



**PARAG
FANS & COOLING
SYSTEMS LTD.**

Date: 25.03.2019

To,
Metropolitan Stock Exchange of India Limited
Vibgyor Towers, 4th Floor,
Plot No C 62, G-Block,
Opp. Trident Hotel, Bandra- Kurla Complex,
Mumbai 400098

Dear Sir,

Sub: Proceedings of the Extra Ordinary General Meeting of the Company held on 25th March 2019.

Dear Sir,

Pursuant to Regulation 30 read with Para A, Part A of Schedule III of the SEBI (Listing Obligations and Disclosure Requirements) Regulation, 2015, Please find enclosed summary of the proceedings of the Extra Ordinary General Meeting of Parag Fans and Cooling Systems Limited held on Monday, 25th March, 2019 at 12:30 P.M. at 1/2 & 1B/3A Industrial Area No. 1 A B Road Dewas Madhya Pradesh 455001.

This is for your Information and Records in Compliance with the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

Thanking you

Yours Faithfully
For Parag Fans and Cooling Systems Limited

Umesh Nambiar
Wholetime Director
DIN: 02566355



Regd. Office and Works:
Plot no. 1/2B & 1B/3A, Industrial Area No. 1, A. B. Road, Dewas-455 001 (M.P.)India,
Ph: 91-7272-425100 to 117 Fax: 91-7272-, 400273,
E-mail: info@paragfans.com
Website: www.paragfans.com



**PARAG
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Summary of proceedings at the Extra Ordinary General Meeting of the Company held on Monday, 25th March, 2019

Day and Date: Monday, 25th March, 2019

Venue: 1/2 & 1B/3A Industrial Area No. 1 A B Road Dewas
Madhya Pradesh 455001

Start Time: 12:30 P.M.

Directors Present:

1. Umesh Nambiar
1. Shree Deepak Pagnis
2. Shree Surendrakumar Badjatia
3. Shree Vijai Singh Bharaktiya

In Attendance:

- | | |
|------------------------------|---------------------------|
| 1. Dipali Lunawat | - Company Secretary |
| 1. Gajendra Madhukar Takwale | - Chief Financial Officer |
| 2. Shree Neelesh Gupta | - Scrutinizer |

Shri Umesh Nambiar, the Wholetime Director, as Chairman welcomed the Directors and Members present in the Meeting and started the proceedings of the meeting, and since the requisite quorum was present, the Chairman called the meeting in order.

Thereafter, the Chairman delivered his speech.

Thereafter members were then informed by the Scrutinizer that pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of Companies (management and Administration) Amendment Rules, 2015 and Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulation, 2015, the Company has provided remote e-voting facility, to the members entitled to cast their vote on all the resolutions as set out in the notice of EGM during the period from 22nd March, 2019 (09:00 AM) to 24th March, 2015 (5:00 PM). Members were also informed that those who did not cast their votes by availing the remote e-voting facility can exercise their vote by use of Ballot Paper, in the meeting. Shri Neelesh Gupta, Practicing Company Secretary was appointed as the Scrutinizer for the purpose of scrutinizing the process of remote e-voting and voting through ballot papers.

Thereafter, the following resolutions set out in the Notice convening the Extra Ordinary General Meeting were considered and approved by the members:

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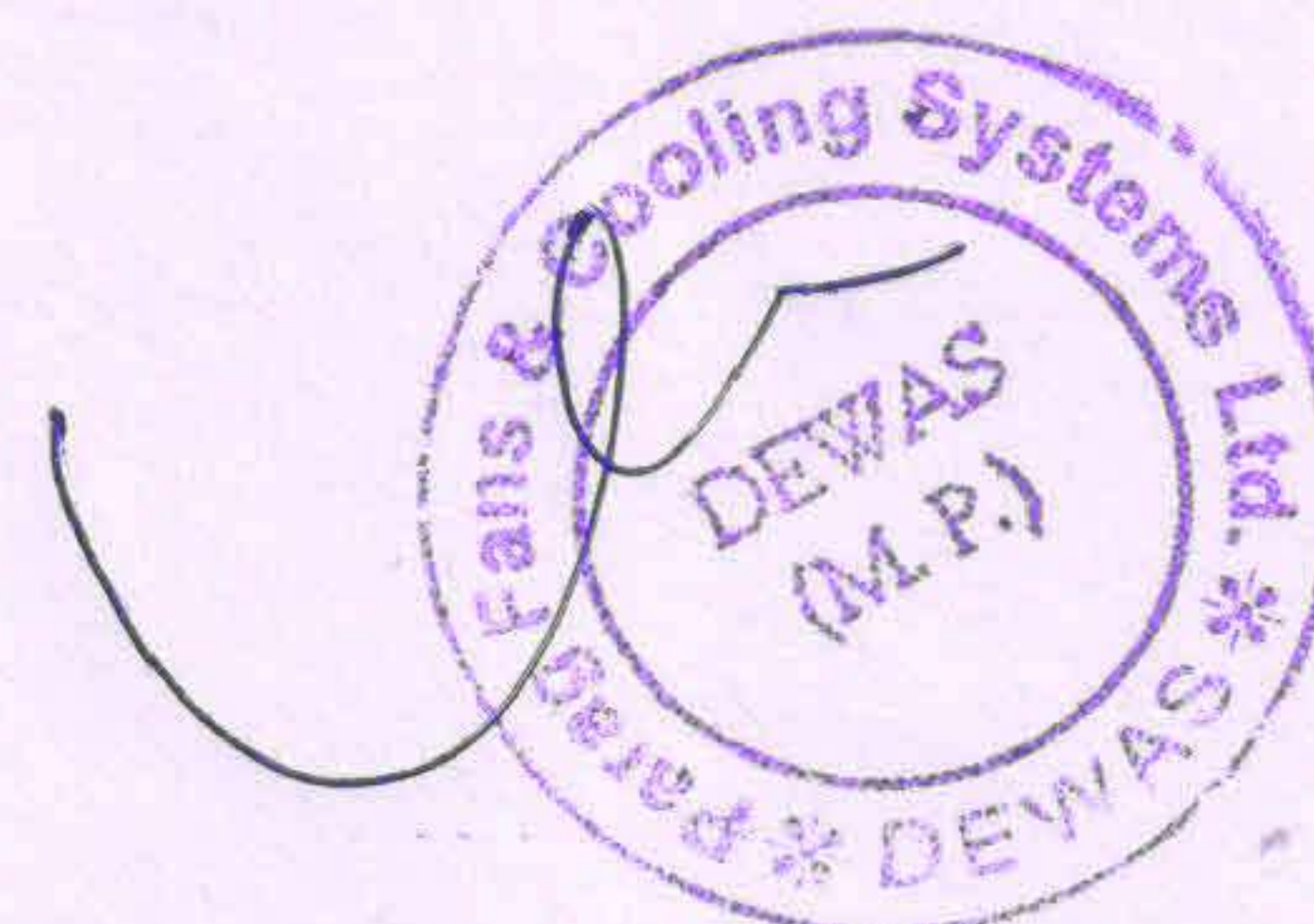




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S.NO	Details of Agenda Transacted	Ordinary/ Special Resolution
SPECIAL BUSINESS		
1.	To increase the Authorised Share Capital of the company from Rs. 4,00,00,000/- (Rupees Four Crore only) divided into 35,00,000 (Thirty Five Lacs) Equity Shares of Rs.10/- (Rupees Ten Only) each and 5,00,000 (Five Lacs) Preference shares of Rs. 10/- (Rupee Ten only) each to Rs. 6,00,00,000 (Rupees Six Crore only) divided into 45,00,000 (Forty five Lacs) Equity Shares of Rs. 10/- (Rupee Ten only) each and 15,00,000 (Fifteen Lacs) Preference shares of Rs. 10/- (Rupee Ten only) each.	Special
2.	To alter the Capital Clause of Memorandum of Association of the Company	Special
3.	To create, offer, issue and allot by way of Preferential Allotment, upto 4,00,000 (Four Lacs) Equity Shares of Face value Rs. 10/- (Rupees Ten only) aggregating to Rs. 40,00,000 and 11,00,000 (Eleven Lacs) Compulsory Convertible Preference Shares ("CCPSs") of Face value Rs. 10/- (Rupees Ten only) aggregating to Rs. 1,10,00,000 to the Promoters/ Promoter Group in compliance with Chapter V of SEBI (ICDR) Regulations, 2018 in lieu of utilizing / conversion of unsecured loan of Proposed Allottees	Special

The voting process was then carried out by the Scrutinizer and witnessed by two members and the members were informed that the Consolidated Scrutinizer's Report on remote e-voting and voting through ballot papers will be announced by 27th March, 2019. The same shall be submitted to the stock Exchange in accordance with Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and hosted on the website of the Company.



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The meeting concluded at around 1:30 P.M. with a vote of thanks to the Chair.

Thanking you

Yours Faithfully
For Parag Fans and Cooling Systems Limited

Umesh Nambiar
Wholetime Director
DIN: 02566355



Date: 25.03.2019
Place: Dewas

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