



CG-VAKTM
SOFTWARE & EXPORTS LTD



25th September, 2018

To

The Department of Corporate Services
BSE Limited
P.J.Towers,
Dalal Street
Mumbai – 400 001

Dear Sir/Madam,

Sub: Proceedings of 23rd Annual General Meeting held on 24th September, 2018

We hereby submit the proceedings of 23rd Annual General Meeting of the Company, held on 24th September, 2018, at Ardra Hall, Kaanchan, 9, North Huzur Road, Coimbatore – 641018.

Kindly take the same into your records.

Thank you.

Yours faithfully,
For **CG-VAK SOFTWARE AND EXPORTS LIMITED**


Harcharan J
Company Secretary



Encl: As above

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PROCEEDINGS OF THE 23RD ANNUAL GENERAL MEETING OF THE MEMBERS OF THE CG-VAK SOFTWARE AND EXPORTS LIMITED HELD ON MONDAY, 24TH SEPTEMBER, 2018 AT 3.00 PM.

As per the Notice dated 28th May, 2018, the 23rd Annual General Meeting of the Company was held on Monday, the 24th September, 2018 at 3.00 pm at Ardra Hall, Kaanchan, 9, North Huzur Road, Coimbatore - 641 018.

Mr.G.Suresh, a member holding 9,52,060 (DPID & CLID IN30226912668399) shares proposed Mr.S.Muthukumar as Chairman of the Meeting due to the absence of Mr.C.Ganapathy. Mr.S.Mohan a member holding 1,000 (Folio No. 007952) shares seconded the same.

Mr.S.Muthukumar, took the Chair and presided over the proceedings and welcomed the Members to the 23rd Annual General Meeting of the Company.

A total of 46 Members attended the 23rd Annual General Meeting as per the Members attendance register. All the Directors of the Company except Mr.C.Ganapathy, Executive Chairman were present at the AGM. Mr.C.Ganapathy, Executive Chairman have requested for leave of absence and the same was noted by the Members at the AGM. The Chief Financial Officer of the Company, Company Secretary of the Company, the representatives of the Statutory Auditors and the Secretarial Auditor were also present at the AGM.

The Chairman introduced the Board Members and Auditors present on the dais to the Members of the Company.

The Chairman then requested Mr.G.Suresh, Managing Director of the Company to address the members. Mr.G.Suresh, Managing Director of the Company gave an overview of the financial performance of the Company for the financial year ended 31st March, 2018 and gave its future outlook.

The Chairman then took up the agenda items. With the consent of the Members present, the Notice dated 28th May, 2018, convening the 23rd Annual General Meeting, together with the Directors Report and the Audited Standalone and Consolidated Accounts of the Company for the year ended 31st March, 2018, which had been circulated to the members, were taken as read.





Thereafter, Mr.S.Muthukumar, Chairman, requested the Statutory Auditors to present their Auditors' Report on the Accounts of the Company for the year ended 31st March, 2018. The Statutory Auditor Mr. V. Gopalakrishnan read the Auditors' Report.

Mr.S.Muthukumar, Chairman, also requested the Secretarial Auditor to present the Secretarial Audit Report of the Company for the year ended 31st March, 2018. The Secretarial Auditor Mrs. Manimekala V Raj read the Secretarial Audit Report.

Mr. S. Muthukumar, Chairman explained that the remote e-voting period commenced on 20th September, 2018 at 9.00 a.m. and ended on 23rd September, 2018 at 5.00 p.m. The voting rights of Shareholders was in proportion to their shares of the paid up equity share capital of the company as on the cut-off date of 17th September, 2018.

Mr. S. Muthukumar, Chairman also informed the members present at the Annual General Meeting, who had not voted electronically, could vote through Ballot forms placed at the meeting hall. He then informed that Mrs. Manimekala V Raj, Practicing Company Secretary (Membership No. F5163) was appointed as the Scrutinizer to scrutinize the remote e-voting and Ballot process in a fair and transparent manner.

There being no queries from the members, the meeting proceeded to transact the business contained in the Notice and the following resolutions were considered:

1. To receive, consider and adopt the Standalone and Consolidated Audited Financial Statements of the Company for the year ended 31st March, 2018 including audited Balance Sheet as at 31st March, 2018 and the Statement of Profit and Loss for the year ended on that date and the reports of the Board of Directors ("the Board") and Auditors thereon. (Ordinary Resolution)
2. Declaration of Dividend on Equity Shares of the Company (Ordinary Resolution)
3. Re-appointment of Mrs. G. Suresh (DIN: 00600906) as a Director of the Company who retires by rotation. (Ordinary Resolution)
4. To ratify the appointment and to appoint Statutory Auditors M/s. N.C.Rajan & Co, Chartered Accountants (Firm Registration No. 003426S) for the remaining period. (Ordinary Resolution)





Thereafter, Mr.S.Muthukumar, Chairman of the meeting invited the members present at the Annual General Meeting to vote through physical ballot paper and requested Scrutinizer to ensure that the voting is conducted in a fair and transparent manner. He declared that the voting would be conducted at the venue of the meeting and be open till the members present have casted their votes. He further declared that the results of the voting including the remote e-voting and ballot for each resolution would be uploaded on the Company's website www.cgvak.com and would also be intimated to the Stock Exchange.

Mr. S. Muthukumar, Chairman of the meeting, then requested Mr. G. Suresh, Managing Director & CEO of the Company to propose vote of thanks. Mr. G. Suresh, thanked the members and stakeholders for their continued support for the development of the Company.

Thereafter, meeting concluded with the National Anthem.

Based on the Scrutinizers Consolidated Report on voting, all the resolutions contained in the Notice of the 23rd Annual General Meeting were approved unanimously and accordingly, all resolutions were declared to be passed on the date of Annual General Meeting date i.e. 24th September 2018.

The Consolidated Scrutinizer's Report was uploaded on the website of the Company and was also submitted to the BSE. Further the results in the format prescribed under Regulation 44 of the Listing Regulations were notified to BSE.

For CG-Vak Software & Exports Ltd. :



Hae Chinn
Company Secretary