



## FDC Limited

MANUFACTURERS & EXPORTERS OF FOODS, DRUGS & CHEMICALS

September 07, 2018

**BSE Limited**

Phiroze Jeejeebhoy Towers,  
Dalal Street,  
Mumbai- 400 001

**National Stock Exchange of India Ltd.**

Exchange Plaza, Plot no. C/1, G Block,  
Bandra-Kurla Complex, Bandra (E),  
Mumbai - 400 051

Dear Sir / Madam,

**Ref.: BSE Scrip Code: 531599 and NSE Symbol - FDC**

**Sub.: Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015**

This is to inform you that 78<sup>th</sup> Annual General Meeting of the members of FDC Limited was held on September 07, 2018 at 10.00 a. m at WelcomHotel Rama International, R-3, Chikalthana, Aurangabad- 431 210. The proceedings of the meeting are enclosed herewith.

Further, the voting results of the poll ordered at the Annual General meeting and remote e-voting facility opted by the Members, will be forwarded separately on declaration of voting results, in the format prescribed under Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulation, 2015, within the stipulated time.

Kindly take the above on record.

Thanking you,

Yours truly,  
For FDC LIMITED

  
Company Secretary

Encl:a/a



**PROCEEDINGS OF 78<sup>TH</sup> ANNUAL GENERAL MEETING**

The 78<sup>th</sup> Annual General Meeting (AGM) of the Members of FDC Limited was held on September 07, 2018 at 10.00 a.m. at WelcomHotel Rama International, R-3, Chikalhana, Aurangabad- 431 210.

**Directors Present:**

Mr. Mohan A. Chandavarkar	- Chairman & Managing Director
Mr. Nandan M. Chandavarkar	- Joint Managing Director
Mr. Ashok A. Chandavarkar	- Wholetime Director
Mr. Ameya A. Chandavarkar	- Wholetime Director
Ms. Nomita R. Chandavarkar	- Wholetime Director
Dr. Rahim H. Muljiani	- Independent Director (Chairman - Stakeholders Relationship Committee)
Dr. Satish S. Ugrankar	- Independent Director
CA. Vinod G. Yennemadi	- Independent Director (Chairman- Nomination & Remuneration Committee)
CA. Swati S. Mayekar	- Independent Director (Chairperson- Audit Committee)
CA. Uday Kumar Gurkar	- Independent Director

**In Attendance:**

CA. Sanjay Jain	- Chief Financial Officer
CS. Varsharani Katre	- Company Secretary
CA. Ankita Prem Damani	- Representative of BSR & Co. LLP, Statutory Auditors
CS. Sanjay R. Dholakia	- Practising Company Secretary - Secretarial Auditor and the scrutinizer for the purpose of remote e-voting and voting at the AGM

**Members present in person or through proxy**

1. Promoter and Promoter Group - 9
2. Public- 32

Mr. Mohan A. Chandavarkar, Chairman took the Chair and welcomed the Members.

The Statutory Registers and the Proxy Register were available at the venue of the Annual General Meeting for inspection of members.



As the requisite quorum was present, the Chairman called the meeting to order.

With the consent of Members, the Notice of the 78<sup>th</sup> AGM, the Directors' Report and Audited Financial Statements of the Company for the financial year ended March 31, 2018 were taken as read.

The Chairman informed the Members that there were no qualifications, observations or comments mentioned in the Auditors' report. For the information of Members, the said report was read out by the Company Secretary.

Thereafter, the Chairman delivered his speech on the performance of the Company, the current market scenario, adhoc regulatory changes and overall impact on the Business. He also expressed his gratitude to all the Stakeholders for their unrelenting dedication, support and commitment to the Company.

The Chairman then placed the following resolutions as set out in the Notice of the 78<sup>th</sup> AGM to be proposed & seconded by Members present at the AGM:

Sr.No.	Particulars	Resolutions (Ordinary/Special)
1.	Adoption of the Audited Standalone and Consolidated Financial Statement for the year ended March 31, 2018 and Reports of Board of Directors and Auditors thereon.	Ordinary Resolution
2.	Re-appointment of Mr. Ashok A. Chandavarkar, Wholetime Director (DIN: 00042719) who retires by rotation and being eligible, seeks re-appointment.	Ordinary Resolution
3.	Re-appointment of Mr. Mohan A. Chandavarkar as Chairman and Managing Director.	Special Resolution
4.	Ratification of Remuneration payable to M/s. Sevekari Khare & Associates, Cost Auditors for the financial year ending March 31, 2019.	Ordinary Resolution

All the above resolutions were duly proposed and seconded by the Members present. Thereafter, the Chairman invited the members to put forth their queries and suggestions. The Management provided necessary clarifications and addressed the queries raised by the Members.

Thereafter, the Chairman informed the Members that pursuant to the provisions of the Companies Act, 2013 and the Rules made thereunder and the Listing Regulations, the Company had provided electronic voting facility (remote e-voting) to the members to cast their votes electronically on all resolutions set out in the Notice of 78<sup>th</sup> AGM. He further informed that the remote e-voting commenced on Tuesday, September 04, 2018 at 09.00 a.m. (IST) and concluded on Thursday, September 06, 2018 at 05.00 p.m. (IST).



He informed the Members that the facility for voting by Poll was made available to the Members present at the AGM and who could not cast their vote through remote e-voting. Further the Company had appointed CS. Sanjay Dholakia, Practicing Company Secretary, as the Scrutinizer for the purpose of scrutinizing the process of remote e-voting and Poll voting at the AGM.

He further informed the Members that the consolidated Scrutinizer's Report containing results of remote e-voting and poll voting shall be intimated to the Stock Exchanges and uploaded on the Company's website i.e. [www.fdcindia.com](http://www.fdcindia.com) within the stipulated time.

The Chairman thanked the members for attending the AGM.

The meeting concluded at 12.15 p.m. after the members cast their votes by Poll.

Yours truly,  
For FDC LIMITED

  
Company Secretary

