



SUPER BAKERS (INDIA) LTD.

[CIN : L74999GJ1994PLC021521]

REGD. OFFICE: Nr. Hirawadi Char Rasta, Anil Starch Road, Naroda Road, Ahmedabad - 380 025.

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16th September, 2017

BSE Limited Phiroze Jeejeebhoy Towers, Dalal Street, Fort, Mumbai - 400 001 Company Code No. 530735	Ahmedabad Stock Exchange Limited, Kamdhenu Complex, 1st Floor, Opp. Sahajanand College, Panjara Pole, Ambawadi, Ahmedabad- 380 015 Company Code No. 57473
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Dear Sir:

Sub: Minutes of 23rd Annual General Meeting

We are enclosing herewith copy of the Minutes of the 23rd Annual General Meeting of the Company held on 16th September, 2017 for your records.

This is in compliance with Regulation 30 of SEBI (Listing Obligations and Disclosures Requirement).

Kindly find the same in order and acknowledge receipt of the same.

Thanking you,

Yours faithfully,
for SUPER BAKERS (INDIA) LIMITED,


ANIL S. AHUJA
MANAGING DIRECTOR

Encl: As above.

SUPER BAKERS (INDIA) LIMITED

[CIN: L74999GJ1994PLC021521]

Registered Office:

Near Hirawadi Char Rasta,
Anil Starch Mill Road, Naroda, Ahmedabad-380025

MINUTES OF THE 23RD ANNUAL GENERAL MEETING

THE 23RD ANNUAL GENERAL MEETING (AGM) OF THE MEMBERS OF THE COMPANY HELD ON SATURDAY, THE 16TH SEPTEMBER, 2017 AT THE REGISTERED OFFICE OF THE COMPANY NEAR HIRAWADI CHAR RASTA, ANIL STARCH MILL ROAD, NARODA ROAD, AHMEDABAD – 380 025 AT 1.00 P.M. AND CONCLUDED AT 1.30 P.M.

Total 49 members were present in the meeting constituted valid quorum.

The following Directors of the Company were also present in the meeting:

1. Mr. Shankar T. Ahuja	Chairman
2. Mr. Anil S. Ahuja	Managing Director
3. Mr. Sunil S. Ahuja	Director
4. Ms. Unnati Bane	Director
5. Mr. Hargovind H. Parmar	Director

IN ATTENDANCE:

Mr. Thakur D. Jaswani	Chief Financial Officer
Mr. Kashyap R. Mehta	Secretarial Auditor

CHAIRMAN:

Mr. Shankar T. Ahuja, Chairman occupied the Chair to lead the meeting and declare the Meeting to be in order.

MEMBERS PRESENT:

The Chairman announced that 49 members are present in person forming necessary quorum throughout the Meeting.

The Chairman then welcomed the members present at the meeting.

DIRECTORS PRESENT:

The Chairman informed that 5 Directors which include Chairman of the Committees were present. The Chairman explained the reason for absence of Mr. Arvindkumar P. Thakkar and Ishwar Hemnani, Directors of the Company.

AUDITORS AND SECRETARIAL AUDITORS:

The Chairman informed that the Statutory Auditors of the Company was exempted to attend this Annual General Meeting for which the Board of Directors have passed necessary resolution. Secretarial Auditors were present in the Meeting.

PROXIES:

Total one proxy representing 1,31,736 Equity Shares was received by the Company. The Register of Proxies was kept open for inspection.

REGISTER OF DIRECTORS & KMP, THEIR SHAREHOLDING AND STATUTORY & SECRETARIAL AUDITORS' REPORT:

The Chairman announced that as required under Section 171(b) of the Companies Act, 2013 and Secretarial Standards, the Register of Directors & KMP, their shareholding and Statutory & Secretarial Auditors' Report were open during the continuance of the meeting for inspection to the members.

NOTICE OF THE MEETING:

The Chairman instructed Mr. Thakur D. Jaswani to read the Notice dated 20th July, 2017 in connection with convening of 23rd Annual General Meeting on 16th September, 2017 and with the consent of the members present at the meeting to take the Notice of the 23rd Annual General Meeting of the Company as read.

STATUTORY & SECRETARIAL AUDITORS' REPORT:

The Chairman instructed Mr. Thakur D. Jaswani to read Statutory & Secretarial Auditors' Report to the Shareholders of the Company for the year ended on 31st March, 2017.

E-VOTING & BALLOT VOTING:

The Chairman informed the members that in terms of Section 108 read with Rule 20 of the Companies (Management & Administration) Rules, 2014 and Regulation 44 of SEBI (LODR) Regulations, 2015, the Company has provided remote e-voting facility to the members vide 23rd AGM Notice dated 20th July, 2017 dispatched to the members. Members voted through remote e-voting between e-voting period from 13th September, 2017 to 15th September, 2017. The Chairman informed further that remote e-voting facility was not made available at the AGM venue.

The Chairman instructed to distribute physical Ballot forms to the members present in person or by proxy at the 23rd Annual General Meeting to enable those members to cast vote who have not opted for remote e-voting as voting by show of hands would not be allowed in the 23rd Annual General Meeting in terms of provisions of Section 107 of the Companies Act, 2013 and the provisions for demand of Poll would not be also applicable or relevant in view MCA's clarification dated 17th June, 2014.

The Chairman informed members that the Board has appointed Mr. Kashyap R. Mehta, Proprietor of M/s. Kashyap R. Mehta & Associates, Company Secretaries, Ahmedabad as Scrutinizers to scrutinize the votes cast through remote e-voting and Ballot voting. The Scrutinizer prepared the Report on remote e-voting & Ballot voting and submitted consolidated Scrutinizer's Report within 48 hours of the conclusion of 23rd AGM.

CHAIRMAN'S STATEMENT:

The Chairman informed the members about the general progress of the Company and then invited queries from the members present at the meeting to reply to their satisfaction. Some of the members present at the meeting asked few queries which the Chairman adequately answered.

ORDINARY BUSINESS:

ITEM NO. 1

ADOPTION OF DIRECTORS' REPORT AND AUDITED FINANCIAL STATEMENTS FOR THE FINANCIAL YEAR 2016-17:

The Chairman placed before the meeting the Audited Financial Statements of the Company for the financial year ended on 31st March, 2017 including Reports of the Directors and Auditors there on for the consideration and adoption of the same in the meeting by the Members of the Company and moved the following resolution as an ORDINARY RESOLUTION:

ORDINARY RESOLUTION:

“RESOLVED THAT the Audited Financial Statements of the Company for the financial year ended on 31st March, 2017 including Reports of the Directors and Auditors there on which have already been circulated to the Members and laid before this meeting be and are hereby approved and adopted.”

The aforesaid resolution was proposed by the Chairman as well as Mr. Narendra Ambalal & Mr. Paresh H. Patel and seconded by Ms. Dipali H. Patel.

The Chairman then declared the result on the above Resolution on the basis of Consolidated Final Report of the Scrutinizer as under:

	Remote E-voting	Ballot Voting	Consolidated Voting
Favour	570655	191053	761708
Against	125	-	125
Total	570780	191053	761833

The Chairman then declared to have passed the above resolution as an Ordinary Resolution.

ITEM NO. 2

RE-APPOINTMENT OF MR. SUNIL S. AHUJA AS DIRECTOR OF THE COMPANY:

The Chairman informed the members that Mr. Sunil S. Ahuja retires by rotation from the office of Director at this 23rd Annual General Meeting and that he being eligible has offered himself for reappointment as a Director of the Company.

Kiran Narendra proposed and Mr. Suresh H. Patel seconded the proposal that the following resolution reappointing Mr. Sunil S. Ahuja as a Director of the Company, liable to retire by rotation, be passed as an ORDINARY RESOLUTION:

ORDINARY RESOLUTION:

“RESOLVED THAT the retiring Director Mr. Sunil S. Ahuja (DIN – 00064612) in terms of Section 152(6) of the Companies Act, 2013 be and is hereby re-appointed as a Director of the Company, liable to retire by rotation.”

The Chairman then declared the result on the above Resolution on the basis of Consolidated Final Report of the Scrutinizer as under:

	Remote E-voting	Ballot Voting	Consolidated Voting
Favour	570655	191003	761658
Against	125	50	175
Total	570780	191053	761833

The Chairman then declared to have passed the above resolution as an Ordinary Resolution.

ITEM NO. 3

APPOINTMENT OF STATUTORY AUDITORS FOR THE YEAR 2017-18:

The Chairman informed the members that the Auditors of the Company M/s. T. K. Tekwani & Co., Chartered Accountants, Ahmedabad retire from the office of Auditors of the Company from the conclusion of this 23rd Annual General Meeting and as per Section 139(1) of the Companies Act, 2013 and the rules made there under, and the Company can appoint M/s. O. P. Bhandari & Co., Chartered Accountants, Ahmedabad as Statutory Auditors to hold office from the conclusion of 23rd Annual General Meeting till the conclusion of 24th Annual General Meeting to be held in 2018 (i.e. for the financial years 2017-18)

Mr. Sitaram Goyal proposed and Ms. Kamlesh Goyal seconded the said proposal that the following resolution for appointment of M/s. O. P. Bhandari & Co., Chartered Accountants, Ahmedabad as Auditors of the Company for the year 2017-18 be passed as an ORDINARY RESOLUTION:

ORDINARY RESOLUTION:

“RESOLVED that pursuant to the provisions of Section 139 and other applicable provisions, if any, of the Companies Act, 2013 and the Rules framed thereunder, M/s. O. P. Bhandari & Co., Chartered Accountants (Firm Registration No.112633W) be and are hereby appointed as Auditors of the Company to hold office for the financial year 2017-18 from the conclusion of this 23rd Annual General Meeting (AGM) till the conclusion of the 24th AGM of the Company to be held in the year 2018, at such remuneration as shall be fixed by the Board of Directors of the Company.”

	Remote E-voting	Ballot Voting	Consolidated Voting
Favour	570655	191053	761708
Against	125	-	125
Total	570780	191053	761833

The Chairman declared to have passed the above resolution as an Ordinary Resolution.

SPECIAL BUSINESS:

ITEM NO. 4

APPOINTMENT OF MR. ISHWAR HEMNANI AS A DIRECTOR OF THE COMPANY:

The Chairman instructed Thakur D. Jaswani to read the Explanatory Statement under Section 102 of the Companies Act, 2013 annexed to the notice of the Meeting which was as under:

‘Pursuant to provisions of section 161(1) of the Companies Act, 2013 (hereinafter referred to as the Act) and pursuant to the Articles of Association of the Company, the Board of Directors of the Company appointed Mr. Ishwar Hemnani as an Additional Director with effect from 14th November, 2016. Mr. Ishwar Hemnani is an Independent Director on the Board of the Company.

Pursuant to provisions of Section 161 of the Act, Mr. Ishwar Hemnani holds office only up to the date of this Annual General Meeting of the Company.

Mr. Ishwar Hemnani is not disqualified from being appointed as Director in terms of section 164 of the Act and has given his consent to act as Director. Section 149 of the Act, inter alia, stipulates the criteria of independence should a Company propose to appoint an Independent Director on its Board. As per the provisions of the said section, an Independent Director shall not be included in determining the total number of Directors liable to retire by rotation.

The Company has received a declaration from Mr. Ishwar Hemnani that he meets with criteria of independence as prescribed both under section 149(6) of the Act and Reg. 25 of SEBI (LODR), 2015.

Mr. Ishwar Hemnani possesses skills and experience in the field of Accounting. Brief resume of Mr. Ishwar Hemnani, nature of his expertise in specific functional areas and names of the Companies in which he holds directorships and memberships / chairperson of the Board/ Committees, shareholding and relationship between Directors inter se, as stipulated under Reg. 25 of SEBI (LODR), 2015 with the Stock Exchanges, are provided in the Corporate Governance Report forming part of the Annual Report.

In the opinion of the Board, Mr. Ishwar Hemnani fulfils the conditions specified in the Act and rules made thereunder for his appointment as an Independent Director of the Company.

Keeping in view of his experience and knowledge, the Board considers that his association would be of benefit to the Company and it is desirable to continue to avail the services of Mr. Ishwar Hemnani as an Independent Director.

None of the Directors (except Mr. Ishwar Hemnani), Key Managerial Personnel or their relatives are in any way concerned or interested, financially or otherwise in this resolution.

The Board recommends the resolution for your approval as an Ordinary Resolution.'

Mr. Atul Passawala proposed and Mr. Praful Passawala seconded the said proposal that the following Resolution for appointment of Mr. Ishwar Hemnani as an Independent Director of the Company as an ORDINARY RESOLUTION:

ORDINARY RESOLUTION:

“RESOLVED THAT pursuant to provisions of Sections 149, 150 and 152 read with Schedule IV of the Companies Act, 2013 and the Companies (Appointment and Qualifications of Directors) Rules, 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force) and Reg. 25 of SEBI (LODR), 2015, Mr. Ishwar Hemnani (DIN – 07656618), an Independent Director of the Company, who was appointed as an Additional Director pursuant to provisions of Section 161(1) of the Companies Act, 2013 as amended from time to time and in accordance with the Articles of Association of the Company and whose term of office expires at this Annual General Meeting and in respect of whom the Company has received a notice in writing under Section 160 of the Companies Act, 2013 from a member proposing his candidature for the office of the Director, be and is hereby appointed as an Independent Director of the Company to hold office for a term of 1 (One) year from the conclusion of this Annual General Meeting up to the conclusion of the 24th Annual General Meeting to be held in the calendar year 2018.”

The Chairman declared the result on the above Resolution on the basis of Consolidated Final Report of the Scrutinizer as under:

	Remote E-voting	Ballot Voting	Consolidated Voting
Favour	570655	191003	761658
Against	125	50	175
Total	570780	191053	761833

The Chairman declared to have passed the above resolution as an Ordinary Resolution.

ITEM NO. 5

RE-APPOINTMENT OF MR. ANIL S. AHUJA AS MANAGING DIRECTOR OF THE COMPANY:

The Chairman instructed Thakur D. Jaswani to read the Explanatory Statement under Section 102 of the Companies Act, 2013 annexed to the notice of the Meeting which was as under:

‘Shareholders may recall that in the 18th Annual General Meeting held on 22nd September, 2012, Mr. Anil S. Ahuja was reappointed as Managing Director of the Company for a period of five years from 1st January, 2012.

The Board of Directors, on the recommendation on Nomination and Remuneration Committee, in their meeting held on 23rd November, 2016 have reappointed Mr. Anil S. Ahuja as Managing Director for a period of 3 years i.e. from 1st January, 2017 to 31st December, 2019.

The major terms of the remuneration of Managing Director are as under:

I. PERIOD:

The term of the Managing Director shall be for a period of 3 years from 1st January, 2017 to 31st December, 2019 (not liable to retire by rotation).

II. REMUNERATION:

A. SALARY:

The Managing Director shall be entitled to salary up to Rs. 1,50,000/- per month.

B. PERQUISITES:

1. The Managing Director shall be entitled to reimbursement of medical expenses for himself and family subject to a ceiling of half month's salary per year or one and half months' salary over a period of three years.
2. Contribution to Provident Fund, Super annuation Fund and Annuity Fund to the extent these either singly or put together are not taxable under the Income- tax Act, 1961.
3. Gratuity payable at a rate not exceeding half a month's salary for each completed year of service.
4. Encashment of leave at the end of the tenure.
5. Free use of Company's car with driver for Company's business and free telephone facility at residence.

6. Leave Travel Concession for self and family at a rate not exceeding one month's salary for one year or three months' salary in a block of three years.

III. The Managing Director shall be entitled to reimbursement of expenses incurred by him in connection with the business of the Company.

IV. The Managing Director shall not, so long as he functions as such, become interested or otherwise concerned directly or through his wife and/or minor children in any selling agency of the Company without the prior approval of the Central Government.

V. DUTIES:

Subject to the superintendence, direction and control of the Board of Directors of the Company, the Managing Director shall be entrusted with substantial powers of management and also such other duties and responsibilities as may be entrusted to him by the Board of Directors from time to time. The headquarter of the Managing Director shall be at Ahmedabad or at such place as the Board of Directors may decided from time to time.

VI. TERMINATION:

The Managing Director may be removed from his office for gross negligence, breach of duty or trust if the Company in its General Meeting to that effect passes a special Resolution. The Managing Director may resign from his office by giving 90 days' notice to the Company.

VII. COMPENSATION:

In the event of termination of office of Managing Director takes place before the expiration of tenure thereof, Managing Director Shall be entitled to receive compensation from the Company for loss of office to the extent and subject to limitation as provided under section 202 of the Companies Act, 2013.”

As per the provisions of Sections 188,196, 197, 203 and all other applicable provisions, if any, of the Companies Act, 2013, Special Resolution is necessary for holding office as Managing Director of the Company on remuneration.

The following is the details of interest of Directors/ Key Managerial Personnel/ Relative of Director/ Relative of Key Managerial Personnel:

Sr. No	Category	Name of Interested Director / KMP	Financial Interest	Non- Financial Interest
1.	Director	Mr. Anil S. Ahuja	Relates to his reappointment as Managing Director, he may be deemed to be concerned or interested in the business	
2.	Key Managerial Personnel	-	-	-
3.	Relative of Director	Mr. Shankar T. Ahuja Mr. Sunil S. Ahuja	Relates to Reappointment of Mr. Anil S. Ahuja, who is a relative of these Directors and, therefore, they may be deemed to be concerned or interested in the business	
4.	Relative of Key Managerial Personnel	-	-	

The following are the information required under Section II of Part II of Schedule V of the Companies Act, 2013:

Sr. No		Particulars	Information
I		GENERAL INFORMATION	
	1	Nature of industry	Manufacturing of Food and Confectionary.
	2	Date or expected date of commencement of commercial production	Already Commenced
	3	In case of new companies , expected date of commencement of activities as per project approved by financial institutions appearing in the prospectus	N.A.
	4	Financial performance based on given indicators	NIL turnover (2016-17) since the company has suspended its manufacturing operations.
	5	Exports performance and net foreign exchange collaborations	NIL
	6	Foreign investments or collaborations, if any.	NIL
II		INFORMATION ABOUT THE APPOINTEE	
	1	Background details	B. Com
	2	Past remuneration	Up to Rs. 18 lacs p.a. + Perquisites
	3	Recognition or awards	-
	4	Job profile and his suitability	20 Years experience in the Food Industry
	5	Remuneration proposed	Up to Rs. 18 lacs p.a. + Perquisites
	6	Comparative remuneration profile with respect to industry, size of the company, profile of the position and person (in case of expatriates the relevant details would be w. r. t the country of his origin.)	Remuneration is in commensurate with experience & qualifications.
	7	Pecuniary relationship directly or indirectly with the company or relationship with the managerial personnel , if any	Mr. Anil S. Ahuja is the Managing Director of the Company.
III		OTHER INFORMATION	
	1	Reasons of loss or inadequate profits	High Market competition
	2	Steps taken or proposed to be taken for improvement	Rationalisation of existing product Range and Opening new Markets
	3	Expected increase in productivity and profits in measurable terms	Turnover expected to increase in future years
IV		DISCLOSURES	
	1	The shareholders of the Company shall be informed of the remuneration package of the managerial person	Disclosure will be made in the notice of 23 rd Annual General Meeting.
	2	The following disclosure shall be mentioned in the Board of Director's report under the heading "Corporate Governance" , if any , attached to the annual report:	Yes
	2(i)	All elements of remuneration package	As mentioned above

		such as salary , benefits , bonuses , stock , stock options , pension , etc , of all the directors;	
	2(ii)	Details of fixed component and performance linked incentives along with the performance criteria;	No performance linked incentives.
	2(iii)	Service contracts , notice period , severance fees;	90 days' Notice.
	2(iv)	Stock option details , if any , and whether the same has been issued at a discount as well as the period over which accrued and over which exercisable;	N.A.

Mr. Anil S. Ahuja, Mr. Shankar T. Ahuja and Mr. Sunil S. Ahuja may be treated as interested as described above. No other Directors, Key Managerial Personnel or their relatives is in any way concerned or interested, financially or otherwise in this resolution.

The Board recommends the resolution for your approval as a Special Resolution.'

Mr. Jashvant C. Modi and Mr. Mahendra K. Patel proposed and Mr. Sarav J. Suratwala seconded the said proposal that the following Resolution for re-appointment of Mr. Anil S. Ahuja as Managing Director of the Company as a SPECIAL RESOLUTION:

SPECIAL RESOLUTION:

“RESOLVED THAT pursuant to the provisions of Section 188, 196, 197, 203 read with Schedule V and other applicable provisions, if any, of the Companies Act, 2013, the Company do hereby accord its approval to the reappointment of Mr. Anil S. Ahuja as Managing Director of the Company, not liable to retire by rotation, for a period of 3 years with effect from 1st January, 2017 to 31st December, 2019 on the terms and conditions and the remuneration (which have been approved by Nomination and Remuneration Committee) and that he be paid remuneration (even in the year of losses or inadequacy of profit) by way of Salary, perquisites and Commission not exceeding the amount thereof as set out in the Explanatory Statement which is permissible under Section II of Part II of Schedule V of the Companies Act, 2013.”

“RESOLVED FURTHER THAT the extent and scope of Salary and Perquisites as specified in the Explanatory Statement be altered, enhanced, widened or varied by the Board of Directors in accordance with the relevant provisions of the Companies Act, 2013 for the payment of managerial remuneration in force during the tenure of the Managing Director without the matter being referred to the Company in General Meeting again.”

The Chairman declared the result on the above Resolution on the basis of Consolidated Final Report of the Scrutinizer as under:

	Remote E-voting	Ballot Voting	Consolidated Voting
Favour	570655	191053	761708
Against	125	-	125
Total	570780	191053	761833

The Chairman declared to have passed the above resolution as a Special Resolution.

ITEM NO. 6

AUTHORITY TO LINK INTIME INDIA PRIVATE LIMITED (RTA) FOR MAINTAINING REGISTER OF MEMBERS TOGETHER WITH THE INDEX OF MEMBERS OF THE COMPANY AND COPIES OF ANNUAL RETURNS:

The Chairman instructed Thakur D. Jaswani to read the Explanatory Statement under Section 102 of the Companies Act, 2013 annexed to the notice of the Meeting which was as under:

‘The Board of Directors of the Company in their meeting held on 20th July, 2017 said that as per the provisions of Section 94 and other such applicable provisions of the Companies Act, 2013 and relevant rules thereunder the Register of Members together with the Index of members of the Company under section 88 of Act and copies of the Annual Returns under section 92 of the Act shall be maintained by M/s. Link Intime India Private Limited, Registrar and Transfer Agent (RTA) at their office premises at 506-508 Amarnath Business Centre-1 (ABC-1), Beside Gala Business Centre, Near St. Xavier’s College Corner, Off C G Road, Ellisbridge, Ahmedabad – 380 006 and such other places as the RTA, shift its office from time to time.

None of the Directors, Key Managerial Personnel or their relatives are in any way concerned or interested, financially or otherwise in this resolution.

The Board recommends the resolution for your approval as a Special Resolution.

Mr. Arun S. Panchal proposed and Mr. Ramesh B. Bharadiya & Mr. Arun Panchal seconded the said proposal that the following Resolution for authority to Link Intime India Private Limited (RTA) for maintaining Register of Members together with the Index of Members of the Company and Copies of Annual Returns as a SPECIAL RESOLUTION:

SPECIAL RESOLUTION:

“RESOLVED THAT pursuant to Section 94 and such other applicable provisions of the Companies Act, 2013 (‘the Act’) and the relevant rules, circulars and notifications made there under (including any statutory modification(s), enactment(s) or re-enactment(s) thereof for the time being in force), the consent of the Members of the Company, be and is hereby accorded to maintain the Register of Members together with the Index of members of the Company under Section 88 of the Act and copies of the Annual Returns under Section 92 of the Act at the office premises of Link Intime India Private Limited, Registrar and Transfer Agent (RTA), 506-508, Amarnath Business Centre-1 (ABC-1), Beside Gala Business Centre, Near St. Xavier’s College Corner, Off C. G. Road, Ahmedabad – 380 006, and such other places as the RTA, shift its office from time to time.”

“RESOLVED FURTHER THAT the Board of Directors of the Company be and are hereby authorized to do all such things, deeds, matters and take all such actions as may be required from time to time for giving effect to the above resolution and matters related thereto.”

The Chairman declared the result on the above Resolution on the basis of Consolidated Final Report of the Scrutinizer as under:

	Remote E-voting	Ballot Voting	Consolidated Voting
Favour	570680	191053	761733
Against	100	-	100
Total	570780	191053	761833

The Chairman declared to have passed the above resolution as a Special Resolution.

VOTE OF THANKS:

The meeting was, thereafter, concluded with a Vote of Thanks to the Chair by the members present at the meeting and the Chairman also responded to that.

**Sd/-
CHAIRMAN**