



SOMI CONVEYOR BELTINGS LTD.

4 F-15, "Oliver House", New Power House Road, JODHPUR - 342 001 INDIA
Tel.: +91 - 291 - 2765400 to 09, 2610472, 2637564/65 Fax : +91 - 291 - 2765410, 2432307
E-mail : sales@somiconveyor.com • Visit us at : www.somiconveyor.com

MFG ALL TYPE OF FABRIC, STEEL CORD & BUCKET ELEVATOR BELTS

OUR CIN NO. L25192RJ2000PLC016480

SOMI/LEGAL & SECRETARIAL/BSE/2015/30
FAX/REGD.A.D/COURIER/E-MAIL
DATE: 30/09/2015

To,
The BSE Limited
Phiroze JeeJeebhoy Towers,
Dalal Street,
Mumbai-400001
Phones: 91-22-22721233/4
Fax: 022-22722061

Sir,

Subject: Outcome of Fifteenth Annual General Meeting held on 30th September, 2015.

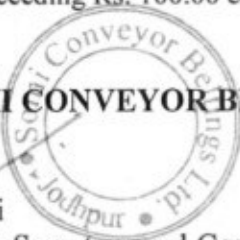
This is to intimate that the Fifteenth Annual General Meeting (AGM) of the Company was held on Wednesday, 30th September, 2015. Following was the outcome of the Annual General Meeting:

1. Audited Balance Sheet of the company as at 31st March, 2015, Profit & Loss Account for the year ended on that date and the Reports of the Director's and Auditor's thereon were received, considered and adopted.
2. Appointment of M/s. P. Singhvi & Associates, Chartered Accountants, Jodhpur was ratified.
3. Ms. Surbhi Rathi's (DIN: 07115169) appointment was regularised as Independent Woman Director of the Company for a period of 5 years upto 30th September,2020.
4. Mr. Mahendra Kumar Rakecha (DIN: 00648532) was appointed as an Independent Director of the Company for a period of 5 years upto 30th September,2020.
5. Mr. Yogesh Maheshwari (DIN: 01202089) was appointed as an Independent Director of the Company for a period of 5 years upto 30th September,2020.
6. Special Resolution under Section 180(1)(a) of the Companies Act, 2013 to mortgage / charge / encumber immovable / moveable properties to secure loan upto Rs.100.00 crores was passed.
7. Special Resolution under Section 180(1)(c) of the Companies Act, 2013 for borrowing money not exceeding Rs. 100.00 crores was passed.

For SOMI CONVEYOR BELTINGS LIMITED

Amit Baxi
(Company Secretary and Compliance Officer)

ENCL: MINUTES OF 15th AGM





SOMI CONVEYOR BELTINGS LIMITED

Email Id : cmd@somiconveyor.com

CIN: L25192RJ2000PLC016480

Web: www.somiconveyor.com

PH: 0291- 2610472

**MINUTES OF THE FIFTEENTH ANNUAL GENERAL MEETING OF SOMI
CONVEYOR BELTINGS LIMITED HELD AT IT'S REGISTERED OFFICE AT 4 F -15,
'OLIVER HOUSE', NEW POWER HOUSE ROAD, NEAR BANK OF INDIA,
JODHPUR-342001 ON WEDNESDAY, 30TH SEPTEMBER, 2015 AT 11.30 AM AND
CONCLUDED AT 2.30 NOON ON THE SAME DAY**

PRESENT:

Shri Om Prakash Bhansali	-	Managing Director
Shri Vimal Bhansali	-	Whole-time Director
Shri Gaurav Bhansali	-	Whole-time Director
Shri Mahendra Kumar Rakhecha	-	Independent Director
Shri Yogesh Maheshwari	-	Independent Director
Shri Sharad Gyanmal Nahata	-	Independent Director
Smt. Surbhi Rathi	-	Independent Woman Director

IN ATTENDANCE:

Mr. Amit Baxi, Company Secretary

MEMBERS PRESENT:

The meeting was attended by 16 Members in person.

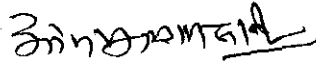
CHAIRMAN

Pursuant to the Articles of Association of the Company, Mr. Om Prakash Bhansali, Managing Director of the Company took the chair and presided over the meeting.

QUORUM

After ascertaining that the requisite members were present to form the quorum, Shri Om Prakash Bhansali, Chairman and Managing Director declared that the meeting as open.

For SOMI Conveyor Beltings Limited


Managing Director.



WELCOME

Chairman welcomed all the members to the Fifteenth Annual General Meeting (AGM) of the Company.

REGISTER OF SHAREHOLDING

Chairman informed the shareholders that the Register of Members, Register of Directors' shareholding with other statutory registers are kept open for inspection by the shareholders at the venue and that the same are accessible during the continuance of the meeting.

NOTICE OF MEETING

With the consent of the members, the Chairman said that the notice sent to the members regarding the Annual General Meeting be taken as read.

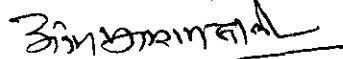
AUDITORS' REPORT

With the kind permission of the Chair, the Auditor's Report on the Balance Sheet of the Company as on 31st March 2015 and the Profit & Loss Account for the year ended on that date were read out.

SPEECH BY CHAIRMAN

Chairman in his speech highlighted the economy, industrial scenario, sector specific issues, performance of the Company for the fiscal year 2014-15. Thereafter, Chairman welcomed questions and clarifications from the shareholders on the various projects and the same were answered.

Chairman informed the Members that pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014, the Company had extended the e-voting facility to the Members of the Company in respect of businesses to be transacted at the Annual General Meeting. The e-voting commenced from 27th September, 2015 at 9.00 a.m. and ended on 29th September, 2015 at 5.00 p.m. Mrs. Ira Baxi, Practicing Company Secretary was appointed as the Scrutinizer by the Board for scrutinizing the e-voting process. After due scrutiny of e-votes casted for all the seven resolutions, Mrs. Ira Baxi, submitted the Scrutinizer's report to Chairman.


Managing Director.



In order to provide an opportunity to those members who have not exercised e-voting, the Chairman offered to conduct a Poll and Ballot Paper in Form MGT-12 was made available to them.

After conclusion of the Poll, Chairman announced the final results which will also be intimated to the Stock Exchange and put on the website of the Company.

The final results of the voting and the Resolutions passed are as under:

Item No. 1: ADOPTION OF DIRECTOR'S REPORT, AUDITED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2015 AND AUDITOR'S REPORT THEREON – ORDINARY RESOLUTION

“RESOLVED THAT the Balance Sheet as at 31.03.2015 and the Profit & Loss A/c for the Year ended on that date together with Auditors Report thereon and Directors Report attached thereto including the Annexure and Schedule be and are hereby received, considered and adopted.”

Details	E Voting	Poll	Total
No. of Valid Votes Received	153	8874807	8874960
Votes in favour of the Resolution	153	8874807	8874960
Votes against the Resolution	0	0	0
No. of invalid votes	0	0	0
% of votes in favour	100%	100%	100%

Accordingly, the above Resolution was declared as passed.

Item No. 2: RATIFICATION OF APPOINTMENT OF STATUTORY AUDITOR AND FIXING THEIR REMUNERATION – 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 there under, as amended from time to time, the appointment of P Singhvi & Associates, Chartered Accountants (Firm's Registration No. 113602W), as Auditors of the Company for a term of three years i.e. till the conclusion of the 17th Annual General Meeting (AGM), which was subject to ratification at every AGM, be and is hereby ratified to hold the office from the conclusion of this AGM till the conclusion of the 16th AGM of the Company to be held in the year 2016, at such remuneration plus service tax, out-of-pocket and travelling expenses, etc., as may be mutually agreed between the Board of Directors of the Company and the Auditors.”

For SAM Capital Holdings Limited
[Signature]

Managing Director.



Details	E Voting	Poll	Total
No. of Valid Votes Received	153	8874807	8874960
Votes in favour of the Resolution	153	8874807	8874960
Votes against the Resolution	0	0	0
No. of invalid votes	0	0	0
% of votes in favour	100%	100%	100%

Accordingly, the above Resolution was declared as passed.

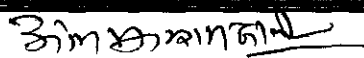
Item No. 3: REGULARISATION OF APPOINTMENT OF MS. SURBHI RATHI AS AN INDEPENDENT WOMAN DIRECTOR OF THE COMPANY – ORDINARY RESOLUTION

"RESOLVED THAT pursuant to the provisions of Sections 149 and 161(1) of the Companies Act, 2013 read with Rule 3 the Companies (Appointment and Qualification of Directors) Rules, 2014, Clause 49.II.A of the Listing Agreement and Clause 78 of the Articles of Association of the Company, Ms. Surbhi Rathi (DIN: 07115169), who was appointed as an Additional and Independent Woman Director by the Board of Directors and who holds office up to the date of this Annual General Meeting and in respect of whom the Company has received a notice in writing from a member under section 160 of the Companies Act, 2013, signifying his intention to propose Ms. Surbhi Rathi (DIN: 07115169) as a candidate for the office of director of the Company, be and is hereby appointed as an Independent Woman Director of the Company to hold office for Five(5) consecutive years for a term up to 30TH September, 2020, not liable to retire by rotation.

RESOLVED FURTHER THAT Mr. Om Prakash Bhansali, (DIN: 00351846) Managing Director of the Company be and is hereby authorized to do all such acts, deeds and other things and execute all such forms, documents, instruments and writings as may be required to give effect to the aforesaid resolution."

Details	E Voting	Poll	Total
No. of Valid Votes Received	153	8874807	8874960
Votes in favour of the Resolution	153	8874807	8874960
Votes against the Resolution	0	0	0
No. of invalid votes	0	0	0
% of votes in favour	100%	100%	100%

For OM Bhansali Group Holdings Limited


Managing Director.



Accordingly, the above Resolution was declared as passed.

Item No. 4: APPOINTMENT OF MR. MAHENDRA KUMAR RAKECHA AS AN INDEPENDENT DIRECTOR OF THE COMPANY – ORDINARY RESOLUTION

“RESOLVED that pursuant to the provisions of sections 149, 152 and other applicable provisions, if any, of the Companies Act, 2013 (Act) and the Rules framed thereunder, read with Schedule IV to the Act, as amended from time to time, Mr. Mahendra Kumar Rakecha (DIN 00648532), a non-executive Director of the Company, who has submitted a declaration that he meets the criteria for independence as provided in section 149(6) of the Act and who is eligible for appointment, be and is hereby appointed as an Independent Director of the Company with effect from 30th September, 2015 to 30th September, 2020.”

RESOLVED FURTHER THAT Mr. Om Prakash Bhansali, (DIN: 00351846)Managing Director of the Company be and is hereby authorized to do all such acts, deeds and other things and execute all such forms, documents, instruments and writings as may be required to give effect to the aforesaid resolution.”

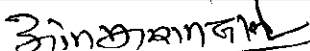
Details	E Voting	Poll	Total
No. of Valid Votes Received	153	8874807	8874960
Votes in favour of the Resolution	153	8874807	8874960
Votes against the Resolution	0	0	0
No. of invalid votes	0	0	0
% of votes in favour	100%	100%	100%

Accordingly, the above Resolution was declared as passed.

Item No. 5: APPOINTMENT OF MR. YOGESH MAHESHWARI AS AN INDEPENDENT DIRECTOR OF THE COMPANY – ORDINARY RESOLUTION

“RESOLVED that pursuant to the provisions of sections 149, 152 and other applicable provisions, if any, of the Companies Act, 2013 (Act) and the Rules framed thereunder, read with Schedule IV to the Act, as amended from time to time, Mr. Yogesh Maheshwari (DIN

Om Prakash Bhansali Limited


Managing Director



01202089), a non-executive Director of the Company, who has submitted a declaration that he meets the criteria for independence as provided in section 149(6) of the Act and who is eligible for appointment, be and is hereby appointed as an Independent Director of the Company with effect from 30th September, 2015 to 30th September, 2020.”

RESOLVED FURTHER THAT Mr. Om Prakash Bhansali, (DIN: 00351846)Managing Director of the Company be and is hereby authorized to do all such acts, deeds and other things and execute all such forms, documents, instruments and writings as may be required to give effect to the aforesaid resolution.”

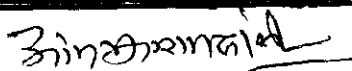
Details	E Voting	Poll	Total
No. of Valid Votes Received	153	8874807	8874960
Votes in favour of the Resolution	153	8874807	8874960
Votes against the Resolution	0	0	0
No. of invalid votes	0	0	0
% of votes in favour	100%	100%	100%

Accordingly, the above Resolution was declared as passed.

Item No. 6 SPECIAL RESOLUTION UNDER SECTION 180(1)(A) OF THE COMPANIES ACT, 2013 TO MORTGAGE / CHARGE / ENCUMBER IMMOVEABLE / MOVEABLE PROPERTIES – SPECIAL RESOLUTION

“RESOLVED THAT pursuant to the provisions of Section 180(1)(a) and other applicable provisions, if any, of the Companies Act, 2013 and the Rules made there under (including any statutory modification(s) or re-enactment thereof for the time being in force), the consent of the members be and is hereby accorded to the Board of Directors of the Company to mortgage/charge/ encumber all or any of the immovable and/or movable properties including securitization of the receivables where so ever situated, present and future including the whole or substantially the whole of the undertaking(s) of the company in favour of the banks, financial institutions and other bodies corporate and entities to secure an aggregate amount up to Rs. 100.00 crores and interest at agreed rate, additional interest, compound interest, commitment charges.etc. as may be applicable and payable by the company to the lenders in terms of the agreements executed with them.”

RESOLVED FURTHER THAT the Board of Directors of the company be and is hereby authorized to negotiate, finalize and settle with the lenders concerned, all deeds, documents and


Managing Director.



writings for creating the aforesaid mortgage(s), charge(s) and encumbrances and to do all such acts, deeds and things as may be necessary, expedient for giving effect to this resolution.”

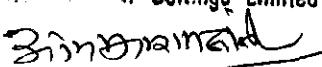
Details	E Voting	Poll	Total
No. of Valid Votes Received	153	8874807	8874960
Votes in favour of the Resolution	153	8874807	8874960
Votes against the Resolution	0	0	0
No. of invalid votes	0	0	0
% of votes in favour	100%	100%	100%

Accordingly, the above Resolution was declared as passed.

Item No. 7 SPECIAL RESOLUTION UNDER SECTION 180(1)(C) OF THE COMPANIES ACT, 2013 FOR BORROWING MONEY- SPECIAL RESOLUTION

“RESOLVED THAT pursuant to the provisions of Section 180(1)(c) and other applicable provisions, if any, of the Companies Act, 2013 and the Rules made there under (including any statutory modification(s) or re-enactment thereof for the time being in force), the consent of the members be and is hereby accorded to the Board of Directors of the Company to borrow any sum or sums of money for the purposes of the Company at any time or from time to time, notwithstanding that the money or monies to be borrowed together with the monies already borrowed by the Company may exceed the aggregate for the time being of the paid-up capital of the Company and its free reserves, that is to say, reserves not set apart for any specific purposes, provided that the total amount so borrowed by the Company together with the amount already borrowed and outstanding shall not exceed Rs. 100.00 Crores, apart from temporary loans obtained or to be obtained from the Company’s bankers in the ordinary course of business.”

RESOLVED FURTHER THAT for the purpose of giving effect to this resolution the board be and is hereby authorized to do all such acts, deeds matters and things as it may in its absolute discretion deem necessary, proper or desirable and to settle any question, difficulty or doubt that may be necessary, proper, desirable or expedient to give effect to this resolution.”

OM BHANSALI GROUP

Managing Director.



OM BHANSALI GROUP

Details	E Voting	Poll	Total
No. of Valid Votes Received	153	8874807	8874960
Votes in favour of the Resolution	153	8874807	8874960
Votes against the Resolution	0	0	0
No. of invalid votes	0	0	0
% of votes in favour	100%	100%	100%

Accordingly, the above Resolution was declared as passed.

VOTE OF THANKS

The meeting then concluded with a vote of thanks to the Chair.

For SANSI (India) Belting Limited


Managing Director.

DATE: 30.09.2015
PLACE: Jodhpur

(OM PRAKASH BHANSALI)
CHAIRMAN OF MEETING