



Ref. MIL/SEC/2018-19

Date: 28.08.2018

The Secretary

BSE Limited

Phiroze Jeejeebhoy Towers,

25th Floor, Dalal Street,

Mumbai - 400001

Dear Sirs,

Ref. Scrip Code - 539400

Sub: 34th (Thirty-fourth) Annual General Meeting (AGM).

Kindly note that the 34th (Thirty-fourth) Annual General Meeting (AGM) has been duly convened and held on Monday, 27th August, 2018 at 12.05 P.M at "Rabindra Okakura Bhavan", Block - DD 27/A/1, Sector - 1, Salt Lake City, Kolkata - 700064 and concluded at 1:15 P.M.

In this regard, please find enclosed the following:

1. The gist of proceedings of the 34th (Thirty-fourth) Annual General Meeting (AGM) held 27th August, 2018, pursuant to Regulation 30 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.
2. Voting results in the prescribed format pursuant to Regulation 44(3) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.
3. Consolidated Scrutinizer's Report dated 28th August, 2018 submitted by M/S. Prateek Kohli & Associates, Practising Company Secretary, Kolkata (COP No. 17447), Scrutinizer appointed to conduct the electronic voting process (e-voting as well as Ballot).

Mallcom (India) Ltd.

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CIN: L51109WB1983PLC037008



Further, pursuant to Section 108 of the Companies Act, 2013 and Rule 20 of Companies (Management & Administration) Rules, 2014 and Clause 8.6.2 of Secretarial Standard- 2 on General Meetings (SS-2) issued by The Institute of Company Secretaries of India (ICSI), the Voting Result along with the Scrutinizer's Consolidated Report is available on the Company's website www.mallcom.in for information of all concerned. Further, the results are also placed on the notice board of the Company at its Registered Office.

The same is for your information and records.

Thanking you.

Yours faithfully,

For **MALLCOM (INDIA) LIMITED**

Twinkle Pandey

Twinkle Pandey
Company Secretary

Gist of the proceedings of the 34th (Thirty-Fourth) Annual General Meeting (AGM) of Mallcom (India) Limited held on 27th August, 2018.

The 34th (Thirty-fourth) Annual General Meeting (AGM) of the Company has been duly convened and held on Monday, 27th August, 2018 at 12.05 P.M at "Rabindra Okakura Bhavan", Block - DD 27/A/1, Sector - 1, Salt Lake City, Kolkata - 700064.

Mr. Ajay Kumar Mall, Managing Director of the Company, chaired the proceedings of the Meeting.

The Meeting was attended by 128 Members in person, by proxy and through authorised representatives.

The Chairman informed the Members that the requisite quorum was present and called the Meeting to order. The Quorum was present throughout the Meeting.

The Meeting was attended by all the Directors, Chief Financial Officer (CFO), Company Secretary, representative of Statutory Auditor.

Thereafter, the Chairman delivered his speech. He gave an overview of the financial performance of the Company for the Financial Year ended on March 31, 2018 and its future outlook. He further informed that there is no qualification, reservation or adverse remark in the Auditors' Report on the Financial Statements and the report of Secretarial Auditors of the Company.

The Chairman informed the Members that in compliance with the provisions of Section 108 of the Companies Act, 2013, read with Rule 20 of the Companies (Management and Administration) Rules, 2014 and the provisions of Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (hereinafter referred to as 'SEBI Listing Regulations, 2015'), the Company had extended voting facility to the Members of the Company in respect of business transacted at the 34th AGM to cast their vote electronically from a place other than the venue of the Meeting i.e. remote e-voting. The Remote e-voting period commenced on Friday, 24th of August, 2018 (9:00 am) and ends on Sunday, 26th of August, 2018 (5:00 pm).

The Chairman further informed the Members that the facility for voting through Ballot has been made available at the meeting for the Members who have not cast their vote through Remote e-voting.

He further informed that the Company has engaged the services of National Securities Depositories Limited (NSDL) as the authorized agency to provide e-voting facility and has appointed M/S. Prateek Kohli & Associates, Practising Company Secretary, Kolkata (COP No. 17447), as the Scrutinizer for the purpose of scrutinizing the voting process (e-voting as well as Ballot) in a fair and transparent manner.

The Chairman invited the Members to raise questions, offer comments or seek clarifications on the annual report and accounts or any of the items stated in the Notice of the 34th AGM of the Company. Upon the Members completing their submissions, the Chairman furnished requisite clarifications to all the relevant queries raised by the Members.

Thereafter, all the 7 (Seven) resolutions required to be passed were proposed and seconded by the Members.

During the course of the Meeting, the Chairman being interested in respect of Item No. 3 & 6 pertaining to his re - appointment as a Director and CEO, entrusted the conduct of the proceeding pertaining to the said item to Mr. R.P. Singh and thereafter resumed the Chair after the particular item of business was transacted.

Thereafter, the Chairman ordered the voting through Ballot for those Members who could not cast their vote through remote e-voting.

Thereafter, the Chairman, declared the result of e-voting (Remote e-voting as well as Ballot) and announced that the e-voting results shall be submitted to the Stock Exchange in the prescribed format and the said results alongwith the Scrutinizer's Consolidated Report on remote e-voting and Ballot at the AGM venue, shall also be placed on the Company's website www.mallcom.in. He further informed that the results shall also be placed at its Registered Office.

Thereafter, the Ballot was conducted smoothly.

Based on the Consolidated Scrutinizer's Report dated 28th August, 2018, following resolutions have been passed by the Members with requisite majority:



Item. No.	Details of the Agenda	Resolutions (Ordinary/Special)
ORDINARY BUSINESS		
1.	Adoption of Financial Statements of the Company for the year ended on 31 st March, 2018.	Ordinary Resolution
2.	To declare dividend on Equity Shares for the financial year ended on 31 st March, 2018.	Ordinary Resolution
3.	Re-appointment of Mr. Ajay Kumar Mall (DIN: 00470184), who retires by rotation.	Ordinary Resolution
SPECIAL BUSINESS		
4.	Re-appointment of Mr. Ravindra Pratap Singh (DIN: 00240910), as a Non-Executive, Independent Director of the Company for another term of five consecutive years w.e.f. 28 th August, 2019.	Special Resolution
5.	Re-appointment of Dr. Barsha Khattry (DIN: 01974874), as a Non-Executive, Independent Director of the Company for another term of five consecutive years w.e.f. 28 th August, 2019.	Special Resolution
6.	Re-appointment of Mr. Ajay Kumar Mall (DIN: 00470184), as a Managing Director & CEO of the Company for a term of five consecutive years w.e.f. 28 th August, 2018	Ordinary Resolution
7.	Re-appointment of Mr. Giriraj Kumar Mall (DIN: 01043022), as a Non-Executive Director of the Company for a term of five consecutive years w.e.f. 28 th August, 2018	Ordinary Resolution

The meeting was concluded with a Vote of thanks to the Chairman at 1.15 P.M.

For **Mallcom India Limited**

Mallcom (India) Limited

Twinkle Pandey

Twinkle Pandey Secretary
Company Secretary

Mallcom (India) Ltd.

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Details of Voting Results of 34th Annual General Meeting	
Date of AGM	Monday, 27 th August, 2018 at 12.05 P.M.
Total number of Shareholders on record date: [i.e. Monday, 20 th day of August, 2018]	1,105
No. of Shareholders attended the meeting either in person or through proxy.	
Promoters and Promoter Group:	5
Public:	123
No. of Shareholders attended the meeting through Video Conferencing	No video conferencing facility was arranged.
Promoters and Promoter Group:	
Public:	

Agenda-wise disclosure

The mode of voting for all resolutions was remote e-voting which included voting by electronic mode conducted between Friday, 24th of August, 2018 (9:00 am) and ends on Sunday, 26th of August, 2018 (5:00 pm) and Ballot at the venue of the AGM on 27th August, 2018.

Given below is the resolution wise Consolidated Results of remote e-voting and Ballot at the AGM.



Resolution (1)

Resolution required: (Ordinary / Special)
 Whether promoter/promoter group are interested in the agenda/resolution?

Ordinary
No

Description of resolution considered

ADOPTION OF FINANCIAL STATEMENT OF THE COMPANY FOR THE YEAR ENDED ON 31.03.2018

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							
	Poll	4605186	4601986	99.9305	4601986	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		0	0.0000	0	0	0	0
Public- Institutions	E-Voting	4605186	4601986	99.9305	4601986	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)	46950	0	0.0000	0	0	0	0
	Total		0	0.0000	0	0	0	0
Public- Non Institutions	E-Voting	46950	0	0.0000	0	0	0.0000	0.0000
	Poll		3	0.0002	3	0	100.0000	0.0000
	Postal Ballot (if applicable)	1587864	70	0.0044	70	0	100.0000	0.0000
	Total		0	0.0000	0	0	100.0000	0.0000
Total		1587864	73	0.0046	73	0	100.0000	0.0000
Total		6240900	4602059	73.7509	4602059	0	100.0000	0.0000

Whether resolution is Pass or Not.

Yes



Resolution (2)

Resolution required: (Ordinary / Special)

Ordinary

No

Declaration of Dividend on Equity Shares of the Company for the financial year ended on 31st March, 2018

Description of resolution considered

Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares (3)=[(2)/(1)]*100	No. of votes -- in favour	No. of votes -- against	% 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		(2)		(4)	(5)		
	Poll	4605186	4601986	99.9305	4601986		100.0000	
	Postal Ballot (if applicable)		0	0.0000	0	0		0.0000
	Total		0	0.0000	0	0		0
Public- Institutions	E-Voting	4605186	4601986	99.9305	4601986		100.0000	
	Poll	46950	0	0.0000	0	0		0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0		0
	Total		0	0.0000	0	0		0
Public- Non Institutions	E-Voting	46950	0	0.0000	0	0		0
	Poll		3	0.0002	3	0	0.0000	0.0000
	Postal Ballot (if applicable)	1587864	70	0.0044	69	1	98.5714	1.4286
	Total	1587864	0	0.0000	0	0		0
Total		6240000	4602059	73.7509	4602058	1	98.6301	1.3699
Whether resolution is Pass or Not.						1	100.0000	0.0000
								Yes



Resolution (3)

Resolution required: (Ordinary / Special)
 Whether promoter/promoter group are interested in the agenda/resolution?

Ordinary

Yes

Description of resolution considered
 Re-appointment of Mr. Ajay Kumar Mall, who retires by rotation.

Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting		4400	0.0955	4400	0	100.0000	0.0000
	Poll	4605186	0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		4400	0.0955	4400	0	100.0000	0.0000
Public- Institutions	E-Voting		0	0.0000	0	0	0	0
	Poll	46950	0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		0	0.0000	0	0	0	0
Public- Non Institutions	E-Voting		0	0.0000	0	0	0.0000	0.0000
	Poll	1587864	3	0.0002	3	0	100.0000	0.0000
	Postal Ballot (if applicable)		70	0.0044	69	1	98.5714	1.4286
	Total		0	0.0000	0	0	0	0
Total		1587864	73	0.0046	72	1	98.6301	1.3699
Total		6240000	4473	0.0717	4472	1	99.9776	0.0224

Whether resolution is Pass or Not.

Yes



Resolution (4)

Resolution required: (Ordinary / Special)
 Whether promoter/promoter group are interested in the agenda/resolution?

Special

No

Re-appointment of Mr. Ravindra Pratap Singh (DIN: 00240910), as a Non-Executive, Independent Director of the Company for another term of five consecutive years w.e.f. 28th

Description of resolution considered

Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares (3)=[(2)/(1)]*100	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100	
		(1)	(2)		(4)	(5)			
Promoter and Promoter Group	E-Voting		4601986	99.9305	4601986	0	100.0000	0.0000	
	Poll	4605186	0	0.0000	0	0	0	0	
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0	
	Total	4605186	4601986	99.9305	4601986	0	100.0000	0.0000	
Public- Institutions	E-Voting		0	0.0000	0	0	0	0.0000	
	Poll	46950	0	0.0000	0	0	0	0	
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0	
	Total	46950	0	0.0000	0	0	0	0	
Public- Non Institutions	E-Voting		3	0.0002	0	0	0.0000	0.0000	
	Poll	1587864	70	0.0044	3	0	100.0000	0.0000	
	Postal Ballot (if applicable)		0	0.0000	69	1	98.5714	1.4286	
	Total	1587864	73	0.0046	0	0	0	0	
Total		6240000	4602059	73.7509	4602058	1	98.6301	1.3699	
Whether resolution is Pass or Not.								Yes	
1								100.0000	0.0000



Resolution (5)

Resolution required: (Ordinary / Special)
 Whether promoter/promoter group are interested in the agenda/resolution?

Special

No

Re-appointment of Dr. Barsha Khattry (DIN: 01974874), as a Non-Executive, Independent Director of the Company for another term of five consecutive years w.e.f. 28th August, 2019.

Category	Mode of voting	No. of shares held	No. of votes polled	(3)=[(2)/(1)]*100	No. of votes – in favour	No. of votes – against	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
		(1)	(2)		(4)	(5)		
Promoter and Promoter Group	E-Voting		4601986	99.9305	4601986	0	100.0000	0.0000
	Poll	4605186	0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	4605186	4601986	99.9305	4601986	0	100.0000	0.0000
Public- Institutions	E-Voting		0	0.0000	0	0	0.0000	0.0000
	Poll	46950	0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	46950	0	0.0000	0	0	0	0
Public- Non Institutions	E-Voting		3	0.0002	0	0	0.0000	0.0000
	Poll	1587864	70	0.0044	3	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	69	1	98.5714	1.4286
	Total	1587864	73	0.0046	72	1	98.6301	1.3699
Total		6240000	4602059	73.7509	4602058	1	100.0000	0.0000

Whether resolution is Pass or Not.

Yes



Resolution (6)

Resolution required: (Ordinary / Special)

Ordinary

Whether promoter/promoter group are interested in the agenda/resolution?

Yes

Description of resolution considered

Re-appointment of Mr. Ajay Kumar Mall (DIN: 00470184), as a Managing Director & CEO of the Company for a term of five consecutive years w.e.f. 28th August, 2018.

Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting		4400	0.0955	4400	0	100.0000	0.0000
	Poll	4605186	0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	4605186	4400	0.0955	4400	0	100.0000	0.0000
Public- Institutions	E-Voting		0	0.0000	0	0	0	0
	Poll	46950	0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	46950	0	0.0000	0	0	0	0
Public- Non Institutions	E-Voting		3	0.0002	3	0	0.0000	0.0000
	Poll	1587864	70	0.0044	69	1	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	98.5714	1.4286
	Total	1587864	73	0.0046	72	1	98.6301	1.3699
Total		6240000	4473	0.0717	4472	1	99.9776	0.0224
					Whether resolution is Pass or Not.			
					Yes			

