



NCL RESEARCH & FINANCIAL SERVICES LTD.

CIN no.: L65921MH1985PLC284739

Registered Office : 3rd Floor, Bhagyodaya Building, 79 Nagindas Master Road, Fort, Mumbai - 400023, Maharashtra
Tel/fax: 022-22703249 E-mail : ncl.research@gmail.com Website :- www.nclfin.com

September 20, 2019

The Deputy Manager
Dept. of Corporate Services
BSE Limited
P. J. Towers, Dalal Street, Fort
Mumbai – 400 001

Ref: Scrip Code 530557

Sub: Proceedings and Outcome of 34th AGM held on 20th Sept 2019

Respected Sir/Madam,

This is to inform you that the 34th Annual General Meeting (the "AGM") of the Company was held today i.e. Friday, 20th September 2019 at 10.00 AM at Registered Office of the Company at Bhagyodaya Building, 3rd Floor, Fort, Mumbai-400 023. In this regard we are forwarding herewith Summary of proceedings of the AGM pursuant to the provisions of Regulation 30, Part "A" of Schedule III, of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 as amended from time to time [hereinafter referred to as "SEBI Regulations"] -

Summary of Proceedings of 34th Annual General Meeting

The 34th Annual General Meeting (the "AGM") of the Company was held today i.e. Friday, 20th September 2019 at 10.00 AM at Registered Office of the Company at Bhagyodaya Building, 3rd Floor, Fort, Mumbai-400 023.

The Following Directors were present in the meeting –

Sr. No.	Name	Designation
1.	Mr. Goutam Bose	Managing Director
2.	Mr. Laxmi Narayan Sharma	Non-Executive, Independent Director and Chairman of Audit Committee, N&R Committee as well as Shareholders' Relationship Committee
3.	Mrs. Puspa Devi Saraswat	Non-Executive, Independent Director
4.	Mrs. Amita Bose	Non-Executive, Independent Director

In Attendance –

Sr. No.	Name	Designation
1.	Mr. Mayank Singh	Chief Financial Officer





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2.	CA Roxy Teniwal	Statutory Auditors
3.	CS Rahul Bharat Gupta	Scrutinizer

Pursuant to Article 57 of Articles of Association of the Company, Mr. Goutam Bose presided over the Meeting and welcomed the members. He introduced the Directors and the invitees present at the Meeting. The requisite quorum being present, the Chairman called the Meeting to order.

The number of shareholders as on the record date i.e. 13th Sept, 2019 was 1609.

The details of number of shareholders present in the Meeting are as follows:

Category	Promoter & Promoter Group	Public	Total
In Person	1	6	4429892
Through Proxy	0	22	52624115
Video Conference	0	0	0
Total	1	28	57054007

Thereafter the Chairman commenced the formal agenda of the Meeting and with the consent of the members present, the Notice convening the Meeting, the Report of Board of Directors and the Standalone Financial Statements for the financial year ended 31st March, 2019 were taken as read.

The Chairman then read out the relevant parts from the Independent Auditor's Report on the audit of the Standalone and Financial Statements of the Company for the financial year ended 31st March, 2019.

The Chairman delivered his speech and made presentation on the operational and financial performance of the Company for the financial year ended 31st March, 2019.

The Chairman then informed the members that as per the applicable provisions of the Companies Act, 2013 and rules enacted thereunder read with the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Secretarial Standard-2 issued by the Institute of the Company Secretaries of India on General Meetings ("SS-2"), the Company had provided remote e-Voting facility to the members to cast their vote electronically on all resolutions set forth in the Notice which opened on 17th September, 2019 at 9:00 am and closed on 19th September, 2019 at 5:00 p.m. Members who were present at the Meeting and had not casted their votes electronically were provided an opportunity to cast their votes by Ballot at the end of the discussion on all the business items at the Meeting.

Thereafter, the floor was open for discussion on the following items of business as set out in the Notice calling the Meeting and was put for members' approval:

Ordinary Business & Ordinary Resolutions -





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1. To consider and adopt the audited financial statements of the Company for the financial year ended March 31, 2019 along with the reports of the Board of Directors and the Auditors thereon.
2. Appointment of Mrs. Amita Bose (DIN: 08282967) as an Independent Director.
3. Appointment of Mr. Goutam Bose (DIN: 02504803) as Managing Director for the period of 5 years.

Pursuant to the abovementioned items of business, we would like to inform that all the above Resolution(s) have been passed by the members of the Company with the requisite majority i.e. Resolution No. 1 to 3 as Ordinary Resolutions.

The Chairman along with the management team had clarified all the queries raised by the members.

The Board of Directors had appointed CS Rahul Bharat Gupta, Practicing Company Secretaries (Membership No. ACS 43021) as a Scrutinizer for conducting the voting by Ballot at the Meeting and remote e-voting process in fair and transparent manner and to report on the combined voting results of e-voting for the items as set out in the Notice of the Meeting.

Thereafter the Chairman thanked the members present at the Meeting and authorized CS Rahul Bharat Gupta, Practicing Company Secretaries the Scrutinizer appointed, to take over the Ballot proceedings and submit his report thereon.

The Chairman informed the members that the voting results will be uploaded at the website of the Company and National Securities Depository Limited (NSDL), the authorized agency appointed by the Company for providing remote e-voting facility beside their submission to BSE Limited where equity shares of the Company are listed.

We request you kindly to take the above on records and oblige.

Thanking You,

Yours Faithfully,

For **NCL RESEARCH & FINANCIAL SERVICES LIMITED**



GOUTAM BOSE
DIN: 02504803
MANAGING DIRECTOR