

24th September, 2015

To,
The Manager - DCS
BSE Limited
Phiroze Jeejeebhoy Towers,
Dalal Street,
Mumbai - 400 001

Dear Sir,

Scrip Code: 505678, Symbol: CPECLTD

Sub: Proceedings of the 72nd Annual General Meeting held on 24th September, 2015

Pursuant to the provisions of Clause 31 of the Listing Agreement, we hereby furnish the proceedings of the 72nd Annual General Meeting of the Company held on Wednesday, 24th September, 2015 at 09.00 a.m. at registered office of Company situated at 12, 211-219, Bharti Bhavan, P. D'Mello Road, Fort, Mumbai- 400001.

Pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014, the Company provided e-voting facility to the members to vote on the matters to be transacted at the Annual General Meeting. Further, to facilitate those members who were present at the AGM, either personally or by proxy, who did not cast their vote earlier through remote e-voting, the Company provided polling papers to enable them to vote in respect of items of business as set out in the Notice of the Annual General Meeting. PCS Sandhya Malhotra, Proprietor, M/s. SRM & Co., Company Secretaries, Mumbai was appointed as Scrutinizer for conducting the Poll by way of polling papers.

The result of voting on each resolution were determined considering the aggregate of vote cast by the members on each resolution separately, through e-voting as well as poll on which the Scrutinizer issued Consolidated Scrutinizer's Report.

The Annual General Meeting was attended by requisite quorum and following businesses were passed with requisite majority.

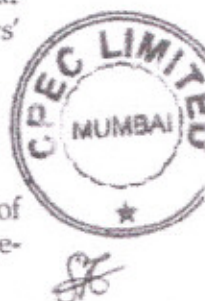
ORDINARY BUSINESS:

1. APPROVAL OF ACCOUNTS:

The members considered and adopted the Audited (Standalone and Consolidated) Balance Sheet as at 31st March, 2015 and the Statement of Profit and Loss for the year ended on that date together with Reports of the Board of Directors' and Auditors' thereon.

2. RE-APPOINTMENT OF SHRI ALIM SHAMJI AS DIRECTOR OF THE COMPANY:

The members re-appointed Shri Alim Shamji (Holding DIN: 02449807) as a Director of the Company, who retired by rotation and being eligible offered himself for re-appointment.



3. RE-APPOINTMENT OF STATUTORY AUDITORS OF THE COMPANY:

The members re-appointed M/s. D.B. Bhanushali & Co., Chartered Accountants, Mumbai (having FRN: 118951W) as Statutory Auditors of the Company, who shall hold the office for a term of five years i.e. from the conclusion of 72nd AGM until the conclusion of 77th AGM and authorized the Board of Directors to fix their remuneration.

SPECIAL BUSINESS:**4. APPOINTMENT OF MS. TAVLEEN INDER KAUR AKOI AS AN INDEPENDENT DIRECTOR OF THE COMPANY:**

The members appointed Ms. Tavleen Inder Kaur Akoi (Holding DIN: 07085501) as an Independent Director of the Company to hold office for a term of five (05) year, commencing from September 24, 2015 and expiring on conclusion of Seventy Seventh (77th) Annual General Meeting.

5. APPOINTMENT OF MR. RATAN WADHWANI AS AN INDEPENDENT DIRECTOR OF THE COMPANY:

The members appointed Mr. Ratan Wadhvani (Holding DIN: 06756922) as an Independent Director of the Company to hold office for a term of five (05) year, commencing from September 24, 2015 and expiring on conclusion of Seventy Seventh (77th) Annual General Meeting.

6. RE-DESIGNATION OF MRS. SHERNAZ MASTER AS WHOLE TIME DIRECTOR OF THE COMPANY:

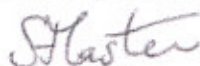
The members re-designated Mrs. Shernaz Master (Holding DIN: 01003151) to hold office of Whole-Time Director of the Company for a period of 03 (Three) years with effect from 12th August, 2015 to 11th August, 2018.

A copy of the Consolidated Scrutinizer's Report received from PCS Sandhya Malhotra, Proprietor, M/s. SRM & Co., Company Secretaries, Mumbai is enclosed herewith for your records.

Kindly take the same on your records.

Thanking you,

Yours faithfully,
For C P E C Limited



Shernaz Master
Whole-time Director & Compliance officer
DIN: 01003151



Encl: Consolidated Scrutinizer's Report