



August 11, 2017

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

Madam/Sir,

SUB : Proceedings of the 63rd Annual General Meeting of the Company

REF : Symbol: INDIANCARD; Scrip Code: 509692

This is to inform you that the 63rd Annual General Meeting (AGM) of the Company held today 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 63rd 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 63rd ANNUAL GENERAL MEETING

The 63rd Annual General Meeting (AGM) of the Members of The Indian Card Clothing Company Limited ('the Company') was held on Friday, August 11, 2017 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, 43 members were present at the AGM, out of which 40 members were present in person and 3 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, Register of Contract & Arrangement and other statutory registers were open for inspection of the members.

The Chairman of Audit Committee, Nomination & Remuneration Committee, Stakeholder's Relationship Committee were present at the meeting.

The Chairman informed the members that due to certain unavoidable circumstances, Mr. Sudhir Merchant, Independent Director had communicated his inability to attend the Annual General Meeting.

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 63rd 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 8th August, 2017 to 5:00 p.m. on 10th August, 2017.

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, 2017 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, 2017;



- 3) Appointment of Director in place of Mr. Mehul K. Trivedi (DIN: 00030481), who retires by rotation and being eligible, offers himself for re-appointment;
- 4) Appointment of M/s. P.G. Bhagwat, Chartered Accountants, Pune (Firm Registration No.: 101118W) as the Statutory Auditors to hold the office for a period of five years commencing from the conclusion of this Annual General Meeting (AGM) and to fix their remuneration;

The brief profile of M/s. P.G. Bhagwat is as given below:

Late Mr P. G. Bhagwat (Membership Number 131) started M/s. P.G. Bhagwat, Chartered Accountants (Firm Registration No. : 101118W) in Mumbai as a proprietary firm in the year 1938. This was converted into Partnership in the year 1955. Since then the firm continues to be a partnership firm. Over last 77 years, the Firm has gained varied experience in the audit, assurance & management services. M/s. P.G. Bhagwat has employee strength of 137-142 persons, including 13 Partners. M/s. P.G. Bhagwat provides services of Assurance And Audit, Information System Audit And Management Services. The Firm works as Statutory Auditor to many large and mid-sized companies including listed companies across sectors.

Special Business:

- 5) Appointment of Mr. Vinod Vazhapulli as "Manager" of the Company designated as "Chief Executive Officer" for a period of three years with effect from January 16, 2017.

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.

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 63rd Annual General Meeting of the Company was then concluded by the Chairman at 12.45 p.m.

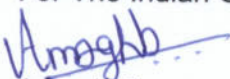
The Scrutinizer's Report was subsequently received and accordingly all the resolutions as set out in the notice were declared as passed.

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
63rd 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, 2017 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, 2017	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. Mehul K. Trivedi (DIN: 00030481), 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.	Appointment of M/s. P.G. Bhagwat, Chartered Accountants, Pune (Firm Registration No.: 101118W) as the Statutory Auditors to hold the office for a period of five years commencing from the conclusion of this Annual General Meeting (AGM) 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.	Appointment of Mr. Vinod Vazhapulli as "Manager" of the Company designated as "Chief Executive Officer" for a period of three years with effect from January 16, 2017	Special	Ballot Forms received through Post, e-Voting and voting through poll conducted at the AGM.	Passed with requisite majority

