



emami limited

Date: 2nd August, 2018

To,
The Secretary,
National Stock Exchange Ltd.
Plot no. C/1, G Block
Bandra Kurla Complex
Bandra (E)
Mumbai - 400 051

The Secretary,
The Bombay Stock Exchange Ltd.
Limited, Phiroze Jeejeebhoy Towers,
Dalal Street
Mumbai - 400 001.

The Secretary,
The Calcutta Stock Exchange
7, Lyons Range,
Kolkata-700001

Dear Sirs,

Sub: 35th Annual General Meeting- 1st August, 2018

We enclose, in terms of regulation 30 of SEBI (Listing obligation and Disclosure Requirements) Regulations, 2015, a summary of the Proceedings of the Thirty Fifth Annual General Meeting of the Company.

This is for your information and record.

Thanking You,

Yours faithfully,
For Emami Limited,

A K Joshi

Company Secretary & VP-Legal

Encl: as above

Summary of the proceedings of the 35th Annual General Meeting

The 35th Annual General Meeting (AGM) of the Members of Emami Limited commenced at 11:30 a.m. on Wednesday, 1st August, 2018 at South City International School Auditorium, 375, Prince Anwar shah Road, Kolkata 700 068 and concluded at 2.15 p.m.

- Shri. R. S Agarwal, Chairman, chaired the 35th AGM. The business before the Meeting was taken up as quorum was present at the beginning and throughout the Meeting. 623 Members were present in person and 67 Members were present through proxy at the Meeting.
- The Chairman introduced the Directors on the dais and advised Members that the registers and documents, as statutorily required, were available for inspection during the Meeting.
- The Chairman delivered his Speech.
- The Chairman covered the items of Ordinary as well as Special business before the meeting, as listed under serial No. 1 to 8 below. Shri R. S. Goenka, Whole time Director Chaired the proceedings in respect of the items of business where the R.S. Agarwal was deemed to be interested.
- The Chairman gave opportunity to the Members to ask questions or seek clarifications on the Agenda items. Thereafter, the Chairman and Shri. N.H. Bhansali, CEO – Finance, Strategy & Business Development and CFO, responded to the queries raised / clarifications sought by the Members.
- The facility to cast votes through remote e-voting was provided to the Members from 9:00 a.m. on 27th July, 2018 till 5:00 p.m. on 31st July, 2018. Voting through Ballot facility was also provided at the Meeting venue to those Members who had not cast their votes through remote e- voting.

The items of business as per the Notice convening the 35th AGM were transacted as follows:

Ordinary Business

1. Adoption of the Audited Financial Statements (including Audited Consolidated Financial Statements) for the Financial Year ended March 31, 2018, together with the Reports of the Board of Directors and Auditors thereon. (Ordinary Resolution)
2. Declaration of Dividend on Equity Shares for the Financial Year 2017-18. (Ordinary Resolution)
3. Appointment of a Director in place of Shri. H. V. Agarwal (DIN 00150089), who retires by rotation and being eligible, offers himself for reappointment. (Ordinary Resolution)
4. Appointment of a Director in place of Smt Priti A Sureka (DIN 00319256) who retires by rotation and being eligible, offers herself for reappointment. (Ordinary Resolution)



5. Appointment of a Director in place of Shri Prashant Goenka (DIN 00703389), who retires by rotation and being eligible, offers himself for reappointment. (Ordinary Resolution)

Special Business

6. Approval to reappointment of Smt Rama Bijapurkar (holding DIN 00001835) as an Independent Director to hold office for further term of 5 years from September 1, 2018. (Special Resolution)
7. Approval for continuation of Directorship of Shri Y P Trivedi, Shri K N Memani, Shri S B Ganguly and Shri P K Khaitan who were reappointed as Independent Directors for a period of 5 years from 34th Annual General Meeting till conclusion of 39th Annual General Meeting and who have attained the age of 75 years, for the remaining period of their existing term of directorship as Independent Directors of the Company. (Special Resolution)
8. Ratification of the fee of Rs.1,50,000 (Rupees One lakh fifty thousand only) payable to M/S V. K. Jain & Co, Cost Auditors for conducting audit of the cost records of the Company for the financial year 2018-19. (Ordinary Resolution)

All the Resolutions for the consideration at the 35th AGM, as set out in the Notice, have been passed by the Members by the requisite majority through remote e-voting and ballot voting at the AGM venue.

