

Ref : ID/BB

12th September, 2017

The General Manager
Department of Corporate Services
BSE Limited
P. J. Towers,
Dalal Street,
Mumbai – 400001.

The Manager
Listing Department
National Stock Exchange of India Ltd.
Exchange Plaza, Plot No. C-1, G Block,
Bandra Kurla Complex, Bandra (East),
Mumbai – 400051.

Dear Sir,

Sub: Proceedings of 78th Annual General Meeting

We wish to inform you that 78th Annual General Meeting of the Company was duly convened on 12th September, 2017 at the Mini Auditorum Hall of the Science City, J.B.S. Haldane Avenue, Kolkata - 700046.

Enclosed please find a Summary of the Proceedings of the 78th Annual General Meeting (AGM) of the Company in terms of Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

In connection with the above, we would like to inform you that Resolution Nos. 1 to 8 as stated in the Notice dated 30th May, 2017 were passed by the Shareholders by requisite majority.

Thanking you,

Yours faithfully,
For ALBERT DAVID LIMITED



Indrajit Dhar
Associate Vice President (Accounts &
Taxation)-cum-Company Secretary

Encl.: As above.

Gist of Proceedings of the 78th Annual General Meeting of Albert David Limited

1. Date, Time and Venue of the Meeting

The 78th Annual General Meeting of the Company was held today i.e. on Tuesday, 12th September, 2017 at Science City, Mini Auditorium, J. B. S. Haldane Avenue, Kolkata-700046. The meeting commenced at 10.00 A.M. and concluded at 11.30 A.M.

2. Brief details of items deliberated at the Meeting and result thereof

- Shri Arun Kumar Kothari, Chairman and Managing Director of the Company, chaired the proceedings of the Meeting (except item no.5 of the Notice).
- The requisite quorum being present the Chairman called the Meeting to order.
- The Chairman informed that remote e-voting commenced at 10.00 a.m. on September 9, 2017 and ended at 5.00 p.m. on September 11, 2017. Facility for voting through ballot paper was also provided at the meeting venue.
- The following items of business as set out in the Notice calling the Meeting were put for Shareholders' approval –

Ordinary Business

- i. Consideration and adoption of Audited Financial Statement of the Company for the financial year ended 31st March, 2017 and the Reports of the Board of Directors and Auditors thereon;
- ii. To declare dividend;
- iii. Re-appointment of Mrs. Prabhawati Devi Kothari, who retires by rotation and being eligible, offer herself for re-appointment;
- iv. Appointment of M/s. Basu Chanchani & Deb, Chartered Accountants (Firm Registration No. 304049E) as Statutory Auditors of the Company;

Special Business

- v. Special Resolution for re-appointment and remuneration of Mr. A. K. Kothari as Chairman & Managing Director of the Company for the period from 1st April, 2017 to 31st March, 2018;
- vi. Special Resolution for increase in remuneration of Mr. H. P. Kabra, Executive Director of the Company for the residual term of his tenure from 1st April, 2017 up to 31st March, 2018;
- vii. Special resolution under section 180(1)(a) of the Companies Act, 2013 authorizing the Board of Directors to create charge on properties of the Company for obtaining financial facilities from time to time upto a limit of Rs.250 crores;

viii. Ordinary resolution for fixing remuneration of Cost Auditors for the financial year ending 31st March, 2018.

- Clarifications were provided by the Chairman to the queries raised by the members at the meeting.
- The Chairman informed the Members that Mr. Ashok Kumar Daga, Practicing Company Secretary was appointed as the Scrutinizer for the purpose of scrutinizing the remote e-voting and ballot process at the AGM venue.
- The Chairman informed the Members that the result of voting will be placed on the Company's website www.albertdavidindia.com as well as CDSL's website and Report of the voting result will be submitted to BSE Ltd. and National Stock Exchange of India Ltd.

3. Manner of approval

- Pursuant to the provisions of the Companies Act, 2013 and Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company had provided remote e-voting facility to its Members to cast votes electronically from a place other than the AGM venue on all the resolutions set out in the Notice of AGM.
- Further, the facility for voting through ballot paper was made available to the Members who were present at the AGM and had not cast their votes by remote e-voting.
- All the resolutions set out in the Notice calling the Annual General Meeting were passed with the requisite majority and are deemed to be passed on the date of the Annual General Meeting, i.e. 12th September, 2017.

Thanking you,

Yours faithfully,

For ALBERT DAVID LIMITED



Indrajit Dhar

Associate Vice President (Accounts & Taxation)

-Cum-Company Secretary

Place: Kolkata

Date: September 12, 2017