

# SCANDENT IMAGING LIMITED

CIN: L93000MH1994PLC080842

Regd. Address: Plot No. A-357, Road No. 26, Wagle Industrial Estate, MIDC, Thane (West), Maharashtra - 400604.  
Tel No.022 25825205; Email: [csscandent@gmail.com](mailto:csscandent@gmail.com); Web: [www.scandent.in](http://www.scandent.in)

**July 28, 2022**

**To,**  
**The BSE Limited**  
Department of Corporate Services,  
Phiroze Jeejeebhoy Towers,  
Dalal Street, Fort,  
Mumbai - 400 001.

**Scrip Code: 516110**  
**ISIN: INE146N01016**

**Sub:** Proceedings of the Twenty Eight Annual General Meeting ("AGM") of Scandent Imaging Limited ("the Company").

Dear Sir / Madam,

Pursuant to the provisions of Regulation 30 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, please find enclosed herewith the proceedings of the Twenty Eight AGM of the Company held on July 28, 2022.

You are requested to kindly take note of the same.

Thanking You,

**For Scandent Imaging Limited**

**Sd/-**  
**Sapna Vaishnav**  
**Company Secretary & Compliance Officer**

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## Summary of proceedings of the Twenty-Eight Annual General Meeting of Scandent Imaging Limited

The Twenty-Eight Annual General Meeting ("AGM") of Scandent Imaging Limited ("the Company") was held on Thursday, July 28, 2021, at 11:00 a.m. (IST), through Video Conferencing/Other Audio-Visual Means ("VC/OAVM") facility, in compliance with the guidelines issued by the Ministry of Corporate Affairs (MCA) vide Circular No. 14/2020 dated April 8, 2020, Circular No. 17/2020 dated April 13, 2020 and Circular No. 20/2020 dated May 05, 2020. General Circular No. 02/2021 dated January 13, 2021 and SEBI Circular No. SEBI/HO/CFD/CMD/CIR/P/2020/242 dated December 9, 2020 for e-voting facility. The AGM was held through video conferencing (VC) or other audio visual means (OAVM). Hence, Members could attend and participate in the ensuing AGM through VC/OAVM.

The meeting concluded at 11:40 a.m. (IST)

The following Directors/KMP's were present:

Sr. No.	Name of the Director	Attended through VC/OAVM from
1.	Mr. Pandoo Naig- Managing Director	Thane
2.	Mr. Rajnish Pandey- Non Executive Independent Director	Mumbai
3.	Mr. Dhananjay Chandrakant Parikh- Non Executive Independent Director	Mumbai
4.	Adv. Lucy Massey - Non Executive Non Independent Director	Thane
5.	Mr. Amit Tyagi - Chief Financial Officer	Thane

## In attendance

Sr. No.	Name	Attended through VC/OAVM from
1.	Ms. Sapna Vaishnav- Company Secretary	Thane
2.	Mr. Mukesh Siroya - Scrutinizer, Practicing Company Secretary	Mumbai

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## **Quorum**

A total of 34 (Thirty-Four) members attended the meeting.

## **Chairman**

Since there is no designated Chairman on the Board of the Company, Mr. Pandoo Naig, Managing Director chaired the meeting.

## **Proceedings**

At 11.00 am, considering that the AGM was held virtually and Ms. Sapna Vaishnav-Company Secretary of the Company opened the meeting and made an announcement in this regard to the members. At 11.08 a.m., the Company Secretary introduced herself and welcomed the members to the 28<sup>th</sup> AGM of the Company. The Company Secretary appraised the members that for smooth conduct of the AGM, all the lines of the shareholders would be on mute.

Pursuant to Circular No. 14/2020 issued by the Ministry of Corporate Affairs (MCA), the facility for appointment of proxy for the AGM was not provided to the Members. Accordingly, there was no proxy present at the meeting. The requisite quorum was present and hence the meeting was said to be in order by the Company Secretary.

The Annual Report which was already circulated and the Notice Annual General Meeting and the Board's Report along with annexures were taken as read by the Company Secretary. She informed about the unqualified opinions expressed by the Statutory Auditor & Secretarial Auditor of the Company on the financial statements and matters. She confirmed to the members that there were no qualifications, observations or comments in the Auditors' Report and Secretarial Audit Report which were required to be read at the meeting.

The Company Secretary informed the members that since the AGM was held virtually, the option for physical voting at the AGM was not provided. The Company had provided remote e-voting facility to the members for three days prior to the date of AGM and also the Company had enabled the e-voting facility during the AGM for members who had not voted through remote e-voting and who were present at the AGM and were otherwise not barred from doing so.

Thereafter, the Managing Director delivered his speech. In his speech, he briefed the members regarding the key highlights for FY 2021-2022, covering strategy, and other related matters. Thereafter, he handed over the meeting to the Company Secretary.

Further, all the resolutions mentioned in the notice of the AGM were taken up by the Company Secretary.

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The resolutions are mentioned below:

Sr. No.	Particulars of Resolution	Type of Resolution
1.	Adoption of Audited Financial Statements of the Company for the Financial Year ended March 31, 2022 and the Board of Directors and auditors thereon;	Ordinary
2.	Declaration of dividend on Equity Shares for the financial year ended 31 March, 2022;	Ordinary
3.	Appointment of Director in place of Mr. Pandoo Naig (DIN 00158221), who retires by rotation and being eligible offers himself for re-appointment;	Ordinary
4.	Increase in Authorised Share Capital and Consequent Amendment in Memorandum of Association of the Company;	Ordinary
5.	Change in the Name of the Company and consequent amendment in Memorandum and Articles of Association of the Company;	Special
6.	Regularization of Additional Director, Ms. Lucy Massey (DIN: 09424796) as Director of the company;	Ordinary
7.	Approval for the Related Party Transactions;	Ordinary
8.	Approval for the Related Party Transactions;	Ordinary
9.	Approval for the Related Party Transactions.	Ordinary

The Company Secretary informed the members that the E-voting facility would close any time after minimum 15 minutes from conclusion of the AGM. There would be no proposing and seconding of the resolutions as the meeting was held virtually.

She further mentioned that 5 speaker shareholders were registered and all of them were attended the meeting but only 1 member addressed themselves in the AGM. Few shareholders apprised the Company and few had certain queries. The queries were answered by the Managing Director of the Company.

The Managing Director concluded the meeting. Vote of thanks was delivered to the members, directors and other people in attendance. People were thanked for co-operating during the network issues and turbulences caused during the AGM.

The meeting concluded at **11.40 a.m. (IST)**

Mr. Mukesh Siroya, Proprietor – M Siroya & Co., Company Secretaries, was appointed as the Scrutinizer to scrutinize the votes cast in this AGM & remote e-voting and submits a consolidated report there on. The Consolidated Scrutinizer's Report in

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prescribed format along with the details of the voting results (remote e-voting & e-voting at AGM) on all the resolutions as set out in the Notice of AGM, pursuant to Regulation 44 of the SEBI (LODR) Regulations, 2015, will be submitted to the Stock Exchanges with in prescribed timelines.

**For Scandent Imaging Limited**

**Sd/-**

**Sapna Vaishnav**

**Company Secretary & Compliance Officer**