



SINTERCOM

07th September, 2019

To,
NSE Limited,
Exchange Plaza,
Plot No. C/1, G-Block,
Bandra-Kurla Complex,
Bandra (E), Mumbai 400 051

Symbol: SINTERCOM

**Sub: Submission of Minutes of the 12th Annual General Meeting of Sintercom India Limited
as per Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements), 2015**

Dear Sir/ Madam,

Pursuant to regulation 30 of SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015, please find enclosed herewith the minutes of 12th Annual General Meeting held on Thursday 05th September, 2019 at 04:30 P.M. at Hotel Orritel, Survey No.135, Opposite Talegaon MIDC Junction, Old Mumbai Pune Highway, Vadgaon, Pune, Maharashtra 412106

Please take the same to your record.

Yours Faithfully,

Thanking You

For Sintercom India Limited



Anuja Joshi
Company Secretary & Compliance Officer



Encl: As mentioned above

SINTERCOM India Limited
(Formerly Sintercom India Pvt. Ltd.)
CIN.: L29299PN2007PLC129627

Registered Office :
Gat No. 127, At Post Mangrul, Tal.: Maval,
(Talegaon Dabhade), Pune- 410507. India.
Tel.: 0211 466 1200 | Fax: 0211 466 1202
info@sintercom.co.in | www.sintercom.co.in

HELD AT _____ ON _____ TIME _____

MINUTES OF THE 12th ANNUAL GENERAL MEETING OF MEMBERS OF SINTERCOM INDIA LIMITED HELD ON THURSDAY 05TH SEPTEMBER, 2019 AT 04.30 P.M. AND CONCLUDED ON 04.53 P.M. AT HOTEL ORRITEL, SURVEY NO.135, OPPOSITE TALEGAON MIDC JUNCTION, OLD MUMBAI PUNE HIGHWAY, VADGAON, PUNE MAHARASHTRA 412106

PRESENT:

Mr. Hari Nair	Chairman
Mr. Jignesh Raval	Managing Director
Mr. Harald Neubert	Director
Mr. Madan Godse	Independent Director & Chairman Audit Committee

Mr. Pankaj Bhatawadekar	Chief Financial Officer
Ms. Anuja Joshi	Company Secretary and Compliance Officer

Mr. Parag Pansare	Statutory Auditor (Partner Kirtane & Pandit LLP)
Ms. Vaishnavi Pawase	Secretarial Auditor (Representative Kanj & Co LLP)

Total 13 members attended the 12th Annual General Meeting (the "AGM" or the "Meeting")

Mr. Hari Nair, Chairman of the Company, occupied the Chair and presided over the Meeting. The Chairman after ascertaining that requisite quorum was present called the Meeting to Order.

The Company Secretary welcomed the member for the 12th AGM and commenced the proceedings of the Meeting.

The Company Secretary also informed the members that the Register of Directors Shareholding, Register of Contracts and other registers required under the act was on the table before her and the same was available for inspection by the members.

With the Consent of Members, the notice convening the meeting and Auditors report were taken as read.

The Company Secretary stated that the Company has received 'Nil' qualification from the Statutory Auditors of the Company. For Secretarial Audit report there were two qualifications which was taken to read by the Company Secretary along with the comments of the Board of Directors in their report.

The Chairman welcomed the members for the 12th AGM and 2nd AGM as a public Listed Company and he further thanked them for investing in the Company. In his speech he highlighted the economy and industrial scenario. He then explained the Company's policy being adopted for growth in the coming period.

The Managing Director briefed members about the performance of the Company during the last fiscal year. He further brought to the notice of the member the achievements made by the Company during that period. He informed the members about the Company's performance and its long-term business strategy & goal.

The Meeting then took up for consideration the items on the Agenda



HN
CHAIRMAN'S INITIALS

HELD AT _____ ON _____ TIME _____

Ordinary Business**Item No. 1:**

To receive, consider and adopt the Audited Financial Statements of the Company for the Financial Year ended 31st March, 2019 together with Reports of Board of Directors and Auditors thereon:

The Chairman placed before the Members the Financial Statements of the company for the year ended 31st March, 2019 together with Auditors Reports and Board Report, thereon.

Before putting the resolution relating to Financial Statements and Director's Report to vote, the Chairman invited questions from the shareholders on the same.

There were no queries were raised by the members.

The Chairman, then, proposed the following resolution & was seconded by Mr. Pankaj Bhatawadekar.

"RESOLVED THAT the audited financial statement of the Company for the financial year ended March 31, 2019 and the reports of the Board of Directors and Auditors thereon laid before this meeting, be and are hereby considered and adopted."

The resolution was then put to vote on the show of the hands and was passed unanimously.

Item No. 2:

To appoint Mr. Harald Neubert (DIN 03446380), who retire by rotation and being eligible, offer himself for re-appointment as a Director

The Company Secretary then took up for consideration Item no. 2 of the Notice regarding appointment of Mr. Harald Neubert, Director of the Company, retiring by rotation and eligible for re-appointment and requested members to propose and second the following Resolution as an Ordinary Resolution:

"RESOLVED THAT pursuant to the provisions of Section 152 of the Companies Act, 2013, Mr. Harald Neubert (DIN 03446380), who retires by rotation at this meeting and being eligible has offered himself for re-appointment and be and is hereby re-appointed as a Director of the Company, liable to retire by rotation."

Mr. Jignesh Raval proposed the resolution which was seconded by Mr. Satish Sabnis

The Company Secretary then put the Resolution to Vote and on show of hands declared the Resolution as carried by majority votes.

Item No. 3:

To ratify the Appointment of Statutory Auditors

The Company Secretary then took up for consideration Item no. 3 of the Notice regarding ratification of the Appointment of Statutory Auditors of the Company, to hold office for a




CHAIRMAN'S INITIALS

HELD AT _____ ON _____ TIME _____

period of five consecutive years commencing from the Financial year 2017-18 and requested members to propose and second the following Resolution as an Ordinary Resolution:

"RESOLVED THAT in terms of the provisions of Sections 139-142 and other applicable provisions, if any, of the Companies Act, 2013 and Rules made thereunder, M/s. Kirtane & Pandit, Chartered Accountants (Firm's Registration Number: 105215W) be and are hereby appointed as Auditors of the Company, to hold office for a period of five consecutive years commencing from the Financial year 2017-18 at such remuneration as may be fixed by the Managing Director of the Company."

Mr. Pavan Sarode proposed the resolution which was seconded by Mr. Satish Sathe.

The Company Secretary then put the Resolution to Vote and on show of hands declared the Resolution as carried by majority votes.

Special Business

Item No. 4

Ratification of remuneration of Mr. Jignesh Raval, Managing Director

The Company Secretary then took up for consideration Item no. 4 of the Notice regarding Ratification of remuneration of Mr. Jignesh Raval, Managing Director. The Company Secretary stated the Ministry of Corporate Affairs (MCA) has notified the provisions of the Companies (Amendment) Act, 2017 (CA Amendment Act), relating to managerial remuneration, which are now in force with effect from 12 September 2018. By way of a notification, the amendments to Section 197 and Schedule V of the Companies Act, 2013 (CA 2013) have been brought into effect. The requirement of seeking approval of the Central Government for the payment of managerial remuneration in excess of limits stipulated for public companies has now been removed and hence the resolution with respect to remuneration was required to be ratified within one year from the date of notification, she then requested the Members to propose and second the following resolution as Ordinary Resolution:

"RESOLVED THAT pursuant to the provisions of section 196, 197 and 203 read with other applicable provisions and Schedule V of the Companies Act, 2013 and the provisions of Articles of Association of the Company and Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 and subject to such other approvals as may be necessary, the approval of the Members be and hereby accorded for the payment of the excess remuneration to Mr. Jignesh Raval (DIN: 01591000), Managing Director, for the remaining period of two years viz., from 01st Jan, 2019 to 31st Dec, 2020 has been ratified by the Shareholders as mentioned under;

- a. Annual Salary: (Amount in Rs.)

Year	2019	2020
Salary	16,780,290	18,620,370
Incentive	5,000,000	75,00,000
Total	21,780,290	26,120,370



hu
CHAIRMAN'S INITIALS

HELD AT _____ ON _____ TIME _____

*The annual increment will be decided by the Board of Directors of the Company.

b. Perquisites:

- Company provide car for official use with Driver;
- Personal Accident Policy for the Managing Director & his family;
- Group Medclaim policy for Managing Director and his family;
- Contribution to Provident Fund, superannuation fund or annuity fund to the extent these either singly or put together or not taxable under the Income Tax Act, 1961;
- Gratuity as per applicable laws;

RESOLVED FURTHER THAT the Managing Director shall perform such duties and services as shall from time to time be entrusted to him including the powers exercisable by the Board under the Articles of Association of the Company and shall undertake to use his best endeavours to promote the interests of the Company and comply with such orders and directions as may be given to him by the Board from time to time.

RESOLVED FURTHER THAT during such time as Mr. Jignesh Raval holds and continues to hold office of Managing Director of the Company, he shall not be liable to retire by rotation.

RESOLVED FURTHER THAT the Board of Directors and the Company Secretary be and are hereby authorised to take all such steps as may be necessary, proper and expedient to give effect to this resolution."

Mr. Harald Neubert proposed the resolution which was seconded by Ms. Shreya Jadhav

The Company Secretary then put the Resolution to Vote and on show of hands declared the Resolution as carried by majority votes.

With all the items of the agenda being transacted, the Company Secretary thanked the members for making it convenient to attend the 12th Annual General Meeting and also thanked them for their active participation in the 12th Annual General Meeting.

Thereafter, the Company Secretary declared the meeting as concluded.

Place: Pune
Date: 07/09/2019



Hari Nair

Hari Nair
Chairman

CHAIRMAN'S INITIALS