

OUTCOME OF 42nd ANNUAL GENERAL MEETING

Date of the Annual General Meeting	Monday, 28 th September, 2015
Total number of shareholders on record / cut off date	4411

No. of shareholders present in the meeting either in person or through proxy	Promoters and Promoter Group	Public	Total
19	5	14	19

No. of Shareholders attended the meeting through Video Conferencing	Promoters and Promoter Group	Public	Total
NIL/ NOT APPLICABLE			

For ABC INDIA LTD.

Sanjay Agrawal

Company Secretary

Agenda No 1:

Details of the Agenda: Adoption of Financial Statement of the Company including Audited Balance Sheet as at 31st March, 2015, the Statement of Profit & Loss and the Cash Flow statement for the year ended on that date, together with the Report of Board of Directors' and Auditors' thereon.

Resolution required: (Ordinary/Special) : Ordinary

Mode of voting: (Show of hands/Poll/Postal ballot/E-voting) : E-Voting + Ballot Voting

In case of Poll/Postal ballot/E-voting : E-Voting + Ballot Voting

Promoter/ Public	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstand ing shares (3)=[(2)/(1)]* 100	No. of Votes in favour (4)	No. of Votes again st (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	3477710	3477710	100%	3477710	NIL	100%	N.A.
Public – Institutional Holders	100	NIL	N.A.	N.A.	N.A.	N.A.	N.A.
Public-Others	1939422	79750	4.1120%	79750	NIL	100%	N.A.
Total	5417232	3557460	65.6693%	3557460	NIL	100%	N.A.

Result : Passed unanimously.

For ABC INDIA LTD.

Sandip Agarwal
Company Secretary

Agenda No 2:

Details of the Agenda: Re-appointment of Mr.Anand Kumar Agarwal, who retires by rotation and being eligible offers himself for re-appointment.

Resolution required: (Ordinary/Special) : Ordinary

Mode of voting: (Show of hands/Poll/Postal ballot/E-voting) : E-Voting+Ballot Voting

In case of Poll/Postal ballot/E-voting : E-Voting + Ballot Voting

Promoter/ Public	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstand ing shares (3)=[(2)/(1)]* 100	No. of Votes in favour (4)	No. of Votes again st (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	3477710	3477710	100%	3477710	NIL	100%	N.A.
Public – Institutional Holders	100	NIL	N.A.	N.A.	N.A.	N.A.	N.A.
Public-Others	1939422	79750	4.1120%	79750	NIL	100%	N.A.
Total	5417232	3557460	65.6693%	3557460	NIL	100%	N.A.

Result : Passed unanimously.

For ABC INDIA LTD.,
Sanjay Agarwal
 Company Secretary

Agenda No 3:

Details of the Agenda: Ratification of the appointment of M/s Agarwal Kejriwal & Co., Chartered Accountants as the Statutory Auditors of the Company until the conclusion of the next AGM and authorize the Board to fix their remuneration.

Resolution required: (Ordinary/Special) : Ordinary

Mode of voting: (Show of hands/Poll/Postal ballot/E-voting) : E-Voting+Ballot Voting

In case of Poll/Postal ballot/E-voting : E-Voting + Ballot Voting

Promoter/ Public	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstand ing shares (3)=[(2)/(1)]* 100	No. of Votes in favour (4)	No. of Votes again st (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	3477710	3477710	100%	3477710	NIL	100%	N.A.
Public – Institutional Holders	100	NIL	N.A.	N.A.	N.A.	N.A.	N.A.
Public-Others	1939422	79750	4.1120%	79750	NIL	100%	N.A.
Total	5417232	3557460	65.6693%	3557460	NIL	100%	N.A.

Result : Passed unanimously.

For ABC INDIA LTD.

Sanjay Agarwal

Company Secretary

Agenda No 4:

Details of the Agenda: Appointment of Mr. Siddarth Kapoor as an Independent Director.

Resolution required: (Ordinary/Special) : Ordinary

Mode of voting: (Show of hands/Poll/Postal ballot/E-voting) : E-Voting+Ballot Voting

In case of Poll/Postal ballot/E-voting : E-Voting + Ballot Voting

Promoter/ Public	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstand ing shares (3)=[(2)/(1)]* 100	No. of Votes in favour (4)	No. of Votes again st (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	3477710	3477710	100%	3477710	NIL	100%	N.A.
Public – Institutional Holders	100	NIL	N.A.	N.A.	N.A.	N.A.	N.A.
Public-Others	1939422	79750	4.1120%	79750	NIL	100%	N.A.
Total	5417232	3557460	65.6693%	3557460	NIL	100%	N.A.

Result : Passed unanimously.

For ABC INDIA LTD,
Sangita Agnani
 Company Secretary

Agenda No 5:

Details of the Agenda: Appointment of Mrs. Rachana Todi as an Independent Director.

Resolution required: (Ordinary/Special) : Ordinary

Mode of voting: (Show of hands/Poll/Postal ballot/E-voting) : E-Voting+Ballot Voting

In case of Poll/Postal ballot/E-voting : E-Voting + Ballot Voting

Promoter/ Public	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstand ing shares (3)=[(2)/(1)]* 100	No. of Votes in favour (4)	No. of Votes again st (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	3477710	3477710	100%	3477710	NIL	100%	N.A.
Public – Institutional Holders	100	NIL	N.A.	N.A.	N.A.	N.A.	N.A.
Public-Others	1939422	79750	4.1120%	79750	NIL	100%	N.A.
Total	5417232	3557460	65.6693%	3557460	NIL	100%	N.A.

Result : Passed unanimously.

For ABC INDIA LTD.

Sanjay Agnihotri

Company Secretary

Agenda No 6:

Details of the Agenda: Ratification of the remuneration of Cost Auditors.

Resolution required: (Ordinary/Special) : Ordinary

Mode of voting: (Show of hands/Poll/Postal ballot/E-voting) : E-Voting+Ballot Voting

In case of Poll/Postal ballot/E-voting : E-Voting + Ballot Voting

Promoter/ Public	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstand ing shares (3)=[(2)/(1)]* 100	No. of Votes in favour (4)	No. of Votes again st (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	3477710	3477710	100%	3477710	NIL	100%	N.A.
Public – Institutional Holders	100	NIL	N.A.	N.A.	N.A.	N.A.	N.A.
Public-Others	1939422	79750	4.1120%	79750	NIL	100%	N.A.
Total	5417232	3557460	65.6693%	3557460	NIL	100%	N.A.

Result : Passed unanimously.

For ABC India Limited

For ABC INDIA LTD.

Sanjay Agarwal

Company Secretary
Sanjay Agarwal

Scrutinizer's Report

[Pursuant to Section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014]

30.09.2015

The Chairman,
M/s. ABC India Ltd.
Kedar Road, Guwahati
Assam – 781001.

Dear Sir,

I, Santosh Kumar Tibrewalla, Practising Company Secretary have been appointed by the Board of Directors of M/s. ABC India Ltd. (the Company) as a scrutinizer as per the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014, for the purpose of scrutinizing the process of remote e-voting & voting carried out by means of Ballot papers at the venue of the Annual General Meeting of the Company and ascertaining the requisite majority on voting carried out on the resolutions contained in the notice to the Annual General Meeting (AGM) of the members of the Company, held on the 28th day of September, 2015 at Hotel Nakshatra, Beltola, Opposite Sankar Netralaya, Guwahati - 781 028.

1. The Management of the Company is responsible to ensure the Compliance with the requirements of the Companies Act, 2013 and Rules relating to voting through electronic means on the resolutions contained in the Notice to the Annual General Meeting (AGM) of the members of the Company. My responsibility, as a scrutinizer for the voting process, is restricted to make a Scrutinizer's report of the votes cast "in favour" or "against" the resolutions stated above, based on the reports generated from the e-voting system provided by the Central Depository Services Limited (CDSL), the authorised agency to provide e-voting facilities, engaged by the Company and voting conducted by means of Ballot Papers at the venue of the Annual General Meeting.
2. Further to the above, I submit my report as under:-
 - i) The remote e-voting period remained open from Friday, 25th September, 2015 (10.00 A.M.) to Sunday, 27th September, 2015 (5.00 P.M.).
 - ii) The members of the Company as on the "cut-off" date i.e. 22nd September, 2015 were entitled to vote on the resolutions (items no. 1 to 6 as set out in the notice of the AGM of the Company).
 - iii) The facility of Ballot voting was provided at the venue of the AGM only to those members present who had not casted their votes by remote e-voting.



- iv) At the conclusion of the Voting at the venue of the AGM held on 28th September, 2015, the votes casted through Ballot voting were counted first and thereafter votes casted through remote e-voting were unblocked on 28th September, 2015 in the presence of 2 witnesses, Ms. Richa Shaw and Ms. Shikha Agarwal, who are not in the employment of the Company. They have signed below in confirmation of the votes being unblocked in their presence.

Richa Shaw

Name: Richa Shaw

Shikha Agarwal

Name: Shikha Agarwal

- v) Thereafter, the details containing, inter alia, list of Equity Share Holders, who voted “for”, “against” each of the resolutions that were put to vote, were generated from the e-voting website of Central Depository Services Limited (CDSL), i.e. <https://www.evotingindia.com>.
- vi) Based on such reports generated from the website of CDSL and the votes casted through the Ballot Papers at the venue of the AGM, the result of the e-voting stands as under:

Item No. 1:-

Ordinary Resolution : To receive, consider and adopt the Financial Statement of the Company including Audited Balance Sheet as at 31st March, 2015, Audited Profit & Loss Account and the Cash Flow statement for the year ended on that date, together with the Report of Board of Directors' and Auditors' thereon.

	Remote e-Voting		Ballot Voting at AGM		Consolidated voting results		
	Number of members voted	Number of Votes casted	Number of members voted	Number of Votes casted	Total Number of members voted	Total Number of Votes casted	% of total number of valid votes cast (of both Favour & Against)
Votes in favour of the resolution	32	3486117	12	71343	44	3557460	100%
Votes against the resolution	NIL	NIL	NIL	NIL	NIL	NIL	NIL
Invalid Votes	NIL	NIL	NIL	NIL	NIL	NIL	NIL



Item No. 2 :-

Ordinary Resolution : To appoint a Director in place of Mr. Anand Kumar Agarwal(DIN 00380908), who retires by rotation and being eligible offers himself for re-appointment.

	Remote e-Voting		Ballot Voting at AGM		Consolidated voting results		
	Number of members voted	Number of Votes casted	Number of members voted	Number of Votes casted	Total Number of members voted	Total Number of Votes casted	% of total number of valid votes cast (of both Favour & Against)
Votes in favour of the resolution	32	3486117	12	71343	44	3557460	100%
Votes against the resolution	NIL	NIL	NIL	NIL	NIL	NIL	NIL
Invalid Votes	NIL	NIL	NIL	NIL	NIL	NIL	NIL

Item No. 3:-

Ordinary Resolution : To Ratify the appointment of M/s Agarwal Kejriwal & Co., Chartered Accountants as the Statutory Auditors of the Company until the conclusion of the next AGM and authorize the Board to fix their remuneration.

	Remote e-Voting		Ballot Voting at AGM		Consolidated voting results		
	Number of members voted	Number of Votes casted	Number of members voted	Number of Votes casted	Total Number of members voted	Total Number of Votes casted	% of total number of valid votes cast (of both Favour & Against)
Votes in favour of the resolution	32	3486117	12	71343	44	3557460	100%
Votes against the resolution	NIL	NIL	NIL	NIL	NIL	NIL	NIL
Invalid Votes	NIL	NIL	NIL	NIL	NIL	NIL	NIL



Item No. 4:-

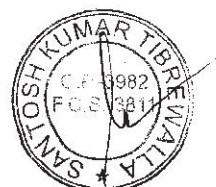
Ordinary Resolution : To appoint Mr. Siddharth Kapoor as an Independent Director.

	Remote e-Voting		Ballot Voting at AGM		Consolidated voting results		
	Number of members voted	Number of Votes casted	Number of members voted	Number of Votes casted	Total Number of members voted	Total Number of Votes casted	% of total number of valid votes cast (of both Favour & Against)
Votes in favour of the resolution	32	3486117	12	71343	44	3557460	100%
Votes against the resolution	NIL	NIL	NIL	NIL	NIL	NIL	NIL
Invalid Votes	NIL	NIL	NIL	NIL	NIL	NIL	NIL

Item No. 5:-

Ordinary Resolution : To appoint Mrs. Rachana Todi as an Independent Director.

	Remote e-Voting		Ballot Voting at AGM		Consolidated voting results		
	Number of members voted	Number of Votes casted	Number of members voted	Number of Votes casted	Total Number of members voted	Total Number of Votes casted	% of total number of valid votes cast (of both Favour & Against)
Votes in favour of the resolution	32	3486117	12	71343	44	3557460	100%
Votes against the resolution	NIL	NIL	NIL	NIL	NIL	NIL	NIL
Invalid Votes	NIL	NIL	NIL	NIL	NIL	NIL	NIL



Item No. 6:-

Ordinary Resolution : To ratify the remuneration of Cost Auditors.

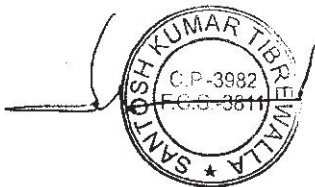
	Remote e-Voting		Ballot Voting at AGM		Consolidated voting results		
	Number of members voted	Number of Votes casted	Number of members voted	Number of Votes casted	Total Number of members voted	Total Number of Votes casted	% of total number of valid votes cast (of both Favour & Against)
Votes in favour of the resolution	32	3486117	12	71343	44	3557460	100%
Votes against the resolution	NIL	NIL	NIL	NIL	NIL	NIL	NIL
Invalid Votes	NIL	NIL	NIL	NIL	NIL	NIL	NIL

You may accordingly declare the results and display the same on the website of the Company.

Please acknowledge the receipt.

Thanking You,

Yours faithfully,



SANTOSH KUMAR TIBREWALLA

Place: Kolkata