



INDIA CARBON LIMITED

TELEPHONE : (033) 2248-7856 / 9
FAX : 91-33- 2230-7507
E-mail : icl@indiacarbonltd.com
Website : www.indiacarbonltd.com

o/c

"TEMPLE CHAMBERS", 4TH FLOOR
6, OLD POST OFFICE STREET
KOLKATA - 700 001

19th September, 2017

To,
The Calcutta Stock Exchange Limited
7, Lyons Range, Dalhousie, Murgighata, B B D Bagh,
Kolkata, West Bengal 700001

Dear Sir/Madam,

Sub: Summary of the proceedings of the 55th Annual General Meeting of the Members of India Carbon Limited (the "Company") held on 18th September, 2017

This is to inform you that the 55th AGM of the Members of the Company was held on 18th September, 2017 at the registered office of the Company situated at Noonmati, Guwahati, Assam-781020 at 10am.



In accordance with Paragraph A of Part A of Schedule III to the Listing Regulations, a summary of the proceedings of the 55th AGM is enclosed as **Annexure A**.

You are requested to kindly take the same on record.

Thanking You,

Yours faithfully,
For India Carbon Limited


Authorized signatory

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|  | The Calcutta Stock Exchange Limited |
| | Listing Department Received Contents not verified |
| Sl. No. 48 | Dated 19/9/2017 |
| Signature |  |



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Annexure-A

Proceedings of the Fifty Fifth Annual General Meeting of the Members of India Carbon Limited held on Monday, 18th day of September, 2017 which commenced at 10:00 a.m. and concluded at around 10:55 a.m.

As per the Notice dated 8th May 2017, the Fifty Fifth Annual General Meeting (AGM) of the Company was held on Monday, 18th September, 2017 at 10.00 a.m. at the registered office of the Company at Noonmati, Guwahati-781 020, Assam.

Mr. Rakesh Himatsingka- Chairman of the Company presided over the proceedings and welcomed the Members to the Fifty Fifth AGM of the Company. He confirmed that the requisite quorum being present called the meeting to order.

A total of 18 Members attended the AGM including 7 Members being present as authorized representatives of Body Corporate, as per the Members attendance register.

He informed Mr. Sunirmal Talukdar, the Chairman of the Audit Committee is not present due his preoccupation in other business. He also informed that the Auditor and other Directors could not be present at the meeting due to some of their personal exigencies. The representatives of the Statutory Auditors and the Secretarial Auditors were also unable to attend due to their pre-occupation, and hence were granted exempted by the company.

The Chairman then with the permission of the Members declared the notice being already circulated was taken as read.

The Chairman then addressed the Members and gave an overview of the financial performance of the Company for the financial year ended 31st March, 2017 and its future outlook.

The Chairman informed the Members that in accordance with the provisions of the Companies Act, 2013, read with the rules made there under and Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 "SEBI LODR", the Company had extended the remote e-voting facility through Central Depository Services Limited (CDSL) to enable the Members of the Company to cast / exercise their vote(s) electronically on the agenda items specified in the Notice of the 55thAGM. The remote e-voting period had commenced on 15thSeptember, 2017 (at 9.00 a.m. IST) and had ended on 17thSeptember, 2017 (at 5.00 p.m. IST). The Members were informed that the facility for voting by way of ballot papers was made available at the AGM for the Members who had not casted their vote through remote e-voting.

Chairman further informed that the Board of Directors had appointed Mr. Anant Kashliwal, Practicing Chartered Accountant, Guwahati, (Membership No.: 302972, Firm Regd. No.:328654E), as the Scrutinizer for the purpose of scrutinizing the voting



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process (both Remote e-voting and voting process through ballot papers at the AGM),
for the resolutions included in the Notice of the 55thAGM.

The following items of ordinary/special business, as per the Notice of AGM dated 8th May, 2017, were transacted at the meeting:

1. To receive, consider and adopt the Audited Balance Sheet of the Company as at 31st March, 2017, the Profit & Loss Statement and Cash Flow Statement for the year ended 31st March, 2017 & notes on financial statements together with the Reports of the Board of Directors and Auditors thereon
2. To declare dividend on Equity Shares @25% i.e. Rs.2.5/- per equity share of Rs.10/- each and to ratify and approve the dividend paid amounting to Rs.68,030/- to the Preference Share holder at the time of redemption
3. To appoint Mr. Gordon Kenneth McIntosh (DIN: 02244237), who retires by rotation and being eligible, offers himself for re-appointment.
4. To appoint M/s. S. Samanta & Co., Chartered Accountants of Kolkata (Firm Registration No. 305020E) as Statutory Auditors of the Company for a term of 5(Five) years from the conclusion of the ensuing Fifty Fifth Annual General Meeting (AGM) till the conclusion of the Sixtieth Annual General Meeting(Subject to ratification of their appointment at every Annual General Meeting)
5. To pass an Ordinary Resolution for ratification of remuneration to be paid to the Cost Auditors of the Company M/s. Mitra Bose & Associates, Cost Accountants, (Registration No. 000037) for Cost Audit of cost records of the Company for the Financial year 2017-18
6. To pass an Ordinary Resolution for Appointment of Mr. Tony William Grims, (DIN: 07590220) as a Non-Executive Director of the Company, liable to retire by rotation
7. To pass a special resolution for re-appointment of Mr. Rakesh Himatsingka (DIN:00632156) as Managing Director of the Company for a period of 3 (three) years with effect from 1st December, 2016 to 30th November, 2019
8. To pass a special resolution for re-appointment of the re-appointment of Mr. Shaurya Veer Himatsingka (DIN:01200202) as Deputy Managing Director of the Company for a period of 3 (three) years with effect from 1st April, 2017 to 31st March, 2020
9. To pass a special resolution to make investment or acquire by way of subscription, purchase or otherwise the securities of any other body corporate(s) whether Indian or overseas up to maximum amount of Rs. 100 Crores (Rupees One Hundred Crores only)

The Chairman then invited the members to express their views on the operations and financial performance of the Company and related matters. He responded to the queries raised by members.

The Chairman then ordered for the poll on all the agenda items as stated in the Notice of 55th AGM and requested the members to cast their vote on each of the agenda items by putting a tick mark in the column of 'Assent' or 'Dissent', as the case may be, sign the Ballot Paper and to drop it in the Ballot Box as kept in the venue of the meeting.

He then requested Mr. Anant Kashliwal, Scrutinizer for an orderly conduct of voting. The scrutinizer demonstrated the empty Ballot box to the Members and locked and sealed it in the presence of the Members of the Company.



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The Chairman announced that the results of voting, i.e., remote e-voting results and results of voting done at the venue of the AGM along with the consolidated scrutinizers report shall be announced within 48 hours and also be intimated to the Calcutta Stock Exchange Ltd and posted on the website of the Company and CDSL and would also be available at the Registered Office of the Company.

The Chairman then thanked all the Members for their presence and support and declared the meeting as closed. The meeting concluded with a vote of thanks to the Chair at around 10.55a.m.

This is for your information and records.

Thanking You,
Yours faithfully,
For India Carbon Limited

Authorized signatory