

Annexure – I

Summary of proceedings of the 29th Annual General Meeting ('AGM'):

The 29th AGM of the Members of South Asian Enterprises Limited ('the Company') was held on Saturday, 15th September, 2018 at 12.30 P.M at the Mikky House, K-Block, Kidwai Nagar, Kanpur (U.P.) 208011. Shri Priya Brat- Independent Director, chaired the meeting. The requisite quorum being present, the Chairman called the meeting to order. The Chairman welcome the members and in his address briefed about activities of Company. The Chairman informed that the Company had provided the Members the facility to cast their vote electronically, on all resolutions set forth in the Notice for the meeting. Further, the members who were present at the AGM and had not cast their votes electronically were provided an opportunity to cast their votes at the end the meeting through poll. It was further informed that there would be no voting by show of hands. Shri Ramesh C. Pandey- Company Secretary, read the Auditors' Report, 2018.

The following items of business, as per the Notice of AGM dated July 17, 2018, were transacted at the meeting.

| Resolution number | Type of Resolution | Description |
|--------------------------|---------------------------|--|
| 1 | Ordinary Resolution | To receive, consider and adopt the Audited Balance Sheet of the Company as at 31 st March, 2018, the Statement of Profit & Loss for the year ended on that date together with the Report of Auditors and Directors thereon. |
| 2 | Ordinary Resolution | To appoint a director in place of Dr. (Mrs.) Neeraj Arora- Director (DIN:07191167) who retires by rotation and being eligible, offers herself for re-appointment. |
| 3 | Special Resolution | To appoint a director in place of Shri Mahesh Prasad Mehrotra- Director (DIN:00016768) who retires by rotation and being eligible, offers himself for re-appointment. |
| 4 | Ordinary Resolution | To fix the remuneration of Statutory Auditors. |
| 5 | Ordinary Resolution | To approve fees to be paid by Members of the Company for service of documents through a particular mode. |
| 6 | Special Resolution | To approve continuation of Shri Priya Brat (DIN: 00041859) as a Non – Executive Director of the Company: |



| | | |
|---|--------------------|---|
| 7 | Special Resolution | To approve continuation of Shri Rajinder Kumar Goswami (DIN: 00106911) as a Non – Executive Director of the Company |
| 8 | Special Resolution | To approve continuation of Dr. Srinivasan Ramesh (DIN: 00126120) as a Non – Executive Director of the Company: |

Clarifications were provided to the queries raised by the members.

The Board of Directors had appointed Mr. Ashutosh Aggarwal (CP No. 7467) of A Aggarwal and Associates practicing Company Secretaries as the Scrutinizer to supervise the e – voting, ballot by post and poll voting process. The Scrutinizer's Report was received and accordingly all the resolutions as set out in the notice were declared as passed. The meeting concluded at 2:30 p.m.

This is for your information and records.

Thanking you,
Yours Sincerely,
for South Asian Enterprises Ltd.


(IJS Aujla)
Compliance Officer
M. No. A34144





Scrutinizer's Report
[Combined Report of E-voting, voting by Post & Poll]

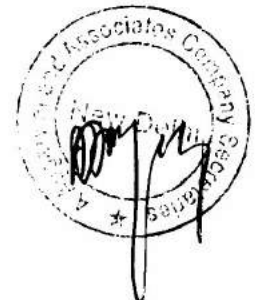
September 16, 2018

To,
The Chairman of the 29th Annual General Meeting ("AGM"),
South Asian Enterprises Limited,
Corp off: 2nd Floor, 13, Sant Nagar,
East of Kailash,
New Delhi-110 065

Dear Sir,

Scrutinizer's Report for combined result of poll conducted at the 29th AGM of South Asian Enterprises Limited held on Saturday, 15th September, 2018 at 12:30 p.m., electronic voting and voting by post on agenda items of said Annual General Meeting.

1. I, Ashutosh Aggarwal, practicing Company Secretary had been appointed as the Scrutinizer for conducting the scrutiny of voting by poll, post and the e-voting, pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 and Regulation 44 of SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015, by the Board of Directors of South Asian Enterprises Limited vide its resolution dated 17/07/2018.
2. The Company had appointed National Securities Depositories Limited (NSDL) as the Service Provider, for extending the facility of electronic voting to the members of the Company from 9.00 A.M. on Wednesday, 12th September, 2018 till 5.00 p.m. on Friday, 14th September, 2018. E-voting was disabled by NSDL at 5.00 p.m. on 14th September, 2018.
3. Voting rights was reckoned on the paid-up value of shares registered in the name of the member as on Saturday, 08th September, 2018, the cut-off date for votes on the resolutions either by e-voting, post or poll.
4. The e-voting results were unblocked on September 16, 2018 around 12.50 p.m. in the presence of two witnesses for details please refer to scrutinizers report on e-voting dated 16/09/2018.

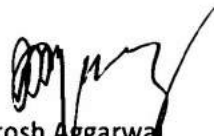


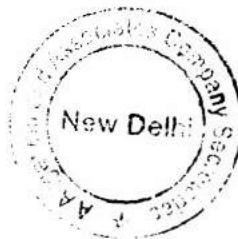


5. As the Chairman of the 29th AGM of the Company, you had consented to my appointment as the Scrutinizer for the Poll pursuant to the provisions of Section 109 of the Companies Act, 2013 read with Rule 21 of the Companies (Management and Administration) Rules, 2014, for the resolutions contained in the Notice dated July 17, 2018. The poll was called for at the said AGM to facilitate members to cast their votes who could not participate in e-voting or voting by post. For further details please refer to Scrutinizer's Report for the poll in the form MGT-13 dated September 16, 2018.
6. The combined result of E-voting together with that of poll and voting by post is attached as an annexure to this report.
7. All the resolutions proposed in the agenda items of the 29th AGM have secured assent (approval) by requisite majority in accordance with provisions of Companies Act, 2013 as per combined results.

I hereby confirm that I am maintaining the registers received from service provider both electronically and manually in respect of votes cast through e-voting. I shall arrange to handover these records to you or person authorised by the Company upon receipt of copy of authenticated minutes of said AGM.

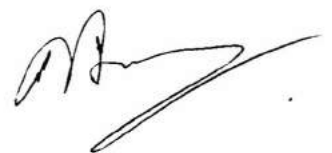
Thanking you,
Yours faithfully,


Ashutosh Aggarwal
A Aggarwal and Associates
Company Secretaries
ACS 9972 CP No. 7467



Place: New Delhi
Date: September 16, 2018

*Results in order which may be
declared.*



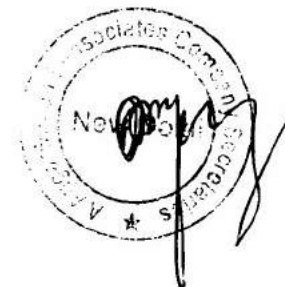
South Asian Enterprises Limited
Annexure to Scrutinizer's Report on Combined Voting Results

Scrip code : 526477

| | |
|--|--|
| Date of AGM/EGM | 15/09/2018 |
| Total number of shareholders on record date | 5570 |
| No. of shareholders present in the meeting either in person or through proxy: Promoters and Promoter Group: Public: | 33 in person 1 Corporate Member through Authorised Representative 32 in person |
| No. of shareholders attended the meeting through Video Conferencing: Promoters and Promoter Group: Public: | NA |

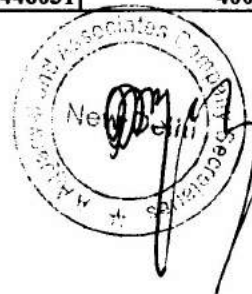
Agenda wise disclosure (to be disclosed separately for each agenda item)

| Resolution required: (Ordinary/Special) | | | 1. To receive, consider and adopt the Audited Balance Sheet of the Company as at 31st March, 2018, the Statement of Profit & Loss for the year ended on that date together with the Report of Auditors and Directors thereon. | | | | | |
|---|--------------------------------------|-------------------------------|--|--|-------------------------------------|-----------------------------------|---|---|
| Whether promoter/promoter group are interested in the agenda/resolution? | | | No | | | | | |
| Category | Mode of Voting | No. of shares held (1) | No. of votes polled (2) | % of Votes Polled on outstanding shares (3) = [(2)/(1)] * 100 | No. of Votes - in favour (4) | No. of Votes - against (5) | % of Votes in favour on votes polled (6) = [(4)/(2)] * 100 | % of Votes against on votes polled (7) = [(5)/(2)] * 100 |
| Promoter and Promoter Group | E-Voting | 2443019 | 2443009 | 100.00 | 2443009 | 0 | 99.86 | 0.00 |
| | Poll | | 0 | 0.00 | 0 | 0 | 0.00 | 0.00 |
| | Postal Ballot (if applicable) | | N.A. | N.A. | N.A. | N.A. | N.A. | N.A. |
| Public-Institutions | E-Voting | 200 | 0 | 0.00 | 0 | 0 | 0.00 | 0.00 |
| | Poll | | 0 | 0.00 | 0 | 0 | 0.00 | 0.00 |
| | Postal Ballot (if applicable) | | N.A. | N.A. | N.A. | N.A. | N.A. | N.A. |
| Public- Non Institutions | E-Voting | 1556781 | 2 | 0.00 | 2 | 0 | 0.00 | 0.00 |
| | Poll | | 3420 | 0.22 | 3120 | 300 | 0.13 | 0.01 |
| | Postal Ballot (if applicable) | | N.A. | N.A. | N.A. | N.A. | N.A. | N.A. |
| Total | | 4000000 | 2446431 | 61.16 | 2446131 | 300 | 99.99 | 0.01 |



| Resolution required: (Ordinary/Special) | | | 2. To appoint a director in place of Dr. (Mrs.) Neeraj Arora – Director (DIN:07191167) who retires by rotation and being eligible, offers herself for re-appointment. | | | | | |
|--|-------------------------------|------------------------|---|---|------------------------------|----------------------------|--|--|
| Whether promoter/promoter group are interested in the agenda/resolution? | | | No | | | | | |
| Category | Mode of Voting | No. of shares held (1) | No. of votes polled (2) | % of Votes Polled on outstanding shares (3) = [(2)/(1)] * 100 | No. of Votes - in favour (4) | No. of Votes - against (5) | % of Votes in favour on votes polled (6) = [(4)/(2)] * 100 | % of Votes against on votes polled (7) = [(5)/(2)] * 100 |
| Promoter and Promoter Group | E-Voting | 2443019 | 2443009 | 100.00 | 2443009 | 0 | 99.86 | 0.00 |
| | Poll | | 0 | 0.00 | 0 | 0 | 0.00 | 0.00 |
| | Postal Ballot (if applicable) | | N.A. | N.A. | N.A. | N.A. | N.A. | N.A. |
| Public-Institutions | E-Voting | 200 | 0 | 0.00 | 0.00 | 0.00 | 0.00 | 0.00 |
| | Poll | | 0 | 0.00 | 0.00 | 0.00 | 0.00 | 0.00 |
| | Postal Ballot (if applicable) | | N.A. | N.A. | N.A. | N.A. | N.A. | N.A. |
| Public- Non Institutions | E-Voting | 1556781 | 2 | 0.00 | 2 | 0 | 0.00 | 0.00 |
| | Poll | | 3420 | 0.22 | 2920 | 500 | 0.12 | 0.02 |
| | Postal Ballot (if applicable) | | N.A. | N.A. | N.A. | N.A. | N.A. | N.A. |
| Total | | 4000000 | 2446431 | 61.16 | 2445931 | 500 | 99.98 | 0.02 |

| Resolution required: (Ordinary/Special) | | | 3. To appoint a director in place of Shri Mahesh Prasad Mehrotra– Director (DIN:00016768) who retires by rotation and being eligible, offers himself for re-appointment. | | | | | |
|--|-------------------------------|------------------------|--|---|------------------------------|----------------------------|--|--|
| Whether promoter/promoter group are interested in the agenda/resolution? | | | No | | | | | |
| Category | Mode of Voting | No. of shares held (1) | No. of votes polled (2) | % of Votes Polled on outstanding shares (3) = [(2)/(1)] * 100 | No. of Votes - in favour (4) | No. of Votes - against (5) | % of Votes in favour on votes polled (6) = [(4)/(2)] * 100 | % of Votes against on votes polled (7) = [(5)/(2)] * 100 |
| Promoter and Promoter Group | E-Voting | 2443019 | 2443009 | 100.00 | 2443009 | 0 | 99.86 | 0.00 |
| | Poll | | 0 | 0.00 | 0 | 0 | 0.00 | 0.00 |
| | Postal Ballot (if applicable) | | N.A. | N.A. | N.A. | N.A. | N.A. | N.A. |
| Public-Institutions | E-Voting | 200 | 0 | 0.00 | 0 | 0 | 0.00 | 0.00 |
| | Poll | | 0 | 0.00 | 0 | 0 | 0.00 | 0.00 |
| | Postal Ballot (if applicable) | | N.A. | N.A. | N.A. | N.A. | N.A. | N.A. |
| Public- Non Institutions | E-Voting | 1556781 | 2 | 0.00 | 2 | 0 | 0.00 | 0.00 |
| | Poll | | 3420 | 0.22 | 3020 | 400 | 0.12 | 0.02 |
| | Postal Ballot (if applicable) | | N.A. | N.A. | N.A. | N.A. | N.A. | N.A. |
| Total | | 4000000 | 2446431 | 61.16 | 2446031 | 400 | 99.98 | 0.02 |



| Resolution required: (Ordinary/Special) | | | 4. To fix the remuneration of Statutory Auditors. | | | | | |
|--|-------------------------------|------------------------|---|---|------------------------------|----------------------------|--|--|
| Whether promoter/promoter group are interested in the agenda/resolution? | | | No | | | | | |
| Category | Mode of Voting | No. of shares held (1) | No. of votes polled (2) | % of Votes Polled on outstanding shares (3) = [(2)/(1)] * 100 | No. of Votes - in favour (4) | No. of Votes - against (5) | % of Votes in favour on votes polled (6) = [(4)/(2)] * 100 | % of Votes against on votes polled (7) = [(5)/(2)] * 100 |
| Promoter and Promoter Group | E-Voting | 2443019 | 2443009 | 100.00 | 2443009 | 0 | 99.86 | 0.00 |
| | Poll | | 0 | 0.00 | 0 | 0 | 0.00 | 0.00 |
| | Postal Ballot (if applicable) | | N.A. | N.A. | N.A. | N.A. | N.A. | N.A. |
| Public- Institutions | E-Voting | 200 | 0 | 0.00 | 0 | 0 | 0.00 | 0.00 |
| | Poll | | 0 | 0.00 | 0 | 0 | 0.00 | 0.00 |
| | Postal Ballot (if applicable) | | N.A. | N.A. | N.A. | N.A. | N.A. | N.A. |
| Public- Non Institutions | E-Voting | 1556781 | 2 | 0.00 | 2 | 0 | 0.00 | 0.00 |
| | Poll | | 3420 | 0.22 | 2820 | 600 | 0.12 | 0.02 |
| | Postal Ballot (if applicable) | | N.A. | N.A. | N.A. | N.A. | N.A. | N.A. |
| Total | | 4000000 | 2446431 | 61.16 | 2445831 | 600 | 99.98 | 0.02 |

| Resolution required: (Ordinary/Special) | | | 5. To approve fees to be paid by Members of the Company for service of documents through a particular mode. | | | | | |
|--|-------------------------------|------------------------|---|---|------------------------------|----------------------------|--|--|
| Whether promoter/promoter group are interested in the agenda/resolution? | | | No | | | | | |
| Category | Mode of Voting | No. of shares held (1) | No. of votes polled (2) | % of Votes Polled on outstanding shares (3) = [(2)/(1)] * 100 | No. of Votes - in favour (4) | No. of Votes - against (5) | % of Votes in favour on votes polled (6) = [(4)/(2)] * 100 | % of Votes against on votes polled (7) = [(5)/(2)] * 100 |
| Promoter and Promoter Group | E-Voting | 2443019 | 2443009 | 100.00 | 2443009 | 0 | 99.86 | 0.00 |
| | Poll | | 0 | 0.00 | 0 | 0 | 0.00 | 0.00 |
| | Postal Ballot (if applicable) | | N.A. | N.A. | N.A. | N.A. | N.A. | N.A. |
| Public- Institutions | E-Voting | 200 | 0 | 0.00 | 0 | 0 | 0.00 | 0.00 |
| | Poll | | 0 | 0.00 | 0 | 0 | 0.00 | 0.00 |
| | Postal Ballot (if applicable) | | N.A. | N.A. | N.A. | N.A. | N.A. | N.A. |
| Public- Non Institutions | E-Voting | 1556781 | 2 | 0.00 | 2 | 0 | 0.00 | 0.00 |
| | Poll | | 3420 | 0.22 | 3020 | 400 | 0.12 | 0.02 |
| | Postal Ballot (if applicable) | | N.A. | N.A. | N.A. | N.A. | N.A. | N.A. |
| Total | | 4000000 | 2446431 | 61.16 | 2446031 | 400 | 99.98 | 0.02 |

| Resolution required: (Ordinary/Special) | | | 6. To approve continuation of Shri Priya Brat (DIN: 00041859) as a Non – Executive Director of the Company. | | | | | |
|--|-------------------------------|------------------------|---|---|------------------------------|----------------------------|--|--|
| Whether promoter/promoter group are interested in the agenda/resolution? | | | No | | | | | |
| Category | Mode of Voting | No. of shares held (1) | No. of votes polled (2) | % of Votes Polled on outstanding shares (3) = [(2)/(1)] * 100 | No. of Votes - in favour (4) | No. of Votes - against (5) | % of Votes in favour on votes polled (6) = [(4)/(2)] * 100 | % of Votes against on votes polled (7) = [(5)/(2)] * 100 |
| Promoter and Promoter Group | E-Voting | 2443019 | 2443009 | 100.00 | 2443009 | 0 | 99.86 | 0.00 |
| | Poll | | 0 | 0.00 | 0 | 0 | 0.00 | 0.00 |
| | Postal Ballot (if applicable) | | N.A. | N.A. | N.A. | N.A. | N.A. | N.A. |
| Public-Institutions | E-Voting | 200 | 0 | 0.00 | 0 | 0 | 0.00 | 0.00 |
| | Poll | | 0 | 0.00 | 0 | 0 | 0.00 | 0.00 |
| | Postal Ballot (if applicable) | | N.A. | N.A. | N.A. | N.A. | N.A. | N.A. |
| Public- Non Institutions | E-Voting | 1556781 | 2 | 0.00 | 2 | 0 | 0.00 | 0.00 |
| | Poll | | 3420 | 0.22 | 3020 | 400 | 0.12 | 0.02 |
| | Postal Ballot (if applicable) | | N.A. | N.A. | N.A. | N.A. | N.A. | N.A. |
| Total | | 4000000 | 2446431 | 61.16 | 2446031 | 400 | 99.98 | 0.02 |

| Resolution required: (Ordinary/Special) | | | 7. To approve continuation of Shri Rajinder Kumar Goswami (DIN: 00106911) as a Non – Executive Director of the Company. | | | | | |
|--|-------------------------------|------------------------|---|---|------------------------------|----------------------------|--|--|
| Whether promoter/promoter group are interested in the agenda/resolution? | | | No | | | | | |
| Category | Mode of Voting | No. of shares held (1) | No. of votes polled (2) | % of Votes Polled on outstanding shares (3) = [(2)/(1)] * 100 | No. of Votes - in favour (4) | No. of Votes - against (5) | % of Votes in favour on votes polled (6) = [(4)/(2)] * 100 | % of Votes against on votes polled (7) = [(5)/(2)] * 100 |
| Promoter and Promoter Group | E-Voting | 2443019 | 2443009 | 100.00 | 2443009 | 0 | 99.86 | 0.00 |
| | Poll | | 0 | 0.00 | 0 | 0 | 0.00 | 0.00 |
| | Postal Ballot (if applicable) | | N.A. | N.A. | N.A. | N.A. | N.A. | N.A. |
| Public-Institutions | E-Voting | 200 | 0 | 0.00 | 0 | 0 | 0.00 | 0.00 |
| | Poll | | 0 | 0.00 | 0 | 0 | 0.00 | 0.00 |
| | Postal Ballot (if applicable) | | N.A. | N.A. | N.A. | N.A. | N.A. | N.A. |
| Public- Non Institutions | E-Voting | 1556781 | 2 | 0.00 | 2 | 0 | 0.00 | 0.00 |
| | Poll | | 3420 | 0.22 | 3020 | 400 | 0.12 | 0.02 |
| | Postal Ballot (if applicable) | | N.A. | N.A. | N.A. | N.A. | N.A. | N.A. |
| Total | | 4000000 | 2446431 | 61.16 | 2446031 | 400 | 99.98 | 0.02 |

| Resolution required: (Ordinary/Special) | | | 8. To approve continuation of Dr. Srinivasan Ramesh (DIN: 00126120) as a Non – Executive Director of the Company. | | | | | |
|--|-------------------------------|------------------------|---|---|------------------------------|----------------------------|--|--|
| Whether promoter/promoter group are interested in the agenda/resolution? | | | No | | | | | |
| Category | Mode of Voting | No. of shares held (1) | No. of votes polled (2) | % of Votes Polled on outstanding shares (3) = [(2)/(1)] * 100 | No. of Votes - in favour (4) | No. of Votes - against (5) | % of Votes in favour on votes polled (6) = [(4)/(2)] * 100 | % of Votes against on votes polled (7) = [(5)/(2)] * 100 |
| Promoter and Promoter Group | E-Voting | 2443019 | 2443009 | 100.00 | 2443009 | 0 | 99.86 | 0.00 |
| | Poll | | 0 | 0.00 | 0 | 0 | 0.00 | 0.00 |
| | Postal Ballot (if applicable) | | N.A. | N.A. | N.A. | N.A. | N.A. | N.A. |
| Public- Institutions | E-Voting | 200 | 0 | 0.00 | 0 | 0 | 0.00 | 0.00 |
| | Poll | | 0 | 0.00 | 0 | 0 | 0.00 | 0.00 |
| | Postal Ballot (if applicable) | | N.A. | N.A. | N.A. | N.A. | N.A. | N.A. |
| Public- Non Institutions | E-Voting | 1556781 | 2 | 0.00 | 2 | 0 | 0.00 | 0.00 |
| | Poll | | 3420 | 0.22 | 2920 | 500 | 0.12 | 0.02 |
| | Postal Ballot (if applicable) | | N.A. | N.A. | N.A. | N.A. | N.A. | N.A. |
| Total | | 4000000 | 2446431 | 61.16 | 2445931 | 500 | 99.98 | 0.02 |

XXXXXXXXXXXXXX



B



**SOUTH ASIAN
ENTERPRISES LTD.**

XXIX ANNUAL REPORT 2017-2018

South Asian Enterprises Limited

CIN : L91990UP1990PLC011753, email : southasianenterprises@gmail.com, website : www. sael.co.in

**REGISTERED OFFICE : Mikky House, K-Block, Kidwai Nagar, Kanpur, (U.P.) - 208 011
Phone : 0512-2606859**

CORPORATE OFFICE :

2nd Floor, 13, Sant Nagar,
East of Kailash, New Delhi-110 065
Ph. 011-46656666,
Fax : 011-46656699

**SHARE TRANSFER & INVESTOR SERVICES
RCMC Share Registry Pvt. Ltd.**

B-25/1, First Floor, Okhla Industrial Area,
Phase - II, New Delhi-110020
Ph. 011-26387320-21-23, Fax : 011-26387322
email : investor.services@rcmcdelhi.com