



बामर लॉरी एण्ड कं. लिमिटेड
(भारत सरकार का एक उद्यम)
Balmer Lawrie & Co. Ltd.
(A Government of India Enterprise)

सचिव विभाग

21, नेताजी सुभाष रोड, कोलकाता-700 001 (भारत)
फोन : (91) (33) 2222 5329 / 5314 / 5209

SECRETARY'S DEPARTMENT

21, Netaji Subhas Road, Kolkata - 700 001 (INDIA)
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CIN : L15492WB1924GOI004835

Ref: SECY/StockExchange/AGM2017/

Date: 15th September, 2017

The Secretary,
National Stock Exchange of India Ltd.
Exchange Place
Bandra-Kurla Complex
Bandra (E),
Mumbai - 400 051
Company Code : **BALMLAWRIE**

The Secretary,
BSE Ltd.
Phiroze Jeejeebhoy Towers
Dalal Street
Mumbai- 400001
Company Code : **523319**

Dear Sir(s),

Sub.: Summary of the Proceedings of the 100th Annual General Meeting of Balmer Lawrie & Co. Ltd.

Pursuant to our letter dated 21st August, 2017 and in terms of **Regulation 30** of the **SEBI Listing Obligations and Disclosure Requirements) Regulations, 2015 (LODR)** read with sub-para 13 of Part A of Schedule III, please find enclosed a summary of the proceedings of the **100th Annual General Meeting (AGM)** of the Company held on Thursday, 14th September, 2017 at Ghanshyam Das Birla Sabhagar, 29, Ashutosh Chowdhury Avenue, Kolkata - 700 019 at 10:30 a.m.

Kindly acknowledge receipt of the same.

Thanking You,

Yours faithfully,
For **Balmer Lawrie & Co. Ltd.**

Kaustav Sen
Compliance Officer

Enclosed: As above

Summary of the Proceedings of the 100th Annual General Meeting of Balmer Lawrie & Co. Ltd. held on Thursday, 14th September, 2017

The **100th Annual General Meeting (AGM)** of the Members of Balmer Lawrie & Co. Ltd. was convened on Thursday, 14th September, 2017 at Ghanshyam Das Birla Sabhagar, 29, Ashutosh Chowdhury Avenue, Kolkata – 700 019 at 10:30 a.m.

Shri Prabal Basu, Chairman & Managing Director (C&MD) chaired the AGM as per the provisions of the Articles of Association and applicable Secretarial Standards. The Company Secretary confirmed that the requisite quorum was present. The requisite quorum being present, the Chairman called the meeting in order. **3451 members** were present in person or through proxy at the meeting.

The C&MD welcomed and addressed the members about the financial performance of the Company for the year ended 31st March, 2017. He briefed the members about the future outlook of the Company.

The Chairman informed the members that pursuant to Section 108 of the Companies Act, 2013, read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended) and Regulation 44 of the SEBI LODR, the Company had offered e-voting facility to its Members, which commenced on 10th September, 2017 (9:00 a.m.) and ended on 13th September, 2017 (5.00 p.m.). The Company had engaged the services of National Securities Depository Limited (NSDL) for the remote e-voting procedure.

Further, the facility to vote at the AGM by means of ballot paper was provided to the members who had not exercised their vote through e-voting procedure. The Company had appointed Shri Mohan Ram Goenka, a Company Secretary in whole-time practice (Membership No.: 4515) and a Partner of M R & Associates, a firm of Practicing Company Secretaries, for acting as the scrutinizer of the said procedure.

The C&MD then addressed the queries, observations and clarifications sought by the members and informed that the result of the remote e-voting and physical voting at the AGM shall be notified to the Stock Exchange(s) and uploaded on the website of the Company and NSDL, the agency providing e-voting facility within Forty Eight (48) hours of conclusion of the AGM.

The following items of Ordinary and Special businesses as listed in the Notice of the 100th AGM were transacted:

ORDINARY BUSINESS

1. To consider and adopt the Audited Financial Statements of the Company, both Standalone and Consolidated, for the Financial year ended 31st March, 2017 and the



Reports of the Board of Directors and Auditors thereon for the Financial year ended 31st March, 2017 and the comments of Comptroller and Auditor General of India (CAG) thereon.

2. To declare dividend for the financial year ended 31st March, 2017.
3. To appoint a Director in place of Shri Prabal Basu (DIN 06414341), a Director who retires by rotation and being eligible offers himself for reappointment.
4. To appoint a Director in place of Shri Kalyan Swaminathan (DIN 06912345), a Director who retires by rotation and being eligible offers himself for reappointment.
5. To authorise Board of Directors to fix remuneration of the Statutory Auditors, including Branch Auditors, for the financial year 2017-18.

SPECIAL BUSINESS

1. Appointment of Ms. Indrani Kaushal [DIN 02091078] as Government Nominee Director of the Company.
2. Appointment of Ms. Atreyee Borooah Thekedath [DIN 00795366] as an Independent Director of the Company.
3. Ratification of remuneration of Cost Auditor for Financial Year 2017-18.
4. Resolution for fixation of fee for delivery of document through a particular mode.

The C&MD thereafter at the end of discussion on the resolutions, allowed voting with the assistance of the Scrutinizer by the use of ballot paper for all the members who were present at the AGM but had not cast their votes by availing the remote e-voting facility.

The 100th AGM concluded at 12:24 P.M (IST) with vote of thanks.

It is hereby confirmed that the meeting was called, convened, held and conducted as per the provisions of the Companies Act, 2013, the rules notified thereunder, the SEBI (LODR) and the Secretarial Standard (SS-2) issued by the Institute of Company Secretaries of India (ICSI).

For Balmer Lawrie & Co. Ltd.


Kaustav Sen
Compliance Officer