

Date: 12 August, 2019

The Manager  
National Stock Exchange of India Limited  
Exchange Plaza, 5<sup>th</sup> Floor,  
Plot No. C/1, G Block  
Bandra Kurla Complex, Bandra (E)  
Mumbai- 400 051

The Manager  
BSE Limited  
Phiroze Jeejeebhoy Towers, Dalal Street  
Mumbai- 400 001

NSE Scrip Name- SKIPPER / BSE Scrip Code- 538562

Dear Sir,

**Sub: Proceedings of the Annual General Meeting held on 12<sup>th</sup> August, 2019**

In terms of Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we enclose herewith the summary of proceedings of the 38<sup>th</sup> Annual General Meeting (AGM) of the Company held on Monday, 12<sup>th</sup> August, 2019 at 3.30 pm at Shripati Singhania Hall, Rotary Sadan, 94/2, Jawaharlal Nehru Road, Kolkata – 700 020.

Kindly take the same on record.

Thanking you,

Yours faithfully,  
For Skipper Limited

  
Manish Agarwal  
Company Secretary and Compliance Officer

Encl: As above

## Summary of the proceedings of the 38<sup>th</sup> Annual General Meeting

The 38<sup>th</sup> Annual General Meeting (AGM) of the Members of Skipper Limited (the Company) was held on Monday, 12<sup>th</sup> August, 2019 at 3.30 p.m at Shripati Singhania Hall, Rotary Sadan, 94/2, Jawaharlal Nehru Road, Kolkata-700020.

- Sri Manish Agarwal, Company Secretary, welcomed all the Directors and the shareholders of the Company to the 38<sup>th</sup> AGM of the Company. He then requested the directors to elect anyone amongst themselves as the Chairman of the meeting in accordance with the Articles of Association of the Company in the absence of Sri Amit Kiran Deb, Chairman of the Company.
- Smt. Mamta Binani was elected as the Chairperson of the meeting.
- She thereafter took the chair and welcomed all the shareholders and introduced the Board members present at the meeting and informed that Sri Amit Kiran Deb is not well and is unable to attend the meeting. She confirmed the presence of Statutory Auditors, Secretarial Auditors and Scrutinizer for e-voting and voting at the AGM of the Company.
- The requisite quorum being present, the meeting was called to order by the Chairperson. The quorum remained throughout the meeting.
- The Chairperson informed the members that registers, certificates and other documents, as statutorily required were available for inspection during the meeting.
- Thereafter, Sri Sajan Kumar Bansal, the Managing Director, delivered his speech covering highlights on the business performance of the Company, financials, outlook, etc.
- The notice convening the 38<sup>th</sup> AGM was taken as read with the permission of the members present. The Statutory Auditors' report on the Financial Statements and the Secretarial Audit Report did not contain any qualifications or observations and thus were not required to be read in terms of Section 145 of the Companies Act, 2013.
- The Chairperson informed the members that the Company had provided facility to the members to cast their vote through remote e-voting which remained open from 9:00 a.m. on Friday, 9<sup>th</sup> August, 2019 and continued till 5:00 p.m. on Sunday, 11<sup>th</sup> August, 2019. She further informed that the members who were present at the AGM and had not cast their votes electronically will be provided an opportunity to cast their votes through ballot papers under the supervision of Sri Raj Kumar Banthia, Scrutinizer appointed by the Board of Directors.

Thereafter the following items of business as per the Notice convening the 38<sup>th</sup> AGM were transacted:

### Ordinary Business

1. Adoption of the-
  - Audited Standalone Financial Statements of the Company for the financial year ended 31 March, 2019 together with the reports of the Board of Directors and the Auditors' thereon; and
  - Audited Consolidated Financial Statements of the Company for the financial year ended 31 March 2019, together with the Report of the Auditors.



### **SKIPPER LIMITED**

**Regd. Office :** 3A, Loudon Street, 1st Floor, Kolkata - 700 017  
**CIN :** L40104WB1981 PLC033408 **Phone :** 033 2289 2327 / 5731 / 5732, **Fax :** 033 2289 5733  
**Email :** mail@skipperlimited.com, **Website :** www.skipperlimited.com

2. Declaration of dividend at Rs. 0.25/- per equity share of Re. 1 each, for the financial year ended 31 March, 2019.
3. Appointment of Sri Sharan Bansal (DIN: 00063481) as Director of the Company, liable to retire by rotation.
4. Re-appointment of M/s. Singhi & Co., Chartered Accountants, Kolkata as the Statutory Auditors of the Company from the conclusion of 38th Annual General Meeting till the conclusion of the 43rd Annual General Meeting of the Company.

#### **Special Business**

5. Approval of remuneration of M/s. AB & Co., Cost Auditors for financial year ending March 31, 2020.
6. Appointment of Sri Pramod Kumar Shah (Din: 00343256) as Independent Director of the Company for a period of five years.
7. Re-appointment of Sri Amit Kiran Deb (DIN: 02107792) as Independent Director of the Company for a period of five years.
8. Re-appointment of Smt. Mamta Binani (DIN: 00462925) as Independent Director of the Company for a period of five years.
9. Re-appointment of Sri Sajan Kumar Bansal (DIN: 00063555) as the Managing Director of the Company for a period of five years.
10. Re-appointment of Sri Sharan Bansal (DIN: 00063481) as Whole-Time Director of the Company for a period of three years.
11. Re-appointment of Sri Devesh Bansal (DIN: 00162513) as Whole-Time Director of the Company for a period of three years.
12. Re-appointment of Sri Siddharth Bansal (DIN: 02947929) as Whole-Time Director of the Company for a period of three years.
13. Approval to keep the Company's registers as required to be maintained under Section 88 of the Companies Act, 2013 at the office of Company's Registrar and Share Transfer Agent, viz. M/s. Maheshwari Datamatics Pvt. Ltd. at 23 R. N. Mukherjee Road, 5th Floor, Kolkata – 700001.

After the confirmation of the resolutions read above at the meeting, an opportunity was given to all attending Members to seek clarifications on the resolutions placed and accordingly the same were addressed by the Chairperson, Managing Director, Whole-Time Directors, Company Secretary and Chief Financial Officer of the Company.

The Chairperson thereafter announced that the result of remote e-voting and voting done at the AGM along with the consolidated scrutinizers' report would be declared within 48 hours of the conclusion of the AGM and will also be displayed on the website of the Company and communicated to the stock exchanges.

The Chairperson extended her heartiest thanks to all the stakeholders of the Company for their contribution towards the Company's performance and thereafter requested Sri Raj Kumar Banthia, Scrutinizer to carry out the voting process.

The meeting concluded at 05:15 p.m.



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