



Aditya Consumer Marketing Limited

CIN : L52190BR2002PLC009872
An ISO 9001:2008 Certified Company

October 20, 2017

BSE Limited

Phiroze Jeejeebhoy Towers
Dalal Street,
Mumbai-400 001

Sub:- Minutes of 15th Annual General Meeting

Dear Sir(s),

With reference to the captioned subject, please find attached copy of Minutes of 15th Annual General Meeting held on Thursday 21st September, 2017 at 11.00 a.m. at 9 to 9 Banquet Hall (Shapphire), Nutan Plaza, Bandar Bagicha, Patna-800001, Bihar, India as per Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with Para A Part A of Schedule III of Listing regulations.

This is for your information and record.

Thanking you,

Yours faithfully,

For Aditya Consumer Marketing Limited

For Aditya Consumer Marketing Limited

Rachna
Company Secretary

Rachna
Company Secretary

Encl : as above

Go SUPER MARKET

- Bandar Bagicha
- S K Puri
- Kankar Bagh
- Ashiana Nagar
- Patna City
- Anisabad

Go Salon

For Ladies

- Bandar Bagicha
- S K Puri
- Kankar Bagh
- Ashiana Nagar
- Patna City
- Rajendra Nagar

For Gents

- Bandar Bagicha
- S K Puri
- Ashiana Nagar
- Patna City



Banquet & Conference Hall

- Bandar Bagicha
- Kankar Bagh

Yo!China

- Bandar Bagicha
- Ashiana Nagar
- Patna City



TAKE-AWAY-EXPRESS

- S K Puri
- Kadam Kuan

MINUTE BOOK
HELD AT _____

ON _____

TIME _____

MINUTES OF THE FIFTEENTH ANNUAL GENERAL MEETING OF THE MEMBERS OF ADITYA CONSUMER MARKETING LIMITED HELD ON THURSDAY 21ST SEPTEMBER, 2017 AT 9 TO 9 BANQUET HALL (SHAPPHIRE), NUTAN PLAZA, BANDAR BAGICHA, PATNA-800001, BIHAR, INDIA

DIRECTORS PRESENT:

Mr. Yashovardhan Sinha	Chairman & Managing Director
Mrs. Vandana Sinha	Director
Mrs. Meena Sharma	Director
Mr. Chandra Shekhar Prasad Gupta	Independent director

IN ATTENDANCE:

Rachna	Company Secretary
Anil Kumar Singh	Chief Financial Officer

SCRUTINIZER PRESENT:

Ekta Kumari	M/s K E & Company, Practicing Company Secretaries & Secretarial Auditor
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AUDITOR PRESENT:

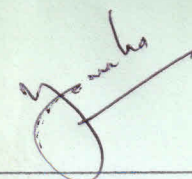
Nishant Maitin	Representative of Statutory Auditor, M/s O.P. Tulsyan & Co., Chartered Accountant
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TIME OF COMMENCEMENT AND CONCLUSION OF ANNUAL GENERAL MEETING

The 15th Annual General Meeting was commenced at 11.00 a.m. and concluded at 12.30 p.m.

CHAIRMAN

Mr. Yashovardhan Sinha, Chairman occupied the Chair and conducted the proceedings of the meeting. After verifying the attendance Register, the Chairman declared that the requisite quorum were present and called the meeting to order. All the Directors of the Company attended the meeting. The Chairman further informed that company has not received any Proxy form. The Chairman also informed that the all the Statutory Registers and documents as per the provisions of the Companies act, 2013 and Rules made there under, were available for inspection by the Members of the Company.



CHAIRMAN'S INITIALS

HELD AT _____

ON _____

TIME _____

CHAIRMAN'S STATEMENT

The Chairman then delivered the speech addressed to the shareholders of the Company. The Highlights of the speech are as under:

Last year happened to be a landmark year for your company as your company became the first company from Bihar to go for IPO and got listed to BSE on SME Platform. Further, I am happy to inform you that investors have shown tremendous confidence in your company as your company IPO was oversubscribed.

Your Company is in the business of Supermarket Retailing, Salon and Food & Beverages. In this financial year Company has reported sterling growth in sales, EBITDA & net profit. Your company's net Profit before exceptional item rose by 60% from 63 lakhs in the previous year to 130 lakhs in the current year. Same Store Sales grew by 9.83 % to 6700 Lakhs as compare to 6107 Lakhs in the previous year. EBITDA as percentage grew by 35.43% and in absolute terms Rs. 112.38 lacs or 48% from 233.72 lakhs to 346.10 lakhs.

The increase in EBITDA has been possible due to our continued focus in increasing the share of profitable segment sale. Share of salon business grew by 16% to 10.82% of total sales compared to 9.92%. Similarly sale of Food & Beverages grew by 25% to 9.68% of total sales compared to 7.71% in previous year.

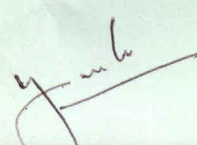
Let me take this opportunity to thank you all, our investors and shareholders for your confidence in us, and our employees for committing their talent tenacity to our success. It is your trust and Commitment that enables our progress and encourages us to strive for excellence. We look forward to continuing along our successful path together with you.

NOTICE OF MEETING

With the consent of the members present, the notice dated 28th August, 2017 convening the Annual General Meeting and the Director's report was taken as read. The Chairman thereafter called upon Ms. Rachna, Company Secretary of the Company, to read out the Auditor's Report and Secretarial Auditor's Report. The Company Secretary informed the members that as per SS-2 only reservations and qualifications contained in the Auditor's Report is read here and our company does not have any such so, the requirement is dispensed with.

The Company Secretary informed further that in the Secretarial Audit Report there is a qualification given by our Secretarial Auditor that the filing of forms/returns with statutory and /or regulatory Authorities, in a few cases were not done on time and hence there were late filing in such cases. On this Management clarified that Company is delayed on some filings, but with late filing we have filed all the forms and returns and in future we will consider this matter.

The Company secretary now put the following resolutions as set out in the Notice convening the AGM, which were proposed and seconded by the members.

ORDINARY BUSINESS**Item No. 1 Adoption of Financial Statements**

HELD AT _____ ON _____ TIME _____

RESOLVED THAT the Audited Balance Sheet as at 31st March, 2017, Profit and loss Account for the period from 01.04.2016 to 31.03.2017 together with the schedules and notes appended thereto and the Auditors Report thereon be and are hereby approved and adopted.

Proposed by: Mrs. Vandana Sinha

Seconded by: Mrs. Meena Sharma

Item No. 2 Re-appointment of Mrs. Vandana Sinha (DIN 01671087) as Director, who retires by rotation

“RESOLVED THAT pursuant to the provisions of Section 152(6) of the Companies Act, 2013, Mrs. Vandana Sinha (DIN 01671087), Director of the Company, who retires by rotation, and being eligible, offers herself for re-appointment, be and is hereby re-appointed as a director of the Company, liable to retire by rotation.

Proposed by: Mr. Yashovardhan Sinha

Seconded by: Mrs. Meena Sharma

Item No. 3 Appointment of M/s O. P. Tulsyan & Co., Chartered Accountants, Lucknow (Registration No. FRN 500028N) as Statutory Auditor

RESOLVED THAT, pursuant to provisions of section 139 of the Companies Act 2013 and all other applicable provisions, if any (including any statutory modification or re-enactment thereof for the time being in force) the appointment of M/s O. P. Tulsyan & Co, Chartered Accountants, Lucknow (Registration No. FRN 500028N) be and is hereby appointed to hold the office as auditors till the conclusion of next Annual General Meeting to conduct audit for the financial year 2017-18 with such remuneration as may be mutually decided between Board of Directors and Auditors.

Proposed by: Mrs. Vandana Sinha

Seconded by: Mrs. Meena Sharma

RESOLVED FURTHER THAT Mr. Yashovardhan Sinha (S/o Ramnandan Prasad Sinha, R/o Flat No. 27, Kaveri Apartment, Bander Bagicha, Patna-800001, DIN 01636599) Chairman & Managing Director be and are hereby authorized to do all the acts, deeds and things which are necessary to give effect to the above said resolution.”

SPECIAL BUSINESS

Appointment of Mrs. Sunita Sinha as Whole-Time Director

“RESOLVED THAT pursuant to provisions of Section 196,197,203 and other applicable provisions, if any, of the Companies Act 2013, with Companies (Appointment and Remuneration) Rules, 2014 and other applicable provision made thereunder (including any statutory modifications or reenactment(s) thereof, for the time being in force), subject to approval of the members in the General meeting and subject to approval of the central government and such other consents and

M. Sinha

HELD AT _____

ON _____

TIME _____

permissions as may be necessary, and subject to such modifications, variations as may be approved and acceptable to the appointee, the consent of the Board of Directors be and is hereby accorded for the appointment of Mrs. Sunita Sinha (DIN – 01636997), Director of the Company as the Whole-Time Director of the Company with effect from 28th August, 2017 for a period of five years on the following terms and conditions:-

1. SALARY: Rs.6,00,000 p.m.

2. LEAVE FACILITIES: Nil

Proposed by: Mrs. Vandana Sinha

Seconded by: Mrs. Meena Sharma

RESOLVED FURTHER THAT Mr . Yashovardhan Sinha (S/o Ramnandan Prasad Sinha, R/o Flat No. 27, Kaveri Apartment, Bander Bagicha, Patna-800001, DIN 01636599) Chairman & Managing Director be and are hereby authorized to do all the acts, deeds and things which are necessary to give effect to the above said resolution.”

Information on Voting at the AGM

The Company Secretary informed the members that in accordance with the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of Companies (Management and Administration) Rules, 2014, as amended and Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 the Company has provided the facility for e-voting to the members through Central Depository Services Limited (“CDSL”) in respect of all the items to be transacted at the AGM.

The e-voting period commenced on Monday, September 18, 2017 at 09.00 a.m. and ends on Wednesday, September 20, 2017 at 5.00 p.m. The Company Secretary informed that voting at AGM shall be conducted through Ballot paper. The Member present have voting rights in proportion to their shares in the paid-up share capital of the Company as on cut -off date 14th September, 2017. Members, who have already voted through remote e-voting process, shall not be entitled to vote again in the meeting and the vote cast by them through remote e-voting shall be treated as final.

As all the members present in the meeting had already exercised their Voting through E-Voting facility provided by the Company, the necessity of conducting voting through ballot process did not arise.

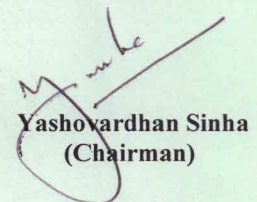
The Company secretary informed the members that result of Voting at the AGM shall be announced within 48 hours of the conclusion of AGM, by intimation to Stock Exchange and would be displayed on the Company’s website www.adityaconsumer.com as well as CDSL website

VOTE OF THANKS

There being no other business to transact, the meeting concluded with a vote of thanks to the chair.

Date: 21.09.2017

Place: Patna


Yashovardhan Sinha
(Chairman)