

Coromandel Engineering Company Limited
(ISO 9001:2008 & BS OHSAS 18001:2007 Certified Company)
Registered and Corporate Office:
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GIST OF THE PROCEEDINGS OF THE SIXTY NINTH ANNUAL GENERAL MEETING OF THE MEMBERS OF COROMANDEL ENGINEERING COMPANY LIMITED HELD ON WEDNESDAY, JULY 26, 2017 AT 10.00 A.M. AT NARADA GANA SABHA TRUST, 'MINI HALL' NO.314, TTK ROAD, CHENNAI – 600018.

Mr. M.M.Venkatachalam, Chairman, took the Chair and welcomed the members to the 69th Annual General Meeting ('AGM' or 'Meeting') of the Company.

Total 1247 members attended the Meeting as per the record of attendance.

The requisite quorum being present, the Chairman called the meeting to order.

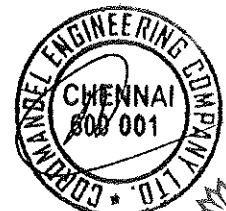
The Chairman introduced the Directors and senior officers present on the dais, the representative of M/s.Sundaram & Srinivasan, the retiring Statutory Auditors, M/s.CNGSN & Associates LLP, Statutory Auditors proposed to be appointed and Mr.R.Sridharan of M/s.R.Sridharan & Associates, Secretarial Auditors and Scrutiniser, present at the AGM.

The Chairman informed the members that the Register of Directors' and Key Managerial Personnel and their Shareholding and Register of Contracts or Arrangements in which Directors are interested were available in the meeting and would remain accessible to the Members for inspection, if they so desire.

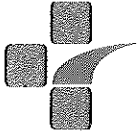
The Chairman further informed the members that pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended, the Company had provided the members the facility to cast their vote electronically (remote e-voting) on Karvy e-voting platform in respect of all the businesses mentioned in the Notice dated April 29, 2017. He further informed that the e-voting commenced at 9.00 a.m. on July 23, 2017 and ended at 5.00 p.m. on July 25, 2017. The Board of Directors had appointed Mr. R. Sridharan of M/s. R. Sridharan & Associates, Company Secretaries, as the Scrutinizer for the purpose of scrutinizing both, the remote e-voting and the physical voting at the Meeting, in a fair and transparent manner.

The Chairman also informed that the voting rights shall be in proportion to the shareholding of the members as on the cut-off date i.e. July 19, 2017.

The Chairman then informed that members, who have not casted their vote electronically, may cast their votes at the Meeting through Ballot Papers.



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With the concurrence of the members, the Notice convening the 69th Annual General Meeting along with the Annual Report and Auditors Reports were taken as read. The Chairman also briefed the members on the performance of the Company for the year ended 31st March, 2017.

The Chairman thereafter informed the members about the resolutions to be voted at the Meeting.

The following items of business, as per Notice dated April 29, 2017 were transacted at the meeting:

Ordinary Business:

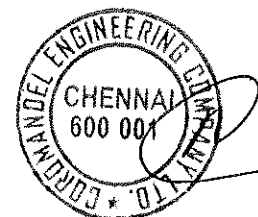
1. Adoption of Financial Statements for the financial year ended 31st March, 2017, Reports of Board of Directors & Auditors thereon. **(Ordinary Resolution)**
2. Appointment of Ms. G Jalaja (DIN:00149278) as director who retired by Rotation. **(Ordinary Resolution)**
3. Appointment of M/s. CNGSN & Associates, LLP, Chartered Accountants, Chennai as the Statutory Auditors of the Company to hold office from the conclusion of 69th Annual General Meeting until the conclusion of 74th Annual General Meeting to be held in the year 2022 on a remuneration of Rs.4,25,000/-. **(Ordinary Resolution)**

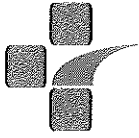
Special Business:

4. Ratification of remuneration to Mr.N.V.Thanigaimani, Cost Auditor for the financial year ended 31st March, 2017. **(Ordinary Resolution)**
5. Appointment of Mr.N. Velappan as "Manager" of the Company under the provisions of the Companies Act, 2013 for a period of one year w.e.f. 1st May, 2017. **(Ordinary Resolution)**

Thereafter the Chairman ordered a Poll to be taken at the Meeting through Ballot Papers and requested the members to cast their votes.

The Chairman then invited the members for their comments and queries on the workings and financials of the company for the year ended 31st March, 2017. No queries were raised by the members.





The Chairman informed the members that the consolidated results of remote e-voting and the physical voting at the Meeting alongwith consolidated report of the Scrutinizer shall be displayed at the Notice Board at the Registered Office of the Company and shall also be placed on the websites of the Company as well as that of Karvy. The above results and Scrutinizer's report shall also be announced to BSE Limited within 48 hours of the conclusion of the meeting.

Thanking the members for their participation, suggestions and comments, the Chairman declared the formal closure of the 69th Annual General Meeting of the Company.

Based on the consolidated Scrutinizers' Report, all the aforesaid resolutions were passed with requisite majority.

The meeting was concluded at 10.30 a.m.

For Coromandel Engineering Company Limited

R Narayanan
Company Secretary

Date: July 26, 2017

