

Date: 26.09.2019

<b>BSE Limited</b> Phiroze Jeejeebhoy Towers, Dalal Street, Fort, Mumbai – 400 001 <b>Scrip Code : 520123</b>	<b>The Calcutta Stock Exchange Ltd.</b> 7, Lyons Range, Kolkata –700 001. <b>Scrip Code : 10011146</b>
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Dear Sir(s),

**Reg: Submission of proceedings of Annual General Meeting**

As per Regulation 30(6) read with Part A of Schedule III of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we are sending herewith proceedings of 46<sup>th</sup> Annual General Meeting of the Company for the Financial Year 2018-19.

Please acknowledge the receipt.

Thanking You,

Yours faithfully,

**For ABC India Limited**

*Sanjay Agarwal*

**Sanjay Agarwal**

**Company Secretary & Compliance Officer**

**Encl: As above**

**Proceedings of the 46<sup>th</sup> Annual General Meeting of ABC India Limited held on Wednesday, the 25<sup>th</sup> day of September, 2019 at Bharatiya Bhasha Parishad, 36A, Shakespeare Sarani, 4<sup>th</sup> Floor, Kolkata-700017 commenced at 3:00 P.M. and concluded at 5:00 P.M.**

**Mr. Ashish Agarwal, Managing Director** of the Company was unanimously voted to the Chair and addressed the shareholders by giving his introductory speech. Thereafter, he requested Mr. Sanjay Agarwal, Company Secretary of the Company to proceed with the Meeting.

The Chairman declared that the quorum was present. A total no. of 335 members attended the Meeting out of which, 335 members attended in person including representatives of Bodies Corporate.

The Chairman gave an overview of the financial performance of the Company for the financial year 2018-19 and its future plans & outlook.

The Chairman proceeded to the business of the meeting.

The Notice calling the Annual General Meeting was taken as read with the permission of the Members present.

The Chairman informed that there was no qualification remark made by Statutory Auditors in their reports.

Thereafter, he invited queries from the Members on the Financial Statement and other agenda of the meeting. Several members addressed the meeting, raised certain queries on Company's accounts and businesses and gave their valuable suggestions. The Chairman gave replies to the queries raised by the Shareholders to their satisfaction.

The Chairman informed the Members present that pursuant to the provision of the Companies Act, 2013 read with the Rules framed thereunder and Regulation 44 of the SEBI(Listing Obligations and Disclosure Requirements) Regulations, 2015 the

For ABC INDIA LTD.  
*Sanjay Agarwal*  
Company Secretary

Company has engaged the services of Central Depository Services Limited (CDSL) (the authorized agency to provide e-voting facilities) and had offered remote e-voting facilities to the members of the Company in respect of the resolutions to be passed at the meeting. The remote e-voting facility was commenced at 10.00 A.M. on Sunday, September 22, 2019 and ended at 5.00 P.M. on Tuesday, September 24, 2019.

The Chairman further informed the members present that facility for voting through ballot paper was made available at the meeting for the members attending the meeting who have not casted their vote by remote e-voting and Mr. Santosh Kumar Tibrewalla, Practising Company Secretary has been appointed as a Scrutinizer for the purpose of scrutinizing the Remote e-voting and Ballot Voting process at the venue of the Annual General Meeting.

The Chairman then announced that the Scrutinizer would submit the Consolidated Report on voting results after taking into account the remote e-voting and ballot voting at the venue of the AGM and the same would be placed on the website of the Company and would be conveyed to the Stock Exchange(s) and to CDSL for displaying in its website within the prescribed time.

The ballot voting at the venue of the Annual General Meeting was duly conducted on the following agenda / resolutions.

**ORDINARY BUSINESS:**

- 1. As an Ordinary Resolution:** Adoption of Audited Financial Statement of the Company including Balance Sheet as at 31<sup>st</sup> March, 2019, Profit & Loss Account and the Cash Flow Statement for the year ended on that date, together with the Report of Board of Directors' and Auditors' thereon.
- 2. As an Ordinary Resolution:** Approval for the re-appointment of Mr. Siddarth Kapoor (DIN: 02089141) retiring by rotation.

For ABC INDIA LTD.

*Sanjay Agarwal*

Company Secretary

**SPECIAL BUSINESS:**

3. **As an Ordinary Resolution:** Approval of remuneration of Cost Auditors for the financial year 2019-20.
  
4. **As a Special Resolution:** Change of place of keeping register of members & other records by Registrar & Share Transfer Agents.
  
5. **As a Special Resolution:** Approval for alteration and adoption of Articles of Association of Company in conformity with the Companies Act, 2013.

Since there was no other business to transact, the meeting concluded at 5:00 P.M. with a vote of thanks to the Chair.

For ABC INDIA LTD.

*Sanjay Agarwal*

Company Secretary