



September 28, 2017.

ENCORE BUSINESS SYSTEM LIMITED

Khaleeli Centre, 2nd Floor, 4, Montieth Road
Egmore, Chennai 600 008

Phone : +91 44 2841 4144

Email : encorebusiness@gmail.com

CIN : L65191TN1990PLC019828

Metropolitan Stock Exchange of India Ltd.

Listing Department

4th floor, Vibgyor Tower,

Plot No.C-62, G Block

Bandra Kurla Complex,

Bandra West

Mumbai-400 098,

Dear Sir,

EBSL BE SERIES –

Please find attached Minutes of the Twenty Seventh Annual General Meeting of the company held on 28.9.2017.

Thanking you,

Yours truly,

For Encore Business System Ltd.

Director.



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Minutes of the Twenty Seventh Annual General Meeting of the Members of ENCORE BUSINESS SYSTEM LIMITED held on Thursday 28th September, 2017 at the Registered Office of the Company at "Khaleeli Centre", 2nd Floor, No.4 Montieth Road, Egmore, Chennai 600008

Members Present:

22 in Person

Directors Present:

M. R. Rangarajan	Director
Mr Deivasigamani Sivaprakasam	Independent Director
Ms Senthamarai Kannan Monisaa	Director

Others Present:

Mr. S.Parimelazhagan	Auditor Parimelazhagan & Co., Chartered Accountants
Mr.R.Alagar	Secretarial Auditor

Convening of the Twenty Sixth Annual General Meeting:

Mr. R.Rangarajan, Director presided over the meeting and introduced the Directors on the dais to the members.

Chairman's Speech :

Thereafter, Chairman read the Chairman's speech which was already circulated to the members present in the meeting and conducted the proceedings of the Annual General Meeting.

Chairman welcomed questions and clarifications from the shareholders on the business, operations and current situation of the Company and the same were clarified.



E-Voting And Poll Result :

Pursuant to Section 108 of Companies Act, 2013 read with Rule 20 of Companies (Management and Administration) Rules, 2014 and the revised Clause 35B of the Listing Agreement, the Company had provided E-voting facility to all the Members holding shares of the Company as on the cut-off date i.e. 21st September, 2017 to enable them to cast their votes in respect of the resolutions contained in Notice of the Meeting.

The Company has made arrangements with Central Depository Services Limited (CDSL) who provided the portal for e-voting. The remote e-voting period opened for 3 (three) days i.e., from 10.00 AM on Monday 25th September, 2017 to 05.00 PM on Wednesday 27th September, 2017. The Company has appointed Mr.R.Alagar, Practicing Company Secretary, Chennai as Scrutinizer for carrying out E-voting in a fair and transparent manner.

In the AGM, held on Thursday, the 28th September, 2017, Chairman proposed that to facilitate those members present at the AGM, either personally or by proxy, who had not cast their vote earlier by Remote E-voting, but who would like to vote at the AGM, were provided with Ballot papers to enable them to vote in respect of items of business as set out in the Notice of the Meeting, Mr.R.Alagar, Practicing Company Secretary, was appointed as Scrutinizer for conducting the Poll by way of Ballot papers.

The Chairman advised that those who had not been able to cast their votes through remote e-voting may cast their votes through polls for which ballot papers provided at the venue of AGM once the resolutions as per the agenda are read.

The Chairman thereafter read the resolutions as follows-

Ordinary Business

Resolution No.1 – Adoption of Accounts – Ordinary Resolution

RESOLVED THAT the Audited Balance Sheet as at 31.3.2017, Profit & Loss Account for the period ended 31-03-2017, the Report of the Directors and Auditors thereon, be and are hereby received, considered, and adopted.

Resolution No.2 – Ratification of the appointment of Auditors and to authorize the Board to fix their remuneration.- Ordinary Resolution

RESOLVED THAT pursuant to the provisions of Section 139 and all other applicable provisions, if any, of the Companies Act, 2013 and the rules framed there under, as amended from time to time, the company hereby ratifies the appointment of M/s. S.



Parimelazhagan & Co., Chartered Accountants (Firm Registration No.6514S) as Auditors of the company to hold office from the conclusion of this Annual General Meeting till the conclusion of the next Annual General Meeting of the Company to be held in the year 2018 at such remuneration plus service tax, reimbursement of travelling and other out-of-pocket expenses incurred by them in connection with the audit as may be mutually agreed between the Board of Directors of the Company and the Auditors.

Resolution No.3 –Appoint of independent Director- Ordinary Resolution

RESOLVED THAT pursuant to Sections 149, 150, 152 and other applicable provisions of the Companies Act, 2013 and the Companies (Appointment and Qualification of Directors) Rules, 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force), Mr Deivasigamani Sivaprakasam (DIN 07628021) who was appointed as an Additional Director in the capacity of Independent Director of the Company by the Board of Directors effective September 30, 2016 and who holds office till the date of the Annual General Meeting in terms of Section 161 of the Companies Act, 2013, 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 Mr. Deivasigamani Sivaprakasam (07628021) as a candidate for the office of Director of the Company, be and is hereby appointed as an Independent Director of the Company with effect from September 30, 2016 to September 29, 2021 and the term shall not be subject to retirement by rotation

Resolution No.4 –Appoint of Director- Ordinary Resolution

RESOLVED THAT pursuant to Sections 149, 150, 152 read with Schedule IV and other applicable provisions of the Companies Act, 2013 and the Companies (Appointment and Qualification of Directors) Rules, 2014 (including any statutory modification(s) or enactment thereof for the time being in force), Ms Senthamarai Kannan Monisaa (DIN 07628034) who was appointed as an Additional Director of the Company by the Board of Directors effective September 30 2016 and who holds office till the date of the Annual General Meeting in terms of Section 161 of the Companies Act, 2013, 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. Senthamarai Kannan Monisaa (07628034) as a candidate for the office of Director of the Company, be and is hereby appointed as a Director of the Company

The Chairman thereafter announced the commencement of polling on the resolutions which had been proposed and seconded as required by the Act.



The chairman informed that Mr.R.Alagar, Practicing Company Secretary has been appointed as Scrutinizer by the Board to conduct polling, which would remain continue till 12.15 P.M and on completion of which the AGM stands concluded

The Scrutinizer's Report dated 28rd September, 2017, inter alia, containing the Results of the remote e-voting and polling at the AGM venue was presented to the Chairman, in terms of which all the Resolutions were approved unanimously. The results as given below, were declared on the same day and posted in the Company's website and in the CDSL website.

Resolution	Mode	For			Against		
		No.of Members	No of Votes	%	No.of Members	No of Votes	%
1. Adoption of Balance Sheet and Profit & Loss Account, along with Director's Report and auditor's Report for the year 2016-2017 (Ordinary Resolution)	e-voting	4	441690	100	0	0	0
	Ballot Forms at AGM Venue	22	817455	100	0	0	0
	Total	26	1259145	100	0	0	0
2. Ratification of the Appointment of S.Parimelazhan & Co. Chartered Accountants, as the Auditors of the Company for the financial year 2017-18 and to fix their remuneration for the said financial year. (Ordinary resolution)	e-voting	4	441690	100	0	0	0
	Ballot Forms at AGM Venue	22	817455	100	0	0	0
	Total	26	1259145	100	0	0	0
3. Appointment of MrDeivasigamani Sivaprakasam (DIN 07628021), as an Independent	e-voting	4	441690	100	0	0	0
	Ballot Forms at AGM Venue	22	817455	100	0	0	0



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	Director for five years, not liable for retirement. (Ordinary Resolution)	Total	26	1259145	100	0	0	0
4.	Appointment of Ms Senthamarai Kannan Monisaa (DIN 07628034), as a Director of the Company (Ordinary resolution)	e-voting	4	441690	100	0	0	0
		Ballot Forms at AGM Venue	22	817455	100	0	0	0
		Total	26	1259145	100	0	0	0

Vote of thanks :

With Vote of thanks to all the members by Chairman, the meeting was concluded.

Chennai
28-09-2017



[Handwritten Signature]
Chairman