

Indokem Limited

(CIN NO.: L31300MH1964PLC013088)

Registered Office :

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

Phone : 61236767

Fax : 61236718

Website : www.indokem.co.in

Date: 28th September, 2018

To,
The Bombay Stock Exchange Limited,
Phiroze Jeejeebhoy Towers,
Dalal Street,
Mumbai - 400 001

Scrip Code: 504092

Sub: Proceedings of 52nd Annual General Meeting held on
Friday, 28th September, 2018.

Dear Sir/Madam,

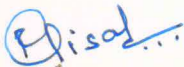
In compliance with the requirement of Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we hereby submit Proceedings of 52nd Annual General Meeting of the Company held on Friday, 28th September, 2018 at the registered office of the Company situated at Plot No. 410/411, Khatau House, Mogul Lane, Mahim (West), Mumbai - 400 016 at 3:00 p.m.

You are requested to kindly take same on your records.

Thanking You.

Yours Sincerely,

For Indokem Limited



Rajesh D. Pisal
Company Secretary and Compliance Officer



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Summary of the Proceedings of the 52nd Annual General Meeting of Indokem Limited held on Friday, 28th September, 2018.

52nd Annual General Meeting of the Company held on Friday, 28th September, 2018 at Plot No. 410/411, Khatau House, Mogul Lane, Mahim (West), Mumbai - 400 016 at 3:00 p.m.

Shri Mahendra K. Khatau (DIN: 00062794), Chairman and Managing Director of the Company chaired the meeting.

35 members holding in aggregate 17210487 equity shares attended the meeting in person or through authorized representatives or proxies as per attendance slips.

The requisite Quorum being present, the Chairman called the Meeting to order. The Chairman thereafter welcomed all the members and directors attending the Annual General Meeting.

The Chairman informed the shareholders that Register of Directors and Key Managerial Personnel and Registers of contract or arrangements were kept open for inspection at the meeting.

With the consent of the members present, the Notice of the Meeting was taken as read. The Chairman then apprised the shareholders regarding the overall performance of the Company in F.Y. 2017-18 and also gave the snapshot of the Q1 - F.Y. 2018-19 results which had just been declared by the Company.

The members were informed 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 and Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements), Regulations 2015, [SEBI (LODR)] the Company provided remote e-voting facility to its shareholders for the casting of the votes through electronic means. Further, shareholders who were present in person for the meeting and who had not e-voted were provided the voting facility through ballot.



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The Chairman further added that, Mrs. Samita Vaibhav Tanksake, Company Secretary in Practice will act as Scrutinizer for conducting remote e-voting process /Ballot/Polling Paper in fair and transparent manner.

The Shareholders then transacted the following items.

Ordinary Business:

1. Adoption of Audited Financial Statements of the Company for the financial year ended 31st March, 2018, together with the Reports of the Board of Directors and the Auditors thereon. (Ordinary Resolution)
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. (Ordinary Resolution)

Special Business:

3. Approval for revision in remuneration of Mr. Manish M. Khatau, Whole - Time Director (DIN: 02952828). (Ordinary Resolution)
4. Approval for entering into Related Party Transactions for the Financial Year 2018-19. (Special Resolution)
5. Approval for re-appointment of Shri Kailash Pershad, Independent Director (DIN: 00503603) for a second term of 5 consecutive years, whose existing term expires on 31st March, 2019. (Special Resolution)
6. Approval for re-appointment of Shri Bhalchandra Sontakke, Independent Director (DIN: 01225753) for a second term of 5 consecutive years, whose existing term expires on 31st March, 2019. (Special Resolution)
7. Approval for re-appointment of Shri Rajagopalan Sesha, Independent Director (DIN: 00289643) for a second term of 5 consecutive years, whose existing term expires on 31st March, 2019. (Special Resolution)



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8. To consider and determine the fees for delivery of any document through a particular mode of delivery to a member.

The Chairman thereafter invited the shareholders to put forth their observations and seek clarifications, if any, relating to the Annual report for the year 2017-18 and matters related thereto.

Some of the shareholders present at the meeting expressed their views/ sought clarifications on various matters related to the business and operations of the Company to which the Chairman and Managing Director and Whole - Time Director provided clarifications to the satisfaction of the shareholders.

The Chairman informed that the results of e-voting and poll together with the Scrutinizer's report with regards to above business will be displayed/ disclosed to the Stock Exchange and on the website of the Company at www.indokem.co.in

The said meeting was concluded at 4:45 p.m. with a vote of thanks.

Thanking You.
Yours Sincerely,

For Indokem Limited



Rajesh D. Pisal
Company Secretary and Compliance Officer

