

Ref. No. SH/13/2015.
10th August, 2016

National Stock Exchange of India Ltd.,
Exchange Plaza, 5th floor,
Plot No. C/1, G. Block,
Bandra-Kurla Complex,
Bandra (East),
MUMBAI – 400051

BSE Limited.
Market-Operation Dept.,
1st Floor, New Trading Ring,
Rotunda Bldg., P.J. Towers,
Dalai Street,
Fort, MUMBAI 400023

Sub. : 74th Annual General Meeting Minutes


Dear Sirs,

We are enclosing herewith minutes of 74th Annual General Meeting held on Tuesday, the 28th June, 2016 at Walchand Hirachand Hall, Indian Merchant's Chamber, Near Churchgate Station, 76, Veer Nariman Road, Mumbai- 400 020, at 4.00 pm.

Please take the same on records.

Thanking you,

Your faithfully,
For The Supreme Industries Ltd.


(R. J. Saboo)
AVP (Corporate Affairs) &
Company Secretary


Encl. : a/a.


The Supreme Industries Limited

Regd. Off. : 612, Raheja Chambers, Nariman Point, Mumbai-400 021. INDIA
CIN : L35920MH1942PLC003554 **PAN :** AAAC1344F

Corp. Off. : 1161 & 1162, Solitaire Corporate Park, 167, Guru Hargovindji Marg, Andheri- Ghatkopar Link Road, Chakala, Andheri (East), Mumbai-400093. INDIA  +91 (022) 67710000, 40430000  +91 (022) 67710099, 40430099  sil_ho@supreme.co.in  www.supreme.co.in

+91 (022) 22820072, 22851656 

+91 (022) 22851657, 30925825 

sil_narimanpoint@supreme.co.in 

**THE SUPREME INDUSTRIES LIMITED
MUMBAI**

**74TH ANNUAL GENERAL MEETING
MINUTES**

The 74th Annual General Meeting of the Shareholders of The Supreme Industries Limited, was held at Walchand Hirachand Hall, Indian Merchant's Chamber, Near Churchgate Station, 76, Veer Nariman Road, Mumbai – 400020, on Tuesday the 28th June, 2016 at 4.00 p. m.

1. DIRECTORS PRESENT

- 01) Shri B. L. Taparia – Chairman
(DIN: 00112438)
- 02) Shri M. P. Taparia – Managing Director
(DIN: 00112461)
- 03) Shri S. J. Taparia – Executive Director
(DIN: 00112513)
- 04) Shri V. K. Taparia – Executive Director
(DIN: 00112567)
- 05) Shri B. V. Bhargava – Non Executive Independent Director
(DIN: 00001823)
- 06) Shri Y. P. Trivedi – Non Executive Independent Director
(DIN: 00001879)
- 07) Smt. Rashna Khan – Non Executive Independent Director
(DIN: 06928148)
- 08) Shri Ramanathan Kannan – Non Executive Independent Director
(DIN: 00380328)
- 09) Shri Rajeev M. Pandia – Non Executive Independent Director
(DIN: 00021730)

IN ATTENDANCE

Shri P C Somani, Chief Financial Officer

Shri Chintan Shah, Partner of M/s. Chhogmal & Company, Chartered Accountants, Statutory Auditors of the Company

Shri V. Laxman proprietor of M/s V. Laxman & Company, Company Secretaries, Secretarial Auditor and Scrutinizer of the Company.

Shri R. J. Saboo, AVP (Corporate Affairs) & Company Secretary

CHAIRMAN'S
INITIAL



2. SHAREHOLDERS' ATTENDANCE

Number of shareholders present in the meeting in person or through proxy	101
- Promoter or Promoter Group	16
- Public	85

3. CHAIRMAN OF THE MEETING

Shri B. L. Taparia, Chairman occupied the Chair at the meeting.

The Chairman informed the members that Shri H. S. Parikh, a sitting member on the Board of Directors and member of Audit Committee & Nomination and Remuneration Committee, passed away on 8th May, 2016. The Company express its profound sorrow and records its appreciation for valuable contribution made by him during his tenure. The Chairman requests the member to observe two minutes silence.

All the members then observed 2 minutes silence while standing as a mark of respect with prayer to God for peace to the departed soul.

Shri B.L. Taparia, Chairman confirmed that the meeting is in order as more than 30 members are present and formal proceeding of meeting was commenced. The Chairman welcomed all the Members, Directors, Proxy holders, Statutory Auditors and Scrutinizer of the Company.

Shri B.L. Taparia, Chairman informed the members that Annual Report containing Notice, had already been dispatched to members of the Company through courier/ registered Post/ Speed Post and by electronic mode as per records maintained by CDSL and NSDL.

The Chairman informed the members that 1 proxy was received from the member holding 14,79,890 Equity Shares He also informed that Register of Directors and Key Managerial Personnel and their Shareholding, Register of Members, Register of Proxy, and Register of Contract in MBP-4 were kept on the table and were open for inspection of the members during the meeting.

With the consent of the Members present, the Notice convening the meeting was taken as read.

The Chairman of the Company then made the following statement:-

"Ladies and Gentlemen,

I extend to each and every one of you a warm welcome to the 74th Annual General Meeting of the Company. The Annual Report together with the Audited Accounts and the Director's Report for the year ended 31st March, 2016, comprising of a period of 9 months from July,2015 to March,2016, have been with you for quite some time and with your permission, I take them as read. I hope it gives you a clear idea of the working of the Company during the period under review.

CHAIRMAN'S
INITIAL



The Company achieved Net Revenues for the year 2015-16 at Rs. 2984.48 Crores (including Rs 53.25 crores by way of trading in other related products) as against Rs. 2982.57 crores (including Rs. 118.66 Crores by way of trading in other related products and Rs. 115.67 crores from sales of premises) in the corresponding period of previous year.

The Company has sold 2,35,306 tons of Plastic products as against 2,07,886 tons of Plastic products in the same period of previous year, reflecting a growth of 13.19% in product turnover by volume.

The Profits before interest, Depreciation, exceptional items and Taxes during the period under review have gone up by 13.71 % from Rs 413.92 crores in 2014-15 to Rs. 470.67 crores in 2015-16. Net Profit, after setting aside Tax provisions of Rs. 117.75 crores (previous year Rs. 70.87 crores) grew over 10.63 % from Rs. 192.62 crores in 2014-15 to Rs. 213.10 crores in 2015-16. This was despite the fact that during the year 2015-16 , there was no sale of premises and consequently no profit there from. The Company has also written off Rs. 7.69 crores as exceptional loss due to abandonment of the project for manufacturing of Composite pipes for Oil & Gas exploration.

The Directors have recommended and paid total dividend for the nine months period @ 375 % i.e. Rs. 7.50 per equity share of Face Value of Share of Rs. 2/- each by way of two interim dividends as against 450 % i.e. Rs. 9/- per share on Face Value of Share of Rs. 2/- each in the previous year 2014-15(12 months). Total Dividend payout including Corporate Dividend Tax amounts to Rs. 114.99 crores, as compared to Rs. 137.18 crores of the previous year. After making necessary provisions, a sum of Rs 98.11 Crores has been transferred to General Reserve.

The net sales and other income during first two months of the current year are Rs. 769.72 crores (including Rs. 10.34 .crores by way of trading in other related products) as against Rs. 828.16 crores (including Rs. 21.54 crores by way of trading in other related products and Rs. 23.65 crores from sales of premises) in the corresponding period of previous year. Company has achieved a Product Turnover Volume of 64,226 MT as compared to 62,151 MT in the previous year achieving a volume growth of about 3.34%.

Business Outlook :

Water Tanks have gone into production at Kharagpur. Septic Tanks will be produced there by next month. Several other Roto Moulded products pertaining to Material Handling and Plastics Pipe System will be taken in hand for production during this year.

Company's Knowledge Centre has commenced operations at Kochi by providing training to plumbers and other users of Company's Plastic Pipe System. Knowledge Centre at Malanpur and Kharagpur will be in service within 3-4 months.

Company's Plant to make water tanks and septic tanks is running smoothly at Malanpur.

Ecodrain pipes upto 400mm Dia with closed hole has been established at Gadegaon. The Company is exploring to produce Solid Wall PVC Pipe upto 630mm Dia on the same machine with some additional investments.

Company has produced Double Wall Corrugated HDPE Pipes between 100mm to 400mm Dia. Within three months, the said range will be enlarged to 600mm. Company has applied to get BIS marking on the same. After getting BIS mark, the Company expects good business for the said products.

Company has produced HDPE solid pipes upto 800mm Dia. The same is now awaiting BIS certification.

Company expects to launch certain items in it's range of Chrome Plate Fittings in next month.

Company plans to add more than 200 new varieties of Pipe Fittings during the current year.

The Company has achieved a good breakthrough in pond lining application for Cross Laminated film in the State of Rajasthan and also pursuing aggressively with other States.

Cross Laminated film is one of the best product for Pond Lining and Rain harvesting applications. Company expects good growth in this business during the year. Overall business volume of Cross Laminated film product is likely to see a growth of about 15% in volume over the corresponding period of previous year of 12 months.

Company's Protective Packaging System has gone into full production at Kharagpur. This has enabled the Company to serve its Eastern India Customers in a cost effective manner. Company is planning to expand Foam and Bubble Film capacities at Hosur and put up a NBR Sheet line at Malanpur. Several new retail products are in the offing and shall be introduced in the forthcoming quarter.

Company is launching Eleven new Products of Moulded Furniture in this year. Company's initiative to make in-roads into Global furniture Market is giving positive contribution. The Company will participate in Five international Furniture Exhibitions this year compared to two exhibitions where we participated last year.

Green field facility to manufacture new category of Furniture Products at Kharagpur (West Bengal) is likely to go into production during July-September 2016. These products have good export potential. Company's committed efforts to reach international market for its Furniture product with addition of new Furniture product category shall give appropriate fillip to it's export ambitions.

Company has launched varieties of Pallets and Crates during last year which are receiving increasing positive response from the market.

Industrial Product segment is also showing better demand in the current year compared to last year.

The Company has executed supplies against the initial educational order received from Hindustan Petroleum Corporation Ltd. (HPCL) for 4500 Nos of Composite LPG Cylinders consisting of two sizes. i.e 5 kgs and 10 kgs.

CHAIRMAN'S
INITIAL



As per the information available with the Company, test marketing of these Cylinders by HPCL is likely to be done during July-September 2016 quarter. Company expects good business opportunity for this product from Indian market.

The Polymer Prices remain at affordable level. It is expected that they will remain in a narrow range in remaining part of the year.

Company incurred capex of Rs. 234.42 crs during the period under review.

Further Company envisages Capex of about Rs. 250 crs during the current year, mainly on the followings :-

- a To put up a 20,000 tons annual capacity of PVC Pipe at Gadegaon instead of Jalgaon and to install new extrusion lines for PVC Pipes & PE pipes at Kharagpur.
- b To procure Land and start preparing for a green site project in South India.
- c To put up additional capacity of Performance Packaging Film.
- d To replace inefficient injection moulding machines by energy efficient machines in Plastic Piping and Furniture division.
- e To introduce and increase range of product offerings in Plastic Piping system, Furniture products, Material Handling Products, Roto Moulded products and Bathroom Fittings.
- f To increase capacities of Protective Packaging Products at Malanpur and Hosur and to add varieties of Products.
- g To invest in balancing equipments & automation at all its plants as may be required.
- h To increase the existing capacity of Plastic Pipe System at it's existing Kanpur Dehat Plant.

The Company has increased it's Nos of distributors from 2469 Nos to 2699 Nos by March 2016. The share of value added products has gone up from 34.20% to 36.73%. The share of Branded items business has gone up from 80.70% to 82.67%. The export value has gone down from US \$ 9.42 million to US \$ 8.42 million. The Company will continue it's direction to increase the Nos of distributors, increase the share of value added products and percentage of Branded items sales. The Company expects to reverse the negative trend of export turnover during the current year.

The Company's average monthly borrowing was around Rs. 401 crores in the previous year. The Company expects this to go down below Rs. 300 crores average in the current year. This is without factoring any sales proceeds from it's office building where around 64000 sq.ft area remains unsold.

Due to scanty rainfall, many parts of the Country including parts of Maharashtra are facing acute drinking water shortage. The Company on it's part has taken initiative to provide drinking water to 22 water stressed village of Jamner Tehsil in Dist Jalgaon since April 2016 and would continue till normalcy of water availability with arrival of monsoon. This is providing relief to about 35 thousand people and about 10000 cattle and animals in these

villages. The Company supplied around 30 million litres of potable water uptill now in those villages.

Company has also taken active part in deepening and strengthening the Mehrun Lake in the city of Jalgaon in Maharashtra. This is a 100 year old lake which is spread in an area of around 175 Acres and supply water to Jalgaon and nearby villages. Company has deployed enough infrastructure to de-silt the lake and also strengthen the retaining wall. This would result in generating additional water storage capacity of the lake to the tune of about 45 million litres of water and also reduce the leakages of water.

I am extremely grateful to my fellow members of the Board for their valuable guidance.

I convey my appreciation to Executives, Staff and Workmen for the unstinted support extended by them.

I, on behalf of the Board of Directors, sincerely appreciate the encouragement and co-operation received by the Company from customers, Bankers, Shareholders and suppliers during the entire period."

4 Reading of Auditors Report

The Chairman then requested Shri Chintan Shah, Partner of M/s. Chhogmal & Company, Statutory Auditors of the Company to read the Auditors Report. The Auditors Report was read by Shri Chintan Shah.

5 PASSING OF RESOLUTIONS THROUGH E-VOTING, BALLOT FORM AND POLL AT AGM

The Chairman requested Shri R. J. Saboo, Company Secretary to inform the Members about voting facility provided by the Company. Shri R. J. Saboo, AVP (Corporate Affairs) & Company Secretary informed the members that the Company has provided E-Voting facility in compliance with Section 108 of the Companies Act, 2013 read with Companies (Management & Administration) Rule 2014 and SEBI (Listing Obligation & Disclosure Requirement) Regulations, 2015.

He also informed that in order to enable to its members, who do not have access to remote e-voting facility, they have been given facility of voting by means of Ballot forms posted to the members.

Also the Company has provided voting facility through Ballot Paper (Poll) for the members who has not casted their votes by remote e-voting or by ballot form.

The e-Voting facility has been provided from 25th June, 2016 at 9.00 a.m. to 27th June, 2016 at 5.00 p.m.

The voting right is in proportionate to the shareholding of shares i.e. one share one vote.

He also introduced Mr. V. Laxman, partner of M/s. V. Laxman & Co., Practicing Company Secretary, appointed as Scrutinizer for e-voting, Ballot Form and Poll at AGM process.

CHAIRMAN'S
INITIAL



6 Thereafter Chairman invited the members to raise queries on the performance and working results of the Company, if they so wished.

Thereafter, 8 shareholders had spoken on the subject, made certain comments and raised certain queries.

At the instance of the Chairman, Shri M. P. Taparia, Managing Director replied to all the comments made and queries raised by the shareholders, to their satisfaction.

7 After the replies were made by the Managing Director, the Chairman ordered for the poll and invited Shri V. Laxman to scrutinize the poll proceedings and requested him to submit his report not later than two (2) days from the conclusion of the AGM.

The Chairman informed that on receipt of Scrutinizer's Report, the results will be declared along with the Scrutinizer's Report and the same shall be placed on the website of the Company and also on the website of CDSL, not later than two (2) days from the conclusion of the AGM and shall also be communicated to the BSE Limited and National Stock Exchange of (India) Limited .

The Chairman thanked the members for their keen interest and participation in the meeting and declared the meeting as concluded.

8 The results of e-Voting, Postal Ballot and Poll concluded in respect of the items of Ordinary & Special Business at the 74th Annual General Meeting of the Company held on 28th June, 2016, were declared on the basis of the Scrutinizer's Report dated 30th June, 2016 as under : .

ORDINARY BUSINESS

9. RESOLUTION NO. 1

1. "RESOLVED THAT financial statements 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 on that date and reports of the Board of Directors and Auditors thereon , be and are hereby received, considered and adopted..

As per the report received from the Scrutinizer, the result of e-Voting, Postal Ballot and Poll at AGM is as under in respect of the aforesaid resolution:-

Resolution required (Ordinary / Special)				Ordinary Resolution				
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 on votes cast (6) = $[(4)/(2)]*100$	% of Votes against on votes cast (7) = $[(5)/(2)]*100$
Promoter & Promoter Group	E-Voting	-	-	-	-	-	-	-
	Poll	63150005	50000	0.08	50000	0	100.00	0
	Postal Ballot	63150005	63100005	99.92	63100005	0	100.00	0.00
	Total	63150005	63150005	100.00	63150005	0	100.00	0.00
Public – Institutions	E-Voting	35840391	32512124	90.71	32512124	0	100.00	0.00
	Poll	-	-	-	-	-	-	-
	Postal Ballot	-	-	-	-	-	-	-
	Total	35840391	32512124	90.71	32512124	0	100.00	0.00
Public – Non Institutions	E-Voting	28036474	997936	3.56	997936	0	100.00	0.00
	Poll	28036474	28478	0.10	28478	0	100.00	0.00
	Postal Ballot	28036474	2698377	9.62	2697874	503	99.98	0.02
	Total	28036474	3724791	13.29	3724288	503	99.99	0.02
Total		127026870	99386920	78.24	99386417	503	99.99	0

Based on the foregoing, the Chairman declared that the Resolution No. 1 has been passed by way of an Ordinary Resolution with requisite majority.

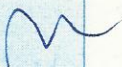
10. RESOLUTION NO. 2

“RESOLVED THAT the payment of 1st interim dividend @125% i.e. Rs 2.50 per equity share of Rs 2/- each (F.V) in January 2016 & payment of 2nd interim dividend @ 250% i.e. Rs 5/- per equity share of Rs.2/- each (F.V), in March 2016, are hereby confirmed .”

As per the report received from the Scrutinizer, the result of e-Voting, Postal Ballot and Poll at AGM is as under in respect of the aforesaid resolution:-

Resolution required (Ordinary / Special)				Ordinary Resolution				
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 on votes cast (6) = $[(4)/(2)]*100$	% of Votes against on votes cast (7) = $[(5)/(2)]*100$
Promoter & Promoter Group	E-Voting	-	-	-	-	-	-	-
	Poll	63150005	50000	0.08	50000	0	100.00	0.00
	Postal Ballot	63150005	63100005	99.92	63100005	0	100.00	0
	Total	63150005	63150005	100.00	63150005	0	100.00	0
Public – Institutions	E-Voting	35840391	32512124	90.71	32512124	0	100.00	0
	Poll	-	-	-	-	-	-	-
	Postal Ballot	-	-	-	-	-	-	-
	Total	35840391	32512124	90.71	32512124	0	100.00	0.00

CHAIRMAN'S
INITIAL



Public – Non Institutions	E-Voting	28036474	1003439	3.58	1003439	0	100.00	0.00
	Poll	28036474	28978	0.10	28978	0	100.00	0.00
	Postal Ballot	28036474	2698367	9.62	2698367	0	100.00	0.00
	Total	28036474	3730784	13.31	3730784	0	100.00	0.00
Total		127026870	99392913	78.24	99392913	0	100.00	0.00

Based on the foregoing, the Chairman declared that the Resolution No. 2 has been passed by way of an Ordinary Resolution with requisite majority.

11. RESOLUTION NO. 3

As an Ordinary Resolution

“RESOLVED that Shri Bajranglal Surajmal Taparia (Director Identification No. 00112438), be and is hereby re-elected as a Director of the Company.”

As per the report received from the Scrutinizer, the result of e-Voting, Postal Ballot and Poll at AGM is as under in respect of the aforesaid resolution:-

Resolution required (Ordinary / Special)				Ordinary Resolution				
Whether promoter / promoter group are interested in the agenda / resolution ?				No- Except the interested Directors .				
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 on votes cast (6) = [(4)/(2)]*100	% of Votes against on votes cast (7) = [(5)/(2)]*100
Promoter & Promoter Group	E-Voting	-	-	-	-	-	-	-
	Poll	63150005	50000	0.08	50000	0	100.00	0.00
	Postal Ballot	63150005	62033421	98.23	62033421	0	100.00	0.00
	Total	63150005	62083421	98.31	62083421	0	100.00	0.00
Public – Institutions	E-Voting	35840391	32250373	89.98	32223493	26880	99.92	0.08
	Poll	-	-	-	-	-	-	-
	Postal Ballot	-	-	-	-	-	-	-
	Total	35840391	32250373	89.98	32223493	26880	99.92	0.08
Public – Non Institutions	E-Voting	28036474	870079	3.10	796316	73763	91.52	8.48
	Poll	28036474	28978	0.10	28978	0	100.00	0.00
	Postal Ballot	28036474	2696567	9.62	2696162	405	99.98	0.02
	Total	28036474	3595624	12.82	3521456	74168	97.94	2.06
Total		127026870	97929418	77.09	97828370	101048	99.90	0.10

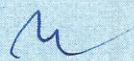
Based on the foregoing, the Chairman declared that the Resolution No. 3 has been passed by way of an Ordinary Resolution with requisite majority.

12. RESOLUTION NO. 4

As an Ordinary Resolution

“RESOLVED THAT, pursuant to Section 139 of the Companies Act, 2013 and other applicable provisions, if any of the Companies Act, 2013 (the Act) and the Companies (Audit and Auditors Rule, 2014 (the Rules), including any statutory

CHAIRMAN'S
INITIAL



modification(s) or re-enactment(s) thereof for the time being in force, and pursuant to recommendation made by the Audit Committee of the Board, M/s. LODHA & CO., Chartered Accountants having Registration No. 301051E, Mumbai, be and are hereby appointed as Statutory Auditors of the Company in place of retiring Statutory Auditors M/s. CHHOGMAL & CO Chartered Accountants, having registration No 101826W, who shall hold office from the conclusion of 74th Annual General Meeting for a term of consecutive five years till the conclusion 79th Annual General Meeting (subject to ratification of the appointment by the members at every Annual General Meeting held after this Annual General Meeting) and the Board be and is hereby authorised to fix the remuneration as may be determined by the Audit Committee in consultation with the Auditors, in addition to reimbursement of all out of pocket expenses as may be incurred in connection with the audit of the accounts of the Company.

FURTHER RESOLVED THAT the appointment of the Branch Auditors for the financial year 2016-17 for any of the branch(es) of the Company, be made at such remuneration as the Board of Directors may decide.”

As per the report received from the Scrutinizer, the result of e-Voting, Postal Ballot and Poll at AGM is as under in respect of the aforesaid resolution:-

Resolution required (Ordinary / Special)				Ordinary Resolution				
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 on votes cast (6) = $[(4)/(2)]*100$	% of Votes against on votes cast (7) = $[(5)/(2)]*100$
Promoter & Promoter Group	E-Voting	-	-	-	-	-	-	-
	Poll	63150005	50000	0.08	50000	0	100.00	0.00
	Postal Ballot	63150005	63100005	99.92	63100005	0	100.00	0
	Total	63150005	63150005	100.00	63150005	0	100.00	0
Public – Institutions	E-Voting	35840391	32512124	90.71	32497003	15121	99.95	0
	Poll	-	-	-	-	-	-	-
	Postal Ballot	-	-	-	-	-	-	-
	Total	35840391	32512124	90.71	32497003	15121	99.95	0.05
Public – Non Institutions	E-Voting	28036474	1003439	3.58	1003439	0	100.00	0.00
	Poll	28036474	28978	0.10	28928	50	99.83	0.17
	Postal Ballot	28036474	2696567	9.62	2696058	509	99.98	0.02
	Total	28036474	3728984	13.30	3728425	559	99.99	0.01
Total		127026870	99391113	78.24	99375433	15680	99.98	0.02

Based on the foregoing, the Chairman declared that the Resolution No. 4 has been passed by way of an Ordinary Resolution with requisite majority.

CHAIRMAN'S
INITIAL



SPECIAL BUSINESS**13. RESOLUTION NO. 5****As an Ordinary Resolution**

"RESOLVED THAT pursuant to Section 148 and other applicable provisions of the Companies Act, 2013 and the Companies (Audit and Auditors) Rules, 2014, including statutory modification or re-enactment thereof for the time being in force, M/s. Kishore Bhatia & Associates, Cost Accountants (Firm Registration No. 00294), being the Cost Auditors appointed by the Board of Directors of the Company, to conduct the cost audit for the financial year ending 31st March, 2017 to the extent applicable, be paid the remuneration (apart from service tax including cess as applicable and reimbursement of actual travel and out of pocket expenses) as may be fixed by the Board of Directors."

As per the report received from the Scrutinizer, the result of e-Voting, Postal Ballot and Poll at AGM is as under in respect of the aforesaid resolution:-


Resolution required (Ordinary / Special)				Ordinary Resolution				
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 on votes cast (6) = $[(4)/(2)]*100$	% of Votes against on votes cast (7) = $[(5)/(2)]*100$
Promoter & Promoter Group	E-Voting	-	-	-	-	-	-	-
	Poll	63150005	50000	0.08	50000	0	100.00	0.00
	Postal Ballot	63150005	63100005	99.92	63100005	0	100.00	0.00
	Total	63150005	63150005	100.00	63150005	0	100.00	0.00
Public – Institutions	E-Voting	35840391	32512124	90.71	32512124	0	100.00	0.00
	Poll	-	-	-	-	-	-	-
	Postal Ballot	-	-	-	-	-	-	-
	Total	35840391	32512124	90.71	32512124	0	100.00	0.00
Public – Non Institutions	E-Voting	28036474	1003439	3.58	1003439	0	100.00	0.00
	Poll	28036474	28978	0.10	28928	50	99.83	0.17
	Postal Ballot	28036474	2692697	9.60	2691988	709	99.97	0.03
	Total	28036474	3725114	13.29	3724355	759	99.98	0.02
Total		127026870	99387243	78.24	99386484	759	99.99	0.01

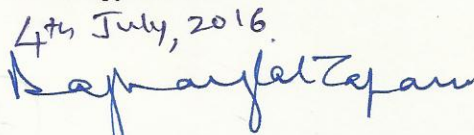
Based on the foregoing, the Chairman declared that the Resolution No. 5 has been passed by way of an Ordinary Resolution with requisite majority.

The Annual General Meeting was Commenced at 4.00 p.m and concluded at about 6.00 p.m

Date of Entry of Minutes : **1st July, 2016**

Date of Signing of Minutes :


(R.J. Saboo)
AVP (Corporate Affairs)
& Company Secretary


(B. L. Taparia)
Chairman of the meeting

CHAIRMAN'S
INITIAL