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April 27, 2016

The Secretary
BSE Limited
Listing Department
Phiroze Jeejeebhoy Towers
Dalal Street, **Mumbai - 400001**

Code : 520123

Dear Sir,

Pursuant to Regulation 30 (2) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, please find enclosed a copy of the proceedings of the Extra-ordinary General Meeting (Postal Ballot) of the Shareholders of the ABC India Limited held on 4th April, 2016 at 6:00 P.M. at 40/8, Ballygunge Circular Road, Kolkata -700 019.

We request you to kindly take the above information on record.

Thanking you,

Yours faithfully,
For **ABC INDIA LIMITED**

Sanjay Agarwal

Sanajy Agarwal
Company Secretary & Compliance Officer

Encl: as above

1st General Meeting (Through Postal Ballot) in F. Y. 2016-17

MINUTES of the proceedings of Extra Ordinary General Meeting of M/s. ABC India Limited held at the Corporate Office of the Company at 40/8, Ballygunge Circular Road, Kolkata -700 019 on Monday, the 4th day of April, 2016 at 6.00 p.m. relating to the declaration of the result on the voting by Postal Ballot (Physical / E-voting) conducted pursuant to the Section 110 of Companies Act, 2013 and the Companies (Management & Administration) Rules, 2014 made thereunder and Regulation 44 of Securities & Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 on the Special Resolutions under Section 12 & 13 of the said Act as set out in the Notice dated 8th February, 2016.

PRESENT :

Mr. Anand Kumar Agarwal, Chairman
Mr. Mihir Mani Tripathi, Authorised Representative of M/s. ABC Financial Services Pvt Ltd. , Member
Mr. R. N. Yadav, Member
Mr. Bibhuti Bhusan Nayak , Member
Mr. Raveender Kumar Sharma, Member
Mr. Kamal Kumar Makharia, Member
Mr. Raj Kishor Agrawal, Member
Mr. Sanjay Agarwal, Company Secretary
Mr. S. K. Tibrewalla, Scrutinizer of the Postal Ballot Voting Process.

Mr. Anand Kumar Agarwal was voted to the Chair.

The Chairman stated that the Company, on 3rd March, 2016 had dispatched to all shareholders, a Notice dated 8th February, 2016 under Section 110 of the Companies Act, 1956, for obtaining the consent of shareholders to the following Special Resolution by means of Postal Ballot (Physical / E-voting):

RESOLUTION No. 1 : Shifting of the Registered Office from Guwahati in the state of Assam to Kolkata in the state of West Bengal and consequential amendment in Clause 2 of the Memorandum of Association.

“ **RESOLVED THAT** pursuant to the provisions of section 12, 13, 110 and other applicable provisions if any, of the Companies Act, 2013 and rules made there under and subject to the confirmation of the Central Government, power vested with the Regional Director and such permission, sanction or approval as may be required under the provisions of the said Act or under any other law for the time being in force, the consent of the members be and is hereby accorded to shift the Registered Office of the Company from Guwahati in the state of Assam to Kolkata in the state of West Bengal.

RESOLVED FURTHER THAT subject to the confirmation by the Regional Director, Eastern Region, Kolkata, the Memorandum of Association of the Company be altered/ amended by incorporating the words the “State of West Bengal” i.e. within the jurisdiction of the Registrar of Companies, West Bengal in substitution of and while deleting the words "State of Assam" in Clause - (2) thereof and the new clause (2) shall be read as under :

2: “ The Registered Office of the Company will be situated in the State of West Bengal. ”

RESOLVED FURTHER THAT upon confirmation of the Regional Director, North Eastern Region the Registered Office of the Company be shifted from Kedar Road, Guwahati – 781 001, Assam and be situated at Kolkata in the state of West Bengal.

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RESOLVED FURTHER THAT for the purpose of giving effect to this resolution, the Board of Directors of the Company be and is hereby authorized to execute all the requisite papers, deeds and documents and to do all such acts, deeds, matters and things as may be deemed necessary to give effect to the foregoing resolution including filing of application under Section 12 and 13 of the Companies Act 2013 before the Regional Director, North Eastern Region, Shillong and/or any other authority and to act for every purpose in connection therewith and/or incidental thereof as it may in its absolute discretion deem necessary or desirable for and on behalf of the Company.”

The Chairman stated that it was mentioned in the Notice dated 8th February, 2016 that the postal ballot form sent therewith should be returned by the shareholders duly completed so as to reach the Scrutinizer on or before 1st April, 2016 or that the Shareholders can cast their votes Electronically till 5.00 p.m. on 1st April, 2016 and that the Scrutinizer will submit his report to the Chairman on or before 4th April, 2016 after completion of scrutiny.

The Chairman thereafter stated that the Scrutinizer, Mr. Santosh Kumar Tibrewalla, had carried out the scrutiny of all postal ballot forms received physically and votes casted Electronically upto the close of working hour on 1st April, 2016 and that Mr. Santosh Kumar Tibrewalla had submitted his report dated 4th April, 2016 and that he being made responsible for the entire Postal Ballot process, had accepted the report.

The Chairman **announced the following result** of the postal ballot as per the Scrutinizer Report :

Sl. No.	Particulars	Resolution No. 1	
		No. of Postal Ballot / e-voting	No of shares voted
1	Total no of Postal ballot forms received	15	355975
2	Total no of e-voting confirmations	18	3133205
3	Less : Invalid Postal Ballot Forms / e-voting confirmations	5	796
4	Net Valid Postal Ballot / e-voting confirmations	28	3488384
5	Postal Ballot Forms/e-voting “Assent for the Resolution”	28	3488384
6	% of “Assent” with respect to the votes casted	100%	100%
7	Postal Ballot Forms/e-voting “Dissent for the Resolution”	-	-
8	% of “Dissent” with respect to the votes casted	-	-

The Chairman, thereafter stated that the Special Resolution set out in the Notice dated 8th February, 2016 was, therefore, duly **approved unanimously by the shareholders.**

Date of Entry : 15-04-2016

Certified true Copy

For ABC INDIA LTD.

Sanjay Agast

Company Secretary

Sd/-
CHAIRMAN

Date : 27-04-2016

Place : Kolkata