



BURNPUR CEMENT LIMITED

Corporate Office : 14, Bentinck Street, "Gujarat Mansion"
2nd Floor, Kolkata-700 001, West Bengal, India
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CIN No. : L27104WB1986PLC040831

**OUTCOME OF AGM OF SHAREHOLDERS OF BURNPUR CEMENT LTD
HELD AT PALASHDIHA, PANCHGACHHIA ROAD, KANYAPUR, ASANSOL
- 713341 ON WEDNESDAY THE 30TH DAY OF SEPTEMBER, 2015 AT 11.00 A.M.**

Date of the AGM: 30th September, 2015

Venue: Palashdiha, Panchgachhia Road, Kanyapur, Asansol - 713341

Time: 11.00 A.M.

Total number of shareholders on Record date: 28234

Total no of Issued Shares: 86124363

Total no of Authorised Shares : 103000000

Present: Mr. Ashok Gutgutia, Vice Chairman & Managing Director
Mr. Prem Prakash Agarwal, Director
Mr. Manoj Kumar Agarwal, Director
Mr. J. C. Bhutani, Director
Mr. N K Agarwal, Auditor

Chairman: Mr. Ashok Gutgutia was elected as chairman of the meeting.

No. of Shareholders present in the meeting either in person or through proxy:

Promoters and Promoter Group: 9 in Person

Public: 26 in Person

No. of Shareholders attended the meeting through Video Conferencing

Promoters and Promoter Group: Nil

Public: Nil

Detail of the Agenda:

Item 1: Adoption of Annual Accounts for the year ended 31st March, 2015 :
Ordinary Resolution.

"RESOLVED THAT the Audited Balance Sheet of the Company as on 31st March 2015 and the Audited Profit and Loss Account for the year ended on that date, together with the Director's and Auditor's Reports thereon, be and are hereby received, approved and adopted."





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E-Voting Result as per Scrutinizer's report:

Promoter/Public	No of Shares held	No of Votes polled	% of votes polled on outstanding shares. $3 = \frac{2}{1} * 100$	No of votes in favour	No of votes against	% votes in favour	% of votes against
Promoter/ Promoter group	24077223	22039826	91.54	22039826	Nil	100	Nil
Public - Institutional holders	Nil	Nil	Nil	Nil	Nil	Nil	Nil
Public - Others	62047140	3796901	6.12	3796901	Nil	100	Nil
Total	86124363	25836727	30.00	25836727	Nil	100	Nil

Result: Resolution have been passed with requisite majority

Item 2: Reappointment of Mr. Prem Prakash Agarwal as Director of the Company. : Ordinary Resolution

"RESOLVED THAT Mr. Prem Prakash Agarwal (DIN: 00562014) who retires by rotation and being eligible, offers himself for re-appointment be and is hereby re-appointed as Director of the Company."

E-Voting Result as per Scrutinizer's report:

Promoter/Public	No of Shares held	No of Votes polled	% of votes polled on outstanding shares. $3 = \frac{2}{1} * 100$	No of votes in favour	No of votes against	% votes in favour	% of votes against
Promoter/ Promoter group	24077223	22039826	91.54	22039826	Nil	100	Nil
Public - Institutional holders	Nil	Nil	Nil	Nil	Nil	Nil	Nil
Public - Others	62047140	3796901	6.12	3796901	Nil	100	Nil
Total	86124363	25836727	30.00	25836727	Nil	100	Nil

Result: Resolution have been passed with requisite majority





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Item 3 : Reappointment of M/s N. K. Agarwal as Auditor of the Company. : Ordinary Resolution

"RESOLVED THAT pursuant to Section 139 and other applicable provision if any, of the Companies Act, 2013 and The Companies (Audit and Auditors) Rules, 2014 (including any statutory modifications and re-enactment thereof for the time being in force) the retiring auditor M/s N. K. Agarwal & Co., Chartered Accountants, (Membership No. 14267) who being eligible, have offered themselves for reappointment, be and is hereby appointed as Statutory Auditors of the company to hold office from the conclusion of this Annual General Meeting until the conclusion of the next Annual General Meeting at a remuneration to be mutually agreed between the Board of the directors of the company and the Statutory Auditors, in addition to the reimbursement of out of pocket expenses in connection with the audit of the Company".

E-Voting Result as per Scrutinizer's report:

Promoter/Public	No of Shares held	No of Votes polled	% of votes polled on outstanding shares $3= \frac{2}{1} * 100$	No of votes in favour	No of votes against	% votes in favour	% of votes against
Promoter/ Promoter group	24077223	22039826	91.54	22039826	Nil	100	Nil
Public - Institutional holders	Nil	Nil	Nil	Nil	Nil	Nil	Nil
Public - Others	62047140	3796901	6.12	3796901	Nil	100	Nil
Total	86124363	25836727	30.00	25836727	Nil	100	Nil

Result: Resolution have been passed with requisite majority

Item 4: Appointment of Mrs. Rachana Agarwal as director of the company: Ordinary Resolution:

"RESOLVED THAT pursuant to the provisions of Section 149, 152 & 161 read with schedule IV and other applicable provisions, if any of the Companies Act, 2013 and Rule 3 of The Companies (Appointment and Qualification of Directors) Rule, 2014 (including any statutory modifications or re-enactment thereof, for the time being in force) and pursuant to the Clause 49 of the Listing Agreement, including any modification or amendment thereof, Mrs. Rachana Agarwal, (DIN: 03310573) who was appointed as an additional director also woman director by the board and who holds such office upto the date of this Annual General Meeting and in respect of whom a notice pursuant to section 160 of the Companies Act, 2013 has been received from a member signifying his intention to propose Mrs. Rachana Agarwal as a candidate for the office of the director, be and is here by elected and appointed as a professional (Woman) director of the company liable to retire by rotation".





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E-Voting Result as per Scrutinizer's report:

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Promoter/ Promoter group	24077223	22039826	91.54	22039826	Nil	100	Nil
Public - Institutional holders	Nil	Nil	Nil	Nil	Nil	Nil	Nil
Public - Others	62047140	3796901	6.12	3796901	Nil	100	Nil
Total	86124363	25836727	30.00	25836727	Nil	100	Nil

Result: Resolution have been passed with requisite majority

Item 5 : Ratification of remuneration of Cost Auditor appointed for the financial year 2015-16 : Ordinary Resolution

RESOLVED THAT pursuant to Section 148 and other applicable provision if any of the Companies Act, 2013 and The Companies (Audit and Auditors) Rules, 2014, the Cost Auditor AS & Associates, Cost Accountants, Kolkata appointed by the Board of Directors of the Company to conduct the audit of cost records of the Company for the financial year 2015-16 be paid the remuneration Rs. 25,000/- (Rupees Twenty Five Thousands) plus service tax as applicable and reimbursement of out of pocket expenses.

E-Voting Result as per Scrutinizer's report:

Promoter/Public	No of Shares held	No of Votes polled	% of votes polled on outstanding shares $3 = \frac{2}{1} * 100$	No of votes in favour	No of votes against	% votes in favour	% of votes against
Promoter/ Promoter group	24077223	22039826	91.54	22039826	Nil	100	Nil
Public - Institutional holders	Nil	Nil	Nil	Nil	Nil	Nil	Nil
Public - Others	62047140	3796901	6.12	3796901	Nil	100	Nil
Total	86124363	25836727	30.00	25836727	Nil	100	Nil

Result: Resolution have been passed with requisite majority





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Item 6 : Approval of Related party transaction between the Company and Mittal Polypacks Pvt Ltd : Special Resolution

RESOLVED THAT pursuant to the provision of Section 188 of the Companies Act, 2013 and Rule 15 of the Companies (Meeting of Board and its Power) Rule, 2014 and other applicable provisions if any the consent of the shareholders of the company be and is hereby accorded to the Board of Directors to enter into an agreement with Mittal Polypacks Pvt. Ltd. a Company incorporated under the Companies Act, 1956 for effecting the purchase of poly bags (HDPE/PP), whose estimated value aggregates to Rs 15,00,00,000 (Rupees Fifteen crore only) per annum with effective from 1st April, 2016

RESOLVED FURTHER THAT the board be and is hereby authorised to do such acts, deeds, things and execute all such documents, agreements as may be necessary to give effect the above resolution.

E-Voting Result as per Scrutinizer's report:

Promoter/Public	No of Shares held	No of Votes polled	% of votes polled on outstanding shares $3 = \frac{2}{1} * 100$	No of votes in favour	No of votes against	% of votes in favour	% of votes against
Promoter/ Promoter group	24077223	22039826	91.54	22039826	Nil	100	Nil
Public - Institutional holders	Nil	Nil	Nil	Nil	Nil	Nil	Nil
Public - Others	62047140	3796901	6.12	3796901	Nil	100	Nil
Total	86124363	25836727	30.00	25836727	Nil	100	Nil

Result: Resolution have been passed with requisite majority

Place: Kolkata
Date: 01.10.2015

Certified to be true copy

For BURNPUR CEMENT LIMITED

Company Secretary

