



## FDC Limited

MANUFACTURERS & EXPORTERS OF FOODS, DRUGS & CHEMICALS

August 19, 2017

**BSE Limited**  
Phiroze Jeejeebhoy Towers,  
Dalal Street,  
Mumbai- 400 001

**National Stock Exchange of India Ltd.**  
Exchange Plaza, Plot no. C/1, G Block,  
Bandra-Kurla Complex, Bandra (E),  
Mumbai - 400 051

Dear Sir / Madam,

**Ref.: BSE Scrip Code: 531599 and NSE Symbol - FDC**

**Sub.: Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations")**

This is to inform that 77<sup>th</sup> Annual General Meeting (AGM) of the members of FDC Limited was held on Saturday, 19<sup>th</sup> August, 2017 at 10.00 a.m. at WelcomHotel Rama International, R-3, Chikalthana, Aurangabad- 431 210. The proceedings of the 77<sup>th</sup> AGM are enclosed herewith.

Please note that the voting results of the poll ordered at the AGM and remote e-voting facility opted by the members, shall be forwarded separately on declaration of voting results, in the format prescribed under Regulation 44 of the Listing Regulations, within the stipulated time.

Kindly take the above on record.

Thanking you,

Yours truly,  
For FDC LIMITED

*Arate*  
Company Secretary  
Encl:a/a



CORPORATE OFFICE

: 142-48, S. V. Road, Jogeshwari (W), Mumbai - 400 102. INDIA

Tel.: +91-22-3071 9100 - 399 / 2678 0652 / 2653 / 2656 • Fax : +91-22-2678 6393 / 8123 / 1912

E-mail: fdc@fdcindia.com • Website : www.fdcindia.com

REGISTERED OFFICE

: B-8, M.I.D.C. Industrial Area, Waluj - 431 136, Dist. Aurangabad. INDIA

Tel.: 0240-255 4407 / 255 4299 / 255 4967 • Fax : 0240-255 4299

E-mail : waluj@fdcindia.com • CIN : L24239MH1940PLC003176



**FDC Limited**

**PROCEEDINGS OF 77<sup>TH</sup> ANNUAL GENERAL MEETING OF FDC LIMITED**

The 77<sup>th</sup> Annual General Meeting (AGM) of the Members of FDC Limited was held on Saturday, 19<sup>th</sup> August, 2017 at 10.00 a.m. at WelcomHotel Rama International, R-3, Chikalthana, Aurangabad- 431 210.

**Members present in person or through proxy:**

1. Promoter and Promoter Group- 9
2. Public- 38

Mr. Mohan A. Chandavarkar, Chairman took the Chair.

The Statutory Registers and the Proxy Register were available at the venue for inspection of the Members.

As the requisite quorum was present, the Chairman called the meeting to order.

With the consent of Members, the Notice of the 77<sup>th</sup> AGM, Directors' Report and audited financial statements of the Company for the financial year ended March 31, 2017 were taken as read.

The Chairman informed the Members that there were no qualifications, observations or comments mentioned in the Auditors' report, which was thereafter read out to the Shareholders.

Thereafter, the Chairman presented his speech on the performance of the Company, the current market scenario and overall impact on the Business. He also expressed his gratitude to all the Members for their support, dedication and commitment towards the Company.

The Chairman then placed the following resolutions as set out in the Notice of the 77<sup>th</sup> AGM for proposal and secondment by the Members:

| Sr.No. | Particulars                                                                                                                                                       | Resolutions (Ordinary/<br>Special) |
|--------|-------------------------------------------------------------------------------------------------------------------------------------------------------------------|------------------------------------|
| 1.     | Adoption of the Audited Standalone and Consolidated Financial Statements for the year ended March 31, 2017 and Reports of Board of Directors and Auditors thereon | Ordinary                           |
| 2.     | Declaration of Dividend for the financial year ended March 31, 2017                                                                                               | Ordinary                           |
| 3.     | Re-appointment of Mr. Ameya A. Chandavarkar, who retires by rotation and being eligible, seeks re-appointment                                                     | Ordinary                           |
| 4.     | Appointment of B S R & Co. LLP, Chartered Accountants, as the Statutory Auditors of the Company and to fix their remuneration                                     | Ordinary                           |
| 5.     | Payment of commission to the Non-Executive Directors of the Company for a period of 5 years commencing from April 01, 2017 to March 31, 2022                      | Special                            |
| 6.     | Ratification of Remuneration payable to M/s. Sevekari Khare & Associates, Cost Auditors for the financial year ending March 31, 2018                              | Ordinary                           |
| 7.     | Authorising the Company to charge for service of documents to members of the Company                                                                              | Special                            |



All the above resolutions were duly proposed and seconded by the Members present. Thereafter, the Chairman invited the Members to put forth their queries and suggestions. The Chairman and the Management provided necessary clarifications and addressed all the queries raised by the Members.

Thereafter, the Chairman informed the Members that pursuant to the provisions of the Companies Act, 2013 and the Rules made thereunder and the Listing Regulations, the Company had provided electronic voting facility (remote e-voting) to the Members for casting their votes electronically on all resolutions set out in the Notice of 77<sup>th</sup> AGM. He further informed that the remote e-voting commenced on Wednesday, August 16, 2017 at 09.00 a.m. (IST) and concluded on Friday, August 18, 2017 at 05.00 p.m. (IST).

He further informed the Members that the facility for voting by Poll was made available to the Members who were present at the Meeting and could not cast their vote through remote e-voting and the Company had appointed CS. Sanjay Dholakia, Practicing Company Secretary, as the Scrutinizer for scrutinizing the process of remote e-voting and Poll at the AGM.

Thereafter, the Chairman announced the voting by Poll to be undertaken and requested CS. Sanjay Dholakia, Practicing Company Secretary, the Scrutinizer for the orderly conduct of the voting. He informed the Members that the consolidated Scrutinizer's Report containing results of remote e-voting and Poll shall be intimated to the Stock Exchanges and uploaded on the Company's website i.e. [www.fdcindia.com](http://www.fdcindia.com), within the stipulated time.

The Chairman concluded the meeting with a vote of thanks to the Members.

The meeting ended at 1.50 p.m.

Yours truly,  
For **FDC LIMITED**

*Akatre*  
Company Secretary

