

# Indokem Limited

Registered Office :  
"KHATAU HOUSE", Ground Floor,  
Mogul Lane, Mahim (West).  
Mumbai - 400 016

Phone : 61236767  
Fax : 61236718  
Website www.indokem.co.in

Date: 30<sup>th</sup> September, 2016

To,  
The General Manager  
BSE Limited  
Department of Corporate Services  
Floor 25, P.J Towers, Dalal Street  
Mumbai 400 001

*Scrip Code: 504092*

**Sub: Proceeding of 50<sup>th</sup> Annual General Meeting of Indokem Limited ('Company') in terms of Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015**

Dear Sir/Madam,

With respect to the captioned subject, the Company intimates you the following information:-

**1. Date of the Meeting:**

The 50<sup>th</sup> Annual General Meeting ('AGM') of the Members of the Company has been held today, i.e. Friday, 30<sup>th</sup> September, 2016 at 4.00 P.M at 410/411, Khatau House, Mogul Lane, Mahim (W) Mumbai: 400 016.

**2. Summary of the Proceedings conducted during the meeting and its results thereof:**

The requisite Quorum being present, Mr. Bhavik B. Parekh Company Secretary & Compliance Officer of the Company welcomed the members and the directors of the Company and requested Shri Mahendra K. Khatau Chairman of the Company to occupy the Chair.

The Chairman thereafter welcomed all the members and directors attending the Annual General Meeting and explained that certain Directors could not attend the meeting due to some personal reasons and preoccupations.

The Chairman then delivered his speech pertaining to overall performance of the Company during the financial year 2015-2016, the challenges faced during the year and the benchmark achieved during the year. He further gave explanations respect to adverse remark presented in the Auditor Report by the Statutory Auditor of the Company and furthermore he also stated



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that the report received from the Secretarial Auditors of the Company for the financial year 2015-2016 was accurate and clean from any qualification, observation and adverse remarks.

Thereafter, Mr. Bhavik B. Parekh, Company Secretary & Compliance Officer stated that the Register of Directors and Key Managerial Personnel and their shareholding as maintained under Section 170 of the Companies Act, 2013, Registers of contract or arrangements in which directors are interested as maintained under Section 189(1) of the Companies Act, and the Proxy Register have been placed on the table and kept open for inspection during the continuance of the meeting by the members of the Company.

The Chairman further intimated that in compliance with the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended by the Companies (Management and Administration) Rules, 2015 w.e.f 19<sup>th</sup> March, 2015, clause 7.2 of Secretarial Standard on General Meeting (SS-2) and Regulation 44 of Securities Exchange Board of India (Listing Obligations and Disclosure Requirements), Regulations 2015 the Company has provided to its members the facility of 'remote e-voting' to exercise their right to vote on resolutions proposed to be passed at the 50<sup>th</sup> Annual General Meeting by electronic means through E-voting services provided by the Central Depository Services India Limited (CDSL).

The procedure and instructions of how to vote along with your user-id and password have been provided along with the notice of the meeting. The e-voting commenced on Tuesday 27<sup>th</sup> September, 2016 at 9.00 a.m. and was concluded on 29<sup>th</sup> September, 2016 at 5.00 p.m.

The Chairman further added that, Smt Samita Vaibhav Tanksake, Practicing Company Secretary will act as Scrutinizer for conducting remote evoting process /Ballot/Polling Paper in fair and transparent manner.

***Thereafter the following business was transacted at the A.G.M:***

**Ordinary Business:**

1. Adoption of Audited Financial Statements of the Company for the financial year ended 31<sup>st</sup> March, 2016, together with the Reports of the Board of Directors and the Auditors thereon.
2. Appointment of a Director in place of Smt. Asha M. Khatau (DIN: 00063944), who retires by rotation at the Annual General Meeting and being eligible and has offered herself for re-appointment.
3. Ratification of Appointment of Statutory Auditors of the Company to carry on Statutory Audit for the financial year 2016-2017.



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## Special Business:

4. Appointment of Mr. Manish M. Khatau as a Whole Time Director (DIN: 02952828) of the Company designated as Executive Director for a period of five years w.e.f. 1<sup>st</sup> March, 2016.
5. Approval for entering into Related Party Transactions for the financial year 2016-2017.

We received communication from a respective shareholder pertaining to compliance with Section 20 of the Companies Act, 2013 (i.e. Receipt of documents by way of specific mode of delivery after payment of certain fees as may be determined in its annual general meeting) and the same was been put forward during the Annual General Meeting for discussion and consideration and it was concluded that the abovementioned matter shall be considered during the next general meeting.

## Results pertaining to E- Voting and Polling Paper

The detailed result of the voting at the aforesaid Meeting along with the Scrutinizer's Report pursuant to Regulation 44 of the Securities Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with section 108 & 109 of the Companies Act, 2013 along with the applicable rules thereof, will be submitted to the Stock Exchange once the same is been received by the Company from the Scrutinizer appointed by the Board of Directors in this respect, within stipulated time frame.

## Manner of approval proposed for the abovementioned business items:

The Company had provided remote e-voting facility to all its members to cast their vote electronically. Members who were present on AGM, either in person or through proxy and who did not cast their vote by remote e-voting were provided with the facility to cast their vote through Polling/Ballot Papers.

This is for your information and records.

Thanking You.

Yours Sincerely,

For Indokem Limited



Bhavik B. Parekh

Company Secretary & Compliance Officer

