

# **NORTH EASTERN PUBLISHING & ADVERTISING COMPANY LTD.**

CIN : L22122AS1981PLC001884

Registered Office :

Room No. 5, 1st Fl. H.M. Market, T.R. Phookan Road  
Guwahati - 781 001, ASSAM.

Head Office : 5, Gorky Terrace, 2nd Floor, Kolkata - 700 017

Phone : 033-66133300, Fax : 033-66133303

E-mail : corp@citystarinfra.com

29<sup>th</sup> August, 2017

To,

The Metropolitan Stock Exchange of India Ltd. (MSEI)

Vibgyor Towers, 4th Floor,

Plot No C 62, G-Block,

Opp. Trident Hotel,

BandraKurla Complex,

Bandra (E), Mumbai-400098, India

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

**Scrip Code: NEPACL**

Dear Sir,

The AGM of the Company was held on 28<sup>th</sup> day of August, 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 28<sup>th</sup> August, 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 North Eastern Publishing And Advertising Company 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 North Eastern Publishing and Advertising Company Limited was held on Monday, August 28, 2017 at 2.00 P.M. at Room No. 5, 1<sup>st</sup> Floor, H.M. Market, T.R. Phookan Road, Guwahati- 781001. 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.

After 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 Director in place of Ms. Chanchal Rungta (Din: 07590027), who retires by rotation and being eligible offer for re-appointment.
3. Ratification of appointment of Auditors of the Company.
4. Appointment of Mr. Avi Lunia as Non- Executive Director.

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, North Eastern Publishing and Advertising Company Limited



Champa Lal Pareek

Chairman

DIN: 00030815

Date of the AGM	28th August, 2017
Total number of shareholders on record date (being the cut off date for determining the shareholders entitled to vote August 7, 2017)	1030
No. of Shareholders present in the meeting either in person or through proxy	
Promoter and Promoter Group	4
Public	11
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	16670000	16670000	100	16670000	0	100	0
	Poll	0	0	0	0	0	0	0
	Postal Ballot (if applicable)	0	0	0	0	0	0	0
	Total	16670000	16670000	100	16670000	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	23836000	23798800	99.84	23798800	0	100	0
	Poll	0	0	0	0	0	0	0
	Postal Ballot (if applicable)	0	0	0	0	0	0	0
	Total	23836000	23798800	99.84	23798800	0	100	0
	<b>Total</b>	<b>40506000</b>	<b>40468800</b>	<b>99.91</b>	<b>40468800</b>	<b>0</b>	<b>100</b>	<b>0</b>

Item No. 2: To appoint Director in place of Ms.Chanchal Rungta (Din:07590027), who retires by rotation and being eligible, offer herself for re-appointment.

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	16670000	16670000	100	16670000	0	100	0
	Poll	0	0	0	0	0	0	0
	Postal Ballot (if applicable)	0	0	0	0	0	0	0
	Total	16670000	16670000	100	16670000	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	23836000	23798800	99.84	23798800	0	100	0
	Poll	0	0	0	0	0	0	0
	Postal Ballot (if applicable)	0	0	0	0	0	0	0
	Total	23836000	23798800	99.84	23798800	0	100	0
	<b>Total</b>	<b>40506000</b>	<b>40468800</b>	<b>99.91</b>	<b>40468800</b>	<b>0</b>	<b>100</b>	<b>0</b>

Item No. 3 Ratification of appointment of Auditors

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	16670000	16670000	100	16670000	0	100	0
	Poll	0	0	0	0	0	0	0
	Postal Ballot (if applicable)	0	0	0	0	0	0	0
	Total	16670000	16670000	100	16670000	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	23836000	23798800	99.84	23798800	0	100	0
	Poll	0	0	0	0	0	0	0
	Postal Ballot (if applicable)	0	0	0	0	0	0	0
	Total	23836000	23798800	99.84	23798800	0	100	0
	<b>Total</b>	<b>40506000</b>	<b>40468800</b>	<b>99.91</b>	<b>40468800</b>	<b>0</b>	<b>100</b>	<b>0</b>

Item No. 4 Appointment of Mr. Avi Lunia as Non Executive Director

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	16670000	16670000	100	16670000	0	100	0
	Poll	0	0	0	0	0	0	0
	Postal Ballot (if applicable)	0	0	0	0	0	0	0
	Total	16670000	16670000	100	16670000	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	23836000	23798800	99.84	23798800	0	100	0
	Poll	0	0	0	0	0	0	0
	Postal Ballot (if applicable)	0	0	0	0	0	0	0
	Total	23836000	23798800	99.84	23798800	0	100	0
	<b>Total</b>	<b>40506000</b>	<b>40468800</b>	<b>99.91</b>	<b>40468800</b>	<b>0</b>	<b>100</b>	<b>0</b>



**PRIYA MANKANI**

(Practicing Company Secretaries)

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Fort Residency,

38 S.N. Roy Road,

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Kolkata – 700 038

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**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. North Eastern Publishing And Advertising Company Limited** (the Company) held on Monday, the 28<sup>th</sup> day of August, 2017

Dear Sir,

I, Priya Mankani, Practicing Company Secretary, appointed as Scrutinizer by the Board of Directors of North Eastern Publishing And Advertising Company 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 28<sup>th</sup> day of August, 2017 at 2.00 P.M. at 1<sup>st</sup> Floor, Room No. 5, H M Market, TR Phookan Road, Guwahati – 781001.

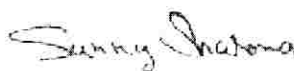
The Management of the Company is responsible to ensure the Compliance of the requirement of the Companies Act, 2013 and the rules relating to voting through electronic means (by remote e-voting) on the resolutions contained in the notice of the Annual General Meeting of the Company. My responsibility 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 25.08.2017 (9.00 A.M.) to 27.08.2017 (5.00 P.M.)
2. The shareholders holding shares as on the "cut off" date i.e. 21.08.2017 were entitled to vote on the proposed resolutions (item no. 1 to 4) as set out in the notice of the Annual General Meeting of the Equity shareholders of M/s. North Eastern Publishing And Advertising Company Limited.
3. The CDSL portal was blocked for voting on 27.08.2017 at 5.00 p.m. Accordingly, the electronic votes were unblocked on 28.08.2017 around 8.45 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 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 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	658	40468800	100
Ballot	0	0	0
Total	658	40468800	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	658	40468800	100
Ballot	0	0	0
Total	658	40468800	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. Rahul Bansal & Associates, 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	658	40468800	100
Ballot	0	0	0
Total	658	40468800	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.

d. Ordinary Resolution 4:  
Appointment of Mr Avi Lunia as Non-Executive Director.

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	658	40468800	100
Ballot	0	0	0
Total	658	40468800	100



**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

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. 4 has been passed with complete majority.

Thanking you,

Yours faithfully,

*Priya Mankani*

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



Place: Kolkata

Date: 28.08.2017