



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

सचिव का 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)  
Phone : (91) (33) 2222 5329 / 5314 / 5209  
E-mail : bhavsar.k@balmerlawrie.com  
CIN : L15492WB1924GOI004835

Date: 13<sup>th</sup> September, 2018

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 101<sup>st</sup> Annual General Meeting of Balmer Lawrie & Co. Ltd.**

In furtherance to our letter dated 21<sup>st</sup> August, 2018 and in terms of **Regulation 30** of the **SEBI Listing Obligations and Disclosure Requirements) Regulations, 2015 (LODR)** read with sub-para 13 of Para A of Part A of Schedule III, please find enclosed a summary of the proceedings of the **101<sup>st</sup> Annual General Meeting (AGM)** of the Company held on Wednesday, 12<sup>th</sup> September, 2018 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 101<sup>st</sup> Annual General Meeting of Balmer Lawrie & Co. Ltd. held on Wednesday, 12<sup>th</sup> September, 2018**

The **101<sup>st</sup> Annual General Meeting (AGM)** of the Members of Balmer Lawrie & Co. Ltd. was convened on Wednesday, 12<sup>th</sup> September, 2018 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, Companies Act, 2013 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.

The C&MD welcomed and addressed the members about the financial performance of the Company for the year ended 31<sup>st</sup> March, 2018. 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 8<sup>th</sup> September, 2018 (9:00 a.m.) and ended on 11<sup>th</sup> September, 2018 (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 101<sup>st</sup> AGM were transacted:



## **ORDINARY BUSINESS**

*(As Ordinary Resolutions):*

1. To consider and adopt the Audited Financial Statements of the Company, both Standalone and Consolidated, for the Financial year ended 31<sup>st</sup> March, 2018 and the Reports of the Board of Directors and Auditors thereon for the Financial year ended 31<sup>st</sup> March, 2018 and other statements attached there to along with the comments of Comptroller and Auditor General of India (CAG) thereon.
2. To declare dividend for the financial year ended 31<sup>st</sup> March, 2018.
3. To appoint a Director in place of Shri Dhandapani Sothi Selvam (DIN 07038156), a Director who retires by rotation and, being eligible, offered himself for reappointment.
4. To appoint a Director in place of Shri Shyam Sundar Khuntia (DIN 07475677), a Director who retires by rotation and, being eligible, offered himself for reappointment.
5. To authorise Board of Directors to fix remuneration of the Statutory Auditors, including Branch Auditors, for the financial year 2018-19.

## **SPECIAL BUSINESS**

6. Appointment of Shri Vijay Sharma (DIN 08045837) as Government Nominee Director of the Company.
7. Appointment of Shri Sunil Sachdeva (DIN 00754633) as an Independent Director of the Company.
8. Appointment of Shri Ratna Sekhar Adika (DIN 08053637) as Director (Human Resource & Corporate Affairs) of the Company.
9. Appointment of Shri Vikash Preetam (DIN 00910261) as an Independent Director of the Company.
10. Appointment of Smt. Perin Devi Rao (DIN 07145051) as Government Nominee Director of the Company.
11. Ratification of remuneration of Cost Auditor for Financial Year 2018-19.



*(as Special Resolution):*

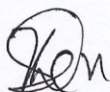
12. Increase in Authorized Share Capital and consequent amendment in Memorandum of Association.

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 101<sup>st</sup> AGM concluded at 12:15 P.M (IST) with vote of thanks to the Chair.

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**