

GICHFL/SEC/2018

000746

3<sup>rd</sup> August, 2018

**The Listing Department,**  
The Bombay Stock Exchange Limited,  
P.J. Towers,  
Dalal Street,  
Fort,  
Mumbai – 400 001

**Scrip Code: 511676**

Dear Sir,

**Sub.: Submission of 28<sup>th</sup> AGM Proceeding and Voting results under regulation 30 of SEBI (Listing Obligations and Disclosure Requirement) Regulations 2015.**

Pursuant to Regulation 30 of LODR 2015, we hereby forward you the Proceeding of 28<sup>th</sup> AGM held on 2<sup>nd</sup> August, 2018 at 3.30 P.M. along with voting result for all the resolutions as set out in the AGM notice.

This is for your information and record purpose.

Thanking You,

Yours faithfully,



**S. Sridharan**  
**Sr. Vice President & Company Secretary**

**Encl.: a/a**

## PROCEEDING OF 28<sup>TH</sup> AGM OF THE COMPANY

28th Annual General Meeting was held on Thursday, 2<sup>nd</sup> August, 2018 at 3.30 P.M. at Yashwantrao Chavan Pratishthan, Chavan Centre, Cultural Hall, 4th Floor, General Jagannath Bhosale Marg, Mumbai – 400021. Shri S. Sridharan, Sr. Vice President & Company Secretary welcomed the Chairperson, Directors, Statutory Auditors, Secretarial Auditors and shareholders present in the meeting. The requisite quorum being present, Company Secretary called the meeting in order.

Company Secretary informed to the shareholders that Company previously provided e-voting facility and ballot form facility to the shareholders before AGM for casting their votes on the proposed resolution as set out in the AGM Notice. Company Secretary also informed that Company is giving ballot form facility for voting at the AGM venue to those shareholders who have not exercised the votes (neither e-voting nor by ballot form) previously before AGM.

Company Secretary then welcomed Shri S. Gopakumar, Managing Director & CEO to brief the Shareholders about the performance of the Company for the year ended 31<sup>st</sup> March, 2018 and also about the future plans for the Company.

Company secretary further conducted the proceedings of the meeting and following items were conducted in the meeting which were passed with requisite majority as per the report given by:

1. Adoption of Audited Annual Financial Statements for the year ended 31st March, 2018 together with the Reports of the Directors and Auditors thereon.
2. Declaration of Dividend for the year ended 31st March, 2018.
3. Reappointment of Director, Shri K. Sanath Kumar (DIN 03444096) due to retire by rotation is not seeking re-election due to super annuation.
4. Ratification of appointment of Statutory Auditors.
5. Appointment of Shri. A.V. Girijakumar (DIN 02921377), Non-Executive Director.
6. Appointment of Shri.NSR Chandra Prasad (DIN 01386757), Independent Director.
7. Reappointment of Shri V. Ramasamy (DIN 00490988), Independent Director.
8. Reappointment of Shri.Kamlesh S. Vikamsey (DIN 00059620), Independent Director.
9. Reappointment of Shri Smt. Mona Bhide (DIN 05203026), Independent Director.
10. Increase in the Borrowing Powers of the Company from Rs. 12,500 crores to Rs. 15,000 crores only.
11. Creation of Charge on Movable and Immovable Properties.
12. Private Placement of Redeemable Non-Convertible Debentures (NCDs)/Bonds for Rs. 1000 crores only.
13. Related Party Transactions upto an aggregate limit of Rs. 1,000 crores (Rupees One Thousand Crores) only.

Clarifications raised by the shareholders were provided in the meeting. Shri Makarand M. Joshi, Scrutiniser prepared his report and submitted to the Company Secretary (as authorised by the Board and Chairperson) to declare the result.

This is for your information and record purpose.

