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By email & hand delivery

Date : December 17, 2016

✓ The Secretary,
Listing Department,
BSE Limited,
Phiroze Jeejeebhoy Towers,
Dalal Street, **Mumbai - 400001**

The Secretary,
Listing Department,
The Calcutta Stock Exchange Limited,
Lyons Range,
Kolkata - 700 001.

Scrip Code No.- 520123

Scrip Code No.- 10011146

Dear Sir,

Reg : Outcome of 43rd Annual General Meeting.

Pursuant to Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, and Section-108 of the Companies Act, 2013 read with Rule-20 of Companies (Management and Administration) Rules, 2014, we are sending herewith the following documents –

1. Outcome (voting results) of 43rd Annual General Meeting of the Company for the financial year 2015-16 held on 16th December, 2016.
2. Consolidated report issued by the Scrutinizer on e-voting and voting by ballot papers at the venue of the 43rd Annual General Meeting.

You may accordingly display the results on website of your exchange.

Please acknowledge the receipt.

Thanking you,

Yours faithfully,
For **ABC INDIA LIMITED**

Sanjay Agarwal

SANJAY AGARWAL
Company Secretary & Compliance Officer



Encl: as above

40/8, BALLYGUNGE CIRCULAR ROAD, KOLKATA - 700019
PHONE : (033) 2461 4156/4157, FAX : 91-33-24614193
E-MAIL : cmd@abcindia.com, HOMEPAGE : www.abcindia.com



OUTCOME OF 43rd ANNUAL GENERAL MEETING

Date of the AGM	Friday, 16 th December, 2016
Total number of shareholders on record date	4370
No. of shareholders present in the meeting either in person or through proxy :	
Promoters and Promoter Group :	71
Public :	07
	64
No. of shareholders attended the meeting through Video Conferencing	
Promoters and Promoter Group :	NIL
Public :	



REGD. OFFICE : P-10 NEW C.I.T. ROAD, KOLKATA - 700 073

CIN : L63011WB1972PLC217415, Ph. : 033 22371745, 24614156, Fax : 033 24614193, Email : vrmd@abcindia.com, Web : www.abcindia.com

1. **Agenda No 1:** To receive, consider and adopt the Financial Statement of the Company for the year ended 31st March, 2016, including the Audited Balance Sheet as at 31st March, 2016, the Statement of Profit & Loss for the year ended 31st March, 2016, the Cash Flow Statement for the year ended 31st March, 2016 and the Report of Directors' and Auditors' thereon.

Resolution required : (Ordinary/Special) :							Ordinary	
Whether promoter / promoter group are interested in the agenda/ resolution?							No	
Category	Mode of voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes - In favour (4)	No. of Votes - Against (5)	% of Votes in favour of votes polled (6)=[(4)/(2)]*100	% of Votes against on Votes Polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	3488674	3488674	100%	3488674	NIL	100%	NIL
	Poll		NIL	NIL	NIL	NIL	NIL	NIL
	Postal Ballot (If applicable)		NA	NA	NA	NA	NA	NA
	Total		3488674	3488674	100%	3488674	NIL	100%
Public Institution	E-Voting	100	NIL	NIL	NIL	NIL	NIL	NIL
	Poll		NIL	NIL	NIL	NIL	NIL	NIL
	Postal Ballot (If applicable)		NIL	NIL	NIL	NIL	NIL	NIL
	Total		100	NIL	NIL	NIL	NIL	NIL
Public-Non-Institution	E-Voting	1928458	NIL	NIL	NIL	NIL	NIL	NIL
	Poll		669	0.035%	669	NIL	100%	NIL
	Postal Ballot (If applicable)		NA	NA	NA	NA	NA	NA
	Total		1928458	669	0.035%	669	NIL	100%
Total		5417232	3489343	64.41%	3489343	NIL	100%	NIL

Result : Passed Unanimously



2. **Agenda No 2:** To appoint a Director in place of Dr. Ashok Kumar Agarwal (DIN 01237294), who retires by rotation and being eligible offers himself for re-appointment.

Resolution required : (Ordinary/Special) :							Ordinary	
Whether promoter / promoter group are interested in the agenda/ resolution?							Yes	
Category	Mode of voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes - In favour (4)	No. of Votes - Against (5)	% of Votes in favour of votes polled (6)=[(4)/(2)]*100	% of Votes against on Votes Polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	3488674	3488674	100%	3488674	NIL	100%	NIL
	Poll		NIL	NIL	NIL	NIL	NIL	NIL
	Postal Ballot (If applicable)		NA	NA	NA	NA	NA	NA
	Total		3488674	3488674	100%	3488674	NIL	100%
Public Institution	E-Voting	100	NIL	NIL	NIL	NIL	NIL	NIL
	Poll		NIL	NIL	NIL	NIL	NIL	NIL
	Postal Ballot (If applicable)		NIL	NIL	NIL	NIL	NIL	NIL
	Total		100	NIL	NIL	NIL	NIL	NIL
Public-Non-Institution	E-Voting	1928458	NIL	NIL	NIL	NIL	NIL	NIL
	Poll		669	0.035%	669	NIL	100%	NIL
	Postal Ballot (If applicable)		NA	NA	NA	NA	NA	NA
	Total		1928458	669	0.035%	669	NIL	100%
Total		5417232	3489343	64.41%	3489343	NIL	100%	NIL

Result : Passed Unanimously



3. **Agenda No 3** : 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.

Resolution required : (Ordinary/Special) :							Ordinary	
Whether promoter / promoter group are interested in the agenda/ resolution?							No	
Category	Mode of voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)= [(2)/(1)]* 100	No. of Votes - In favour (4)	No. of Votes - Against (5)	% of Votes in favour of votes polled (6)= [(4)/(2)] *100	% of Votes against on Votes Polled (7)=[(5)/(2)] *100
Promoter and Promoter Group	E-Voting	3488674	3488674	100%	3488674	NIL	100%	NIL
	Poll		NIL	NIL	NIL	NIL	NIL	NIL
	Postal Ballot (If applicable)		NA	NA	NA	NA	NA	NA
	Total		3488674	3488674	100%	3488674	NIL	100%
Public Institution	E-Voting	100	NIL	NIL	NIL	NIL	NIL	NIL
	Poll		NIL	NIL	NIL	NIL	NIL	NIL
	Postal Ballot (If applicable)		NIL	NIL	NIL	NIL	NIL	NIL
	Total		100	NIL	NIL	NIL	NIL	NIL
Public-Non-Institution	E-Voting	1928458	NIL	NIL	NIL	NIL	NIL	NIL
	Poll		669	0.035%	669	NIL	100%	NIL
	Postal Ballot (If applicable)		NA	NA	NA	NA	NA	NA
	Total		1928458	669	0.035%	669	NIL	100%
Total		5417232	3489343	64.41%	3489343	NIL	100%	NIL

Result : Passed Unanimously



4. **Agenda No 4 :** To approve the Remuneration of Cost Auditors.

Resolution required : (Ordinary/Special) :							Ordinary	
Whether promoter / promoter group are interested in the agenda/ resolution?							No	
Category	Mode of voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes - In favour (4)	No. of Votes - Against (5)	% of Votes in favour of votes polled (6)=[(4)/(2)]* 100	% of Votes against on Votes Polled (7)=[(5)/(2)]* 100
Promoter and Promoter Group	E-Voting	3488674	3488674	100%	3488674	NIL	100%	NIL
	Poll		NIL	NIL	NIL	NIL	NIL	NIL
	Postal Ballot (If applicable)		NA	NA	NA	NA	NA	NA
	Total		3488674	3488674	100%	3488674	NIL	100%
Public Institution	E-Voting	100	NIL	NIL	NIL	NIL	NIL	NIL
	Poll		NIL	NIL	NIL	NIL	NIL	NIL
	Postal Ballot (If applicable)		NIL	NIL	NIL	NIL	NIL	NIL
	Total		100	NIL	NIL	NIL	NIL	NIL
Public-Non-Institution	E-Voting	1928458	NIL	NIL	NIL	NIL	NIL	NIL
	Poll		669	0.035%	669	NIL	100%	NIL
	Postal Ballot (If applicable)		NA	NA	NA	NA	NA	NA
	Total		1928458	669	0.035%	669	NIL	100%
Total		5417232	3489343	64.41%	3489343	NIL	100%	NIL

Result : Passed Unanimously

You may accordingly display the results on the website of the Stock Exchange.

Please acknowledge the receipt.

Thanking You,

Yours faithfully,
 For ABC India Ltd.

Sanjay Agarwal

Sanjay Agarwal
 Company Secretary



SANTOSH KUMAR TIBREWALLA
B.Com.(Hons.) LL.B., FCS.
Practising Company Secretary

5A, N. C. Dutta Sarani,
(Formerly Clive Ghat Street),
3rd Floor, Kolkata - 700 001
Phone : 2262-8200/ 4005-4842
email : santibrewalla@rediffmail.com

Scrutinizer's Report

[Pursuant to Section 108 / 109 of the Companies Act, 2013 and Rule 20 & 21 of the Companies (Management and Administration) Rules, 2014]

The Chairman,
M/s. ABC India Ltd.
P-10, New C.I.T Road,
Kolkata - 700073.

Dear Sir,

I, Santosh Kumar Tibrewalla, Practising Company Secretary has 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 /109 of the Companies Act, 2013 read with Rule 20 & 21 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 Friday, the 16th day of December, 2016 at 'Bharatiya Bhasha Parishad, 36A, Shakespeare Sarani, 4th Floor, Kolkata - 700017.

1. The Management of the Company is responsible to ensure the Compliance with the requirements of the Companies Act, 2013, Rules made thereunder and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 relating to voting through electronic means & ballot paper 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 Monday, December 12, 2016 (9:00 A.M.) up to Thursday, December 15, 2016 (5:00 P.M.).
- ii) The members of the Company as on the "cut-off" date i.e. Friday, December 9, 2016 were entitled to vote on the resolutions (items no. 1 to 4 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) The ballot box for voting by means of ballot paper was locked and sealed by me in the presence of the members and proxies present at the Annual General Meeting.
- v) On conclusion of the Voting at the venue of the AGM held on 16th December, 2016, the ballot box was opened by me in the presence of 2 witnesses, Ms. Priyanka Gupta and Ms. Richa Shaw. The votes casted through Ballot Papers were duly scrutinized and were reconciled with the records maintained by the Registrar and Transfer Agents of the Company and the authorisations / proxies lodged with the Company.
- vi) I found 2 No. of poll papers invalid.
- vii) Thereafter, votes casted through remote e-voting were unblocked on 16th December, 2016 in the presence of 2 witnesses, Ms. Priyanka Gupta and Ms. Richa Shaw, who are not in the employment of the Company. They have signed below in confirmation of the votes being unblocked in their presence.

Priyanka Gupta

Name: Priyanka Gupta

Richa Shaw

Name: Richa Shaw

- viii) Thereafter, the details containing, inter alia, list of Equity Share Holders, who voted "for" or "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>.
- ix) 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 for the year ended 31st March, 2016, including the Audited Balance Sheet as at 31st March, 2016, the Statement of Profit & Loss for the year ended 31st March, 2016, the Cash Flow Statement for the year ended 31st March, 2016 and the Report 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	14	3488674	50	669	64	3489343	100%
Votes against the resolution	NIL	NIL	NIL	NIL	NIL	NIL	NIL
Invalid Votes	NIL	NIL	2	951	2	951	N.A.

Item No. 2 :-

Ordinary Resolution : To appoint a Director in place of Dr. Ashok Kumar Agarwal (DIN 01237294), 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	14	3488674	50	669	64	3489343	100%
Votes against the resolution	NIL	NIL	NIL	NIL	NIL	NIL	NIL
Invalid Votes	NIL	NIL	2	951	2	951	N.A.



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	14	3488674	50	669	64	3489343	100%
Votes against the resolution	NIL	NIL	NIL	NIL	NIL	NIL	NIL
Invalid Votes	NIL	NIL	2	951	2	951	N.A.

Item No. 4:-

Ordinary Resolution : To approve 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	14	3488674	50	669	64	3489343	100%
Votes against the resolution	NIL	NIL	NIL	NIL	NIL	NIL	NIL
Invalid Votes	NIL	NIL	2	951	2	951	N.A.



- x) The ballot papers and all other relevant records were sealed and handed over to the Company Secretary for safe keeping.

You may accordingly declare the results and display the same on the website of the Company and convey to Stock Exchanges and Central Depository Services Ltd.

Please acknowledge the receipt.

Thanking You,

Yours faithfully,



SANTOSH KUMAR TIBREWALLA

Scrutinizer

Place : Kolkata

Date : 16.12.2016