

7<sup>th</sup> July, 2020

1. The Secretary  
BSE Limited  
Phiroze Jeejeebhoy  
Towers, Dalal Street  
Fort, Mumbai - 400 001
2. The Manager  
Listing Department  
National Stock Exchange of India Limited  
Exchange Plaza, 5<sup>th</sup> Floor  
Plot No. C/1, G Block  
Bandra-Kurla Complex  
Bandra (E), Mumbai - 400 051

Dear Sir/Madam,

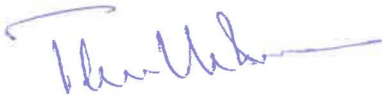
**Sub: Proceedings of the 101<sup>st</sup> Annual General Meeting (AGM) held on 7<sup>th</sup> July, 2020**  
**Ref: Regulation 30, Part A of Schedule III of SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015**

With reference to the above cited subject and pursuant to the provisions of Regulation 30, Part A of Schedule III of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, please find enclosed the summary of the proceedings of the 101<sup>st</sup> Annual General Meeting of the Company held on 7<sup>th</sup> July, 2020 at 11:00 A.M through Video Conferencing ("VC") / Other Audio Visual Means ("OAVM").

Request you to kindly take the above information on records.

Thanking you

Yours faithfully,  
**For Britannia Industries Limited**



**T V Thulsidass**  
**Company Secretary**  
**Membership No.: A20927**



Encl: As above

**Summary of the proceedings of the 101<sup>st</sup> AGM conducted through VC/OAVM**

The 101<sup>st</sup> Annual General Meeting of the Members of Britannia Industries Limited ('the Company') was held on Tuesday, 7 July 2020 at 11:00 A.M. through Video Conferencing ("VC") / Other Audio Visual Means ("OAVM"). The Meeting was held in compliance with the Ministry of Corporate Affairs (MCA) Circular dated 5 May 2020, 8 April 2020 and 13 April 2020, Securities and Exchange Board of India (SEBI) Circular dated 12 May 2020 and other applicable provisions.

Mr. Nusli Wadia, Chairman, after ascertaining the presence of requisite quorum, called the Meeting to order.

The Chairman informed the Members that Notice of 101<sup>st</sup> AGM and Annual Report for FY 2019-20 were sent by e-mail to all the Members whose e-mail address is registered with the Company or the Depository Participant(s) in compliance with aforementioned MCA and SEBI Circulars.

The Chairman further informed the Members that the Notice of 101<sup>st</sup> AGM, Report of Board of Directors and the Financial Statements for the financial year 2019-20 were taken as read as the same had already been circulated to the Members. As there were no qualifications in the Audit Report, it was not required to be read.

The Chairman then delivered his speech and thereafter, the Members who had registered themselves as speakers were invited to express their views.

The Members were informed that the Company had responded to the queries submitted in advance. The Chairman then requested the Members to raise any additional queries which would be responded either at the Meeting or at their respective email ids.

The Chairman stated that as per the Notice of 101<sup>st</sup> AGM, there are 4 resolutions to be transacted at the Meeting. The Chairman authorised Mr. T.V Thulsidass, Company Secretary to conduct e-voting and conclude the Meeting.

He thanked the Directors and Members for participating in the Meeting and wished everyone the best health and safety in the year ahead.

The Chairman authorised Mr. T.V Thulsidass, Company Secretary to conduct e-voting and conclude the Meeting.

Mr. T.V Thulsidass, Company Secretary took over the proceedings and stated the following:

- The business to be transacted are:
  - Item No. 1: Adoption of Audited Financial Statements for FY 19-20 along with report of the Board of Directors & Auditors thereon.
  - Item No. 2: Confirmation of Interim dividend for FY 19-20
  - Item No. 3: Re-appointment of Mr. Nusli Wadia, Director retiring by rotation
  - Item No. 4: Appointment of Statutory Auditors & fix their remuneration



- The remote e-voting facility was provided by the Company between Saturday, 4 July 2020 (9:00 A.M. IST) and Monday, 6 July 2020 (5:00 P.M. IST).
- E-voting would be allowed to all those Members present at the AGM who have not cast their votes through remote e-voting. The Members may click on e-voting tab to cast their votes. The e-voting would be open for 30 minutes.
- The Company has appointed Mr. Mitesh Dhaliwala, M/s. Parikh & Associates, Practicing Company Secretaries, as the Scrutinizer to scrutinize the e-voting process in a fair and transparent manner.
- Results of the e-voting would be announced on or before 9 July 2020 and the same would be intimated to the Stock Exchanges and uploaded on the websites of the Company and NSDL.

He thanked all the Members who have participated in the meeting and co-operated with the Company in ensuring the smooth conduct of this AGM.

After the completion of the Annual General Meeting, the scrutinizer unblocked votes cast through remote e-voting and e-voting at the AGM and submitted his Report. As per the report submitted by the Scrutinizer, all the Resolutions mentioned in the Notice of 101<sup>st</sup> Annual General Meeting were passed with requisite majority as given below:

Sl.	Particulars	Type of Resolution
1	Adoption of Standalone and Consolidated Audited Financial Statements of the Company for the financial year ended 31 March, 2020 and the Reports of the Directors and Auditors thereon	Ordinary Resolution
2	Confirmation of the Interim dividend paid for FY 2019-20	Ordinary Resolution
3	Appointment of Mr. Nusli N Wadia (DIN: 00015731) Director, retiring by rotation	Ordinary Resolution
4	Appointment of M/s. Walker Chandiook & Co, LLP, Chartered Accountants, as Statutory Auditors of the Company and fixation of remuneration.	Ordinary Resolution

For Britannia Industries Limited



**T.V Thulsidass**  
**Company Secretary**  
**Membership No.: A20927**

