

# VISISTH CHAY VYAPAR LTD.

**Registered Office** : A-446, Basement,  
Defence Colony, New Delhi - 110 024

**Head Office** : 5, Gorky Terrace  
2nd Floor, Kolkata - 700 017  
Phone : 033-66133300  
Fax : 033-66133303  
E-mail : corp@citystarinfra.com

1st August, 2017

To,  
The Metropolitan Stock Exchange of India Ltd. (MSEI)  
Vibgyor Towers, 4th Floor,  
Plot No C 62, G-Block,  
Opp. Trident Hotel,  
Bandra Kurla Complex,  
Bandra (E), Mumbai-400098, India

**Sub: Annual General Meeting ("AGM") and Voting Results**

**Scrip Code: VISISTH**

Dear Sir,

The AGM of the Company was held today the 31<sup>st</sup> day of July, 2017 and the business mentioned in the Notice was transacted. In this regard, please find enclosed the following:

- Summary of proceedings as required under Regulation 30 Part A of Schedule-III of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations").
- Voting results as required under Regulation 44 of the Listing Regulations.
- Report of Scrutinizer dated 31<sup>st</sup> July, 2017, pursuant to Section 108 of the Companies Act, 2013 ("Act") and Rules framed there under.
- Annual Report for the financial year 2016-2017 as required under Regulation 34 of the Listing Regulations duly approved and adopted by the Members as per the provisions of the Act.

This is for your information and records.

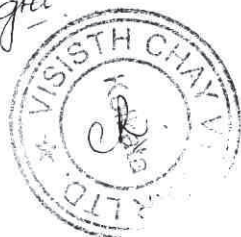
Thanking you,

Yours faithfully,

For Visisth Chay Vyapar Limited

*Chanchal Rungta*

Chanchal Rungta  
DIRECTOR  
DIN: 07590027  
Encl: As above.



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## Summary of proceedings of the Annual General Meeting:

The Annual General Meeting ("AGM") of the Members of Visisth Chay Vyapar Limited was held on Monday, July 31, 2017 at 2.00 P.M. at A-446 Basement, Defence Colony, New Delhi 110024. Mr. Champa Lal Pareek, chaired the meeting. The requisite quorum being present, the Chairman called the meeting to order. He introduced the Directors on the dias.

The Chairman delivered his speech. The Chairman informed that the Company has provided the Members, facility to cast their vote electronically, on all resolutions set forth in the Notice. No poll was held at the venue of AGM as all the shareholders present had already cast their vote by electronic means. It was further informed that there would be no voting by show of hands.

The following items of business, as per the Notice of AGM dated 30<sup>th</sup> May, 2017 were transacted at the meeting.

1. To receive, consider and adopt:
  - a. The Audited Balance Sheet and statement of Profit and Loss Account and Cash Flow Statement for the financial year ended March 31, 2017 along with the Auditor's Report and the Director's Report as circulated to the shareholders and laid before the meeting, be received, considered and adopted.
2. To appoint Mrs. Chanchal Rungta as Director who is retiring by rotation and being eligible for re-appointment.
3. Ratification of appointment of Auditors of the Company.

The clarification was provided to the queries raised by the members.

The Board of Directors appointed Ms. Priya Mankani (Membership No. 34744) as the Scrutinizer to scrutinize the voting by remote e-voting and votes cast through Ballot Paper at the AGM in fair and transparent manner. The Chairman declared the results of Voting. The Scrutinizer's Report was received and accordingly all the Resolutions as set out in the Notice were declared as passed.

This is for your information and records.

Thanking you,  
Yours faithfully,  
For, Visisth Chay Vyapar Limited

*C E Pareek*

Champa Lal Pareek  
Chairman



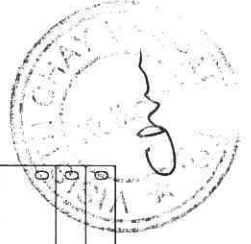
**VISISTH CHAY VYAPAR LIMITED - ANNUAL GENERAL MEETING ('AGM') Voting Results**  
*[Regulation 44(3) of the SEBI (Listing Obligations and Disclosures Requirements) Regulation, 2015]*

Date of the AGM	31st July, 2017
Total number of shareholders on record date (being the cut-off date for determining the shareholders entitled to vote-July 24, 2017)	244
No. of Shareholders present in the meeting either in person or through proxy:	
Promoter and Promoter Group	3
Public	12
No. of Shareholders attended the meeting through Video Conferencing:	
Promoter and Promoter Group	NOT APPLICABLE
Public	
Resolution required: (Ordinary/Special)	Ordinary Resolution
Whether promoter/promoter group are interested in the agenda/resolution?	Yes, deemed to be interested to the extent of their respective shareholding in the Company

**ORDINARY BUSINESS:** Item No.

1 : Adoption of Balance Sheet, Statement of Profit and Loss, Report of Auditors and Board of Directors for the year ended 31st March, 2017.

Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	4214500	4214500	100	4214500	0	100	0
	Poll	0	0	0	0	0	0	0
	Postal Ballot (if applicable)	0	0	0	0	0	0	0
	Total	4214500	4214500	100	4214500	0	100	0
Public- Institutions	E-Voting	0	0	0	0	0	0	0
	Poll	0	0	0	0	0	0	0
	Postal Ballot (if applicable)	0	0	0	0	0	0	0
	Total	0	0	0	0	0	0	0
Public- Non Institutions	E-Voting	15784500	15784400	100.00	15784400	0	100	0
	Poll	0	0	0	0	0	0	0
	Postal Ballot (if applicable)	0	0	0	0	0	0	0
	Total	15784500	15784400	100.00	15784400	0	100	0
	Total	19999000	19998900	100.00	19998900	0	100	0



Item No. 2: Re-Appointment of Mrs. Chanchal Rungta as Director who is retiring by rotation.

Resolution required: (Ordinary / Special)		ORDINARY NO						
Whether promoter/promoter group are interested in the								
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	4214500	4214500	100	4214500	0	100	0
	Poll	0	0	0	0	0	0	0
	Postal Ballot (if applicable)	0	0	0	0	0	0	0
	Total	4214500	4214500	100	4214500	0	100	0
Public-Institutions	E-Voting	0	0	0	0	0	0	0
	Poll	0	0	0	0	0	0	0
	Postal Ballot (if applicable)	0	0	0	0	0	0	0
	Total	0	0	0	0	0	0	0
Public- Non Institutions	E-Voting	15784500	15784400	100.00	15784400	0	100	0
	Poll	0	0	0	0	0	0	0
	Postal Ballot (if applicable)	0	0	0	0	0	0	0
	Total	15784500	15784400	100.00	15784400	0	100	0
	Total	19999000	19998900	100.00	19998900	0	100	0

Item No: 3 Ratification of appointment of Auditors

Resolution required: (Ordinary / Special)		ORDINARY NO						
Whether promoter/promoter group are interested in the								
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	4214500	4214500	100	4214500	0	100	0
	Poll	0	0	0	0	0	0	0
	Postal Ballot (if applicable)	0	0	0	0	0	0	0
	Total	4214500	4214500	100	4214500	0	100	0
Public-Institutions	E-Voting	0	0	0	0	0	0	0
	Poll	0	0	0	0	0	0	0
	Postal Ballot (if applicable)	0	0	0	0	0	0	0
	Total	0	0	0	0	0	0	0
Public- Non Institutions	E-Voting	15784500	15784400	100.00	15784400	0	100	0
	Poll	0	0	0	0	0	0	0
	Postal Ballot (if applicable)	0	0	0	0	0	0	0
	Total	15784500	15784400	100.00	15784400	0	100	0
	Total	19999000	19998900	100.00	19998900	0	100	0



**PRIYA MANKANI**  
(Practicing Company Secretaries)

Block-309, Flat 2A,  
Fort Residency,  
38 S.N. Roy Road,  
New Alipore,  
Kolkata – 700 038  
Ph. No. – 7407223556  
Email: mankani.pria@gmail.com

**SCRUTINIZER'S REPORT FOR REMOTE E-VOTING AND POLL**

**[Pursuant to Section 108 of the Companies Act, 2013 and Rule 20(3) of the Companies (Management and Administration) Rules, 2014 and Companies (Management and Administration) amended Rules, 2015]**

To,  
The Chairman of Annual General Meeting of **M/s. Visisth Chay Vyapar Limited** (the Company) held on Monday, the 31st day of July, 2017

Dear Sir,

I, Priya Mankani, Practicing Company Secretary, appointed as Scrutinizer by the Board of Directors of Visisth Chay Vyapar Limited ("the company") for the purpose of scrutinizing the e-voting process in a fair and transparent manner and ascertaining the requisite majority of e-voting carried out as per the provisions of the Companies Act, 2013 and Rule 20 (3) of the Companies (Management and Administration) Rules, 2014 and Amended Rules, 2015 on the below mentioned resolution(s), at the Annual General Meeting of the Equity shareholders of the Company, held of Monday, the 31<sup>st</sup> day of July, 2017 at 2.00 P.M. at A-446, Basement, Defence Colony, New Delhi – 110024.

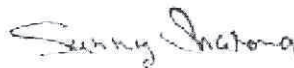
The Management of the Company is responsible to ensure the Compliance of the requirement of the Companies Act, 2013 and the rules relating to voting through electronic means (by remote e-voting) on the resolutions contained in the notice of the Annual General Meeting of the Company. My responsibility as a scrutinizer is to ensure that the voting process through electronic means conducted in a fair and transparent manner and render scrutinizer's report of the total votes cast "in favour" or "against" in the resolutions stated in the notice to the Chairman, based on the report generated from the e-voting system provided by the Central Depository Services Limited (CDSL).

**Further to the above, I submit my report as under:**

1. The e-voting period remained open from 28.07.2017 (9.00 A.M.) to 30.07.2017 (5.00 P.M.)
2. The shareholders holding shares as on the "cut off" date i.e. 24.07.2017 were entitled to vote on the proposed resolutions (item no. 1 to 3) as set out in the notice of the Annual General Meeting of the Equity shareholders of M/s. Visisth Chay Vyapar Limited.
3. The CDSL portal was blocked for voting on 30.07.2017 at 5.00 p.m. Accordingly, the electronic votes were unblocked on 31.07.2017 around 5.00 p.m. in the presence of two witnesses, Mr. Suraj Kumar and Mr. Sunny Sharma, not in the employment of the Company. They have signed below in confirmation of the votes being unblocked in their presence.



Name: Suraj Kumar



Name: Sunny Sharma



4. Thereafter, the details containing, inter-alia, list of equity shareholders, who voted "FOR" or "AGAINST" as set out in the notice of the Annual General Meeting of the Company that were put to vote, were generated, the results of the e-voting is annexed.
5. No poll was held at the venue of the AGM as all the shareholders present had already cast their votes by electronic means. Also that no representation has been received from institutions for authorized voting.
6. The Register, all other papers and relevant records relating to electronic voting shall remain in our safe custody until the Chairman considers, approves and signs the minutes of the aforesaid Annual General Meeting and the same are handed over to the Chairman/Company Secretary for safe keeping.
7. List of equity share holders who voted for and against and those declared invalid for each resolution are handed over to the Chairman / Company Secretary for safe keeping.
8. The results of the e-voting are as under:
  - a. **Ordinary Resolution 1:**  
**Adoption of Financial Statements, Reports of the Board of Directors and Auditors for the financial year ended 31<sup>st</sup> March, 2017.**

I. **Votes in favour** of the resolution:

Mode of Voting	Number of members voted through electronic voting system	No of votes cast	% of total number of valid votes cast
E-voting	243	19998900	100
Ballot	0	0	0
Total	243	19998900	100

II. **Votes against** the resolution:

Mode of Voting	Number of members voted through electronic voting system	No of votes cast	% of total number of valid votes cast
E-voting	0	0	0
Ballot	0	0	0
Total	0	0	0

III. **Invalid/ Abstained** votes:

Mode of Voting	Number of members voted through electronic voting system	No of votes cast	% of total number of valid votes cast
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E-voting	0	0	0
Ballot	0	0	0
Total	0	0	0

Based on the aforesaid result, Ordinary Resolution as contained in item No. 1 has been passed with complete majority.

**b. Ordinary Resolution 2:**

To appoint a Director in place of Ms. Chanchal Rungta (DIN: 07590027), who retires by rotation and being eligible, offers herself for re-appointment.

**I. Votes in favour of the resolution:**

Mode of Voting	Number of members voted through electronic voting system	No of votes cast	% of total number of valid votes cast
E-voting	243	19998900	100
Ballot	0	0	0
Total	243	19998900	100

**II. Votes against the resolution:**

Mode of Voting	Number of members voted through electronic voting system	No of votes cast	% of total number of valid votes cast
E-voting	0	0	0
Ballot	0	0	0
Total	0	0	0

**III. Invalid/ Abstained votes:**

Mode of Voting	Number of members voted through electronic voting system	No of votes cast	% of total number of valid votes cast
E-voting	0	0	0
Ballot	0	0	0
Total	0	0	0

Based on the aforesaid result, Ordinary Resolution as contained in item No. 2 has been passed with complete majority.

**c. Ordinary Resolution 3:**

Ratification of appointment of M/s. S. Mandal & Co, Chartered Accountants, as Auditors of the Company and to fix their remuneration.



I. Votes **in favour** of the resolution:

Mode of Voting	Number of members voted through electronic voting system	No of votes cast	% of total number of valid votes cast
E-voting	243	19998900	100
Ballot	0	0	0
Total	243	19998900	100

II. Votes **against** the resolution:

Mode of Voting	Number of members voted through electronic voting system	No of votes cast	% of total number of valid votes cast
E-voting	0	0	0
Ballot	0	0	0
Total	0	0	0


III. **Invalid/ Abstained** votes:

Mode of Voting	Number of members voted through electronic voting system	No of votes cast	% of total number of valid votes cast
E-voting	0	0	0
Ballot	0	0	0
Total	0	0	0

Based on the aforesaid result, Ordinary Resolution as contained in item No. 3 has been passed with complete majority.

Thanking you,

Yours faithfully,

  
Priya Mankani  
Company Secretary  
Mem No: 34744  
CP No: 17947

Place: Kolkata  
Date: 31.07.2017