAL LIMITED

MINUTES OF TWENTY NINTH ANNUAL GENERAL MEETING OF THE SHAREHOLDERS OF MILESTONE GLOBAL LIMITED HELD ON SATURDAY THE 28TH DAY OF SEPTEMBER 2019 AT 54-B, HOSKOTE INDUSTRIAL AREA(KIADB) CHINTAMANI ROAD, HOSKOTE – 562 114, KARNATAKA COMMENCED AT 11.00 A.M.

The following were Present:

Mr. Alok Krishna Agarwal, Chairman
Mr. Fiyaz Ahmed, Whole Time Director
Ms. Nikita Agarwal, Director
Ms. Anita Rawat, Company Secretary

Members & Proxies

Shareholders (In person) : 46
Shareholder (by Proxy):NIL

1. APPOINTMENT OF CHAIRMAN

Mr. Alok Krishna Agarwal, the Chairman of the Board, took the chair and conducted proceedings of the Meeting.

2. CONFIRMATION OF QUORUM

Mr. Alok Krishna Agarwal, Chairman announced that the quorum for the meeting was present and called the meeting to order.

3. WELCOME ADDRESS

The Chairman extended a very warm welcome to the shareholders and informed them that all the statutory registers required to be placed before the Meeting were placed and had been tabled before them for inspection.

4. NOTICE CONVENING THE 29TH ANNUAL GENERAL MEETING

With the permission of the members, the notice convening the 29th Annual General Meeting was taken as read.

5. READING OUT THE AUDITORS' REPORT

With the permission of the members present, the Auditors' Report and Annexure thereto were taken as read. The members were informed that the Auditors Report did not contain any qualifications, observations or comments on financial transactions.

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6. **UPDATE ON PERFORMANCE OF THE COMPANY**

The Chairman briefed the members about Company's performance in 2018-2019 and the outlook of 2019-2020.

7. Thereafter, the Chairman stated 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 Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulation, 2015, the Company had offered e-voting facility as an alternate to its members to exercise their right to vote from 25th September, 2019 9:00 a.m. to 27th September, 2019 5:00 p.m.

Mr. M Jagadeesh, a Lawyer has been appointed as Scrutinizer for conducting e-voting and polling process.

8. **QUESTION AND ANSWER**

Thereafter, the Chairman invited members to raise queries which were satisfactorily replied to by the Chairman of the meeting.

The Chairman thanked the members for their participation, suggestions and comments.

9. Thereupon, the Chairman took up and moved the resolutions for the ordinary and special businesses as set out in item no. 1 to 5 of the notice of AGM of the Company, for consideration of the members as follows:

Ordinary Business

Item no. 1 ADOPTION OF FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH 2019 ALONG WITH THE AUDITORS' REPORT AND DIRECTORS' REPORT TOGETHER

Proposed by: Mr. T.V Gururaja
Seconded by: Mr. N. Ramamurthy

"**RESOLVED THAT** the audited standalone and consolidated financial statements of the Company including the Balance Sheet as at 31st March, 2019, the statement of profit and loss, the Cash Flow Statement for the year ended on that date and the Report of the Board of Directors and Auditors thereon be and are hereby approved and adopted."

Item no. 2 RE-APPOINTMENT OF MR. ALOK KRISHNA AGARWAL

Proposed by: Mr. Preetham P.V.
Seconded by: Mr. Ashok Chakrabarti

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"RESOLVED THAT Mr. Alok Krishna Agarwal who retires by rotation at the Annual General Meeting be and is hereby re-appointed as director of the company liable to retire by rotation."

Special Business

Item no. 3 REAPPOINTMENT OF MR. RAJEEV KAPOOR AS INDEPENDENT DIRECTOR

Proposed by: Mr. Raja Shekar Aradhya
Seconded by: Mr. Kamalesh

"RESOLVED THAT pursuant to the provisions of Sections 149, 150, 152 read with Schedule IV and all other applicable provisions, if any, of the Companies Act, 2013 and the Companies (Appointment and Qualification of Directors), Rules, 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force) and the applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), Mr. Rajeev Kapoor (DIN- 01358390) who was appointed as Independent Director in the Annual General Meeting (AGM) of the Company held on 20th September, 2014 and who holds office of Independent Director for a period of 5 years from AGM 2014 and being eligible, has submitted a declaration under Section 149(7) of the Companies Act, 2013 and in respect of whom the Company has received a notice in writing under Section 160 of the Act from a member proposing his candidature for the office of director, be and is hereby re-appointed as Independent Director of the Company, not liable to retire by rotation and to hold the office for a second term of 5 (five) consecutive years on the Board of Company from the date of this AGM."

Item no. 4 REAPPOINTMENT OF MR. NAVEEN CHAWLA AS INDEPENDENT DIRECTOR

Proposed by: Mr. D.S Rajendra Prakash
Seconded by: T.V. Gururaja

"RESOLVED THAT pursuant to the provisions of Sections 149, 150, 152 read with Schedule IV and all other applicable provisions, if any, of the Companies Act, 2013 and the Companies (Appointment and Qualification of Directors), Rules, 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force) and the applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), Mr. Naveen Chawla (DIN- 01754938) who

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was appointed as Independent Director in the Annual General Meeting (AGM) of the Company held on 20th September, 2014 and who holds office of Independent Director for a period of 5 years from AGM 2014 and being eligible has submitted a declaration under Section 149(7) of the Companies Act, 2013 and in respect of whom the Company has received a notice in writing under Section 160 of the Act from a member proposing his candidature for the office of director, be and is hereby re-appointed as Independent Director of the Company, not liable to retire by rotation and to hold the office for a second term of 5 (five) consecutive years on the Board of Company from the date of this AGM."

Item no. 5 REAPPOINTMENT OF MR. MAYANK BUGHANI AS INDEPENDENT DIRECTOR

Proposed by: Mr. S.G. Manohara Rao
Seconded by: Mr. Sheeladhar

"**RESOLVED THAT** pursuant to the provisions of Sections 149, 150, 152 read with Schedule IV and all other applicable provisions, if any, of the Companies Act, 2013 and the Companies (Appointment and Qualification of Directors), Rules, 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force) and the applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), Mr. Mayank Bughani (DIN- 02809728) who was appointed as Independent Director in the Annual General Meeting (AGM) of the Company held on 20th September, 2014 and who holds office of Independent Director for a period of 5 years from AGM 2014 and being eligible has submitted a declaration under Section 149(7) of the Companies Act, 2013 and in respect of whom the Company has received a notice in writing under Section 160 of the Act from a member proposing his candidature for the office of director, be and is hereby re-appointed as Independent Director of the Company, not liable to retire by rotation and to hold the office for a second term of 5 (five) consecutive years on the Board of Company from the date of this AGM."

There being no other business to transact, the meeting ended with vote of thanks to the Chair.

The Chairman then declared the meeting as closed.

Date: 28.09.2019
Place: Hoskote

CHAIRMAN

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