



August 13, 2016

To  
The Listing Department,  
BSE Limited,  
Corporate Relationship Department,  
1<sup>st</sup> Floor, New Trading Ring,  
Rotunda Bldg., P.J. Towers,  
Dalal Street, Mumbai 400 001.

The Listing Department,  
National Stock Exchange of India Ltd,  
Exchange Plaza,  
Bandra (East),  
Mumbai 400 051.

Madam/Sir,

**SUB : Proceedings of the 62<sup>nd</sup> Annual General Meeting of the Company**

**REF : Symbol: INDIANCARD; Scrip Code: 509692**

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This is to inform you that the 62<sup>nd</sup> Annual General Meeting (AGM) of the Company was held on August 12, 2016 at the registered office of the Company at Mumbai – Pune Road, Pimpri, Pune – 411 018.

In this regard, please find enclosed the summary of the proceedings of the 62<sup>nd</sup> Annual General Meeting as required under Regulation 30, Part-A of Schedule - III of the SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015.

You are requested to take the same on your record.

Thanking you,

Yours Faithfully,  
For The Indian Card Clothing Company Limited,

Amogh Barve  
Company Secretary  
Membership No. : A33080





**SUMMARY OF THE PROCEEDINGS OF THE 62<sup>ND</sup> ANNUAL GENERAL MEETING**

The 62<sup>nd</sup> Annual General Meeting (AGM) of the Members of The Indian Card Clothing Company Limited ('the Company') was held on Friday, August 12, 2016 at 12.00 noon (IST) at the registered office of the Company at Mumbai – Pune Road, Pimpri, Pune – 411 018.

Mr. Prashant Trivedi, chaired the meeting and welcomed all the members present at the meeting. As per the attendance record, in aggregate, 57 members were present at the AGM, out of which 52 members were present in person and 5 members were present through proxy. The requisite quorum being present, the Chairman called the meeting to be in order. The members were informed that the Register of Directors' shareholdings, Directors Contract and other statutory registers were open for inspection of the members.

The Chairman acknowledged the presence of the representatives of Statutory Auditors and Secretarial Auditors.

The Chairman, then briefed the members about the performance of the Company.

Thereafter, with the permission of the members, the notice of the 62<sup>nd</sup> Annual General Meeting of the Company was taken as read.

The Chairman then informed the members that there were no qualifications, observations or comments on financial transactions or matters mentioned in the auditors' report, which would have any adverse effect on the functioning of the Company. Therefore, with the permission of the members, the Auditors' Report was taken as read.

The Chairman provided an opportunity to the members to speak and raise any questions/queries on the agenda items. Some members spoke at the meeting and addressed their queries to the Chairman. The Chairman replied to all the queries raised by the members.

The Chairman then informed the members that as required under the provisions of the Companies Act, 2013, the Company had offered e-voting to all shareholders through recognized platform of Karvy Computershare Pvt. Ltd. ("Karvy"). E-voting was open from 9:00 a.m. on 9<sup>th</sup> August, 2016 to 5:00 p.m. on 11<sup>th</sup> August, 2016.

Thereafter, to enable the members who did not vote through e-voting or did not send the Ballot Forms through a pre-postage paid envelope provided by the Company, the Chairman ordered poll under Section 109 of the Companies Act, 2013 in respect of the following 5 resolutions:

Ordinary Business:

- 1) Adoption of the Audited Standalone and Consolidated Financial Statements of the Company for the financial year ended March 31, 2016 together with the reports of the Board of Directors and the Auditors;
- 2) Declaration of final dividend on equity shares for the year ended March 31, 2016;





**THE INDIAN CARD CLOTHING CO. LTD.**  
**MUMBAI-PUNE ROAD, PIMPRI, PUNE – 411 018.**  
**CIN : L29261PN1955PLC009579**

- 3) Appointment of Director in place of Mr. Prashant K. Trivedi (DIN: 00167782), who retires by rotation and being eligible, offers himself for re-appointment;
- 4) Ratification of appointment of M/s. B.K. Khare & Co., Chartered Accountants, Pune (Firm Registration No. 105102W), as Statutory Auditors of the Company to hold the office from the conclusion of this Annual General Meeting (AGM) till the conclusion of the sixty-third AGM of the Company and to fix their remuneration;

Special Business:

- 5) Approval to keep the Register and Index of Members and copies of all Annual Returns filed under Section 92 of the Companies Act, 2013 together with the copies of certificates and documents required to be annexed to the Annual Return or any other documents as may be required, at the office of the Registrar and Transfer Agent of the Company, i.e., Karvy Computershare Private Limited in Mumbai.

To ensure transparency, the Ballot Box was locked in front of all the members and was kept ready for voting.

The Chairman, then requested all the members to fill up and sign the Ballot Form provided to them for casting their vote on the resolutions and to deposit the same in the Ballot Box provided.

The Chairman, informed the members that the Scrutinizer shall count the votes and submit his report on the result of voting. Further, the voting results shall be filed with the stock exchanges within forty eight hours and shall also be published on Company's website, [www.cardindia.com](http://www.cardindia.com).

Thereafter, the Chairman thanked all the members for attending the meeting and for their co-operation in conducting the meeting in an orderly manner.

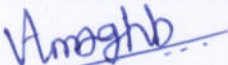
The 62<sup>nd</sup> Annual General Meeting of the Company was then concluded by the Chairman at 12.45 p.m.

The Scrutinizer's Report was subsequently received and accordingly all the resolutions as set out in the notice were declared as passed.

This is for your information and records.

Thanking you,

Yours Faithfully,  
For The Indian Card Clothing Company Limited,



Amogh Barve  
Manager (Legal) & Company Secretary  
Membership No.: A33080



Encl: Result of the Voting



**RESULT OF THE VOTING ON THE RESOLUTIONS SET OUT IN THE NOTICE OF THE**  
**62<sup>ND</sup> ANNUAL GENERAL MEETING**

Sr. No.	Agenda	Resolution Required (Ordinary / Special)	Mode of Voting	Remark
1.	Adoption of the Audited Standalone and Consolidated Financial Statements of the Company for the financial year ended March 31, 2016 together with the reports of the Board of Directors and the Auditors;	Ordinary	Ballot Forms received through Post, e-Voting and voting through poll conducted at the AGM.	Passed with requisite majority
2.	Declaration of final dividend on equity shares for the year ended March 31, 2016	Ordinary	Ballot Forms received through Post, e-Voting and voting through poll conducted at the AGM.	Passed with requisite majority
3.	Appointment of Director in place of Mr. Prashant K. Trivedi (DIN: 00167782), who retires by rotation and being eligible, offers himself for re-appointment.	Ordinary	Ballot Forms received through Post, e-Voting and voting through poll conducted at the AGM.	Passed with requisite majority
4.	Ratification of appointment of M/s. B.K. Khare & Co., Chartered Accountants, Pune (Firm Registration No. 105102W), as Statutory Auditors of the Company to hold the office from the conclusion of this Annual General Meeting (AGM) till the conclusion of the sixty-third AGM of the Company and to fix their remuneration.	Ordinary	Ballot Forms received through Post, e-Voting and voting through poll conducted at the AGM.	Passed with requisite majority
5.	Approval to keep the Register and Index of Members and copies of all Annual Returns filed under Section 92 of the Companies Act, 2013 together with the copies of certificates and documents required to be annexed to the Annual Return or any other documents as may be required, at the office of the Registrar and Transfer Agent of the Company, i.e., Karvy Computershare Private Limited in Mumbai.	Special	Ballot Forms received through Post, e-Voting and voting through poll conducted at the AGM.	Passed with requisite majority

