



# OPTO CIRCUITS (INDIA) LIMITED. (UNIT II) 100% EOU

5<sup>th</sup> September 2017

The Manager  
Department of Corporate Services  
Bombay Stock Exchange Ltd  
PJ Towers, Dalal Street  
Fort, MUMBAI - 400 001  
Script Code: 532391

The Manager  
National Stock Exchange of India Ltd  
Exchange Plaza  
Bandra Kurla Complex  
Bandra (E), MUMBAI - 400 051  
Script Code: OPTOCIRCUI

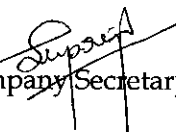
Dear Sir,

Sub: Summary of the proceedings of the 25<sup>th</sup> Annual General Meeting of the Company.

In terms of the applicable provisions of the Listing Regulations, Please take on record the enclosed summary of the proceedings of the 25<sup>th</sup> Annual General Meeting of the Company held on 5<sup>th</sup> September 2017 at the registered office of the Company.

Thanking you,

Yours faithfully,  
For Opto Circuits (India) Limited.

  
Company Secretary.

Encl: a/a.

CIN: L85110KA1992PLC013223



# OPTO CIRCUITS (INDIA) LIMITED. (UNIT II) 100% EOU

## Summary of the proceedings of the 25<sup>th</sup> Annual General Meeting of the Company

The 25<sup>th</sup> Annual General Meeting of the Company was held on Tuesday, September 05, 2017 at 11.00 AM at the registered office of the company situated at Plot No. 83, Electronic City, Bangalore 560 100.

The meeting was chaired by Mr. Vinod Ramnani, Chairman.

Chairman welcomed all the Shareholders, Directors and others at the 25<sup>th</sup> Annual General Meeting and introduced the persons sitting on the dais. In aggregate 44 Members were present in person and 01 through proxy. The requisite quorum being present, the Chairman called the meeting to order. The requisite registers and documents referred to in the notice were available for inspection during the meeting. With permission of the Members the Notice convening the 25<sup>th</sup> AGM was taken as read.

The Chairman addressed the members present by giving an over view of the performance of the Company.

Thereafter, the Company Secretary read the Auditor's Report.

After the Auditor's Report was read by the Company Secretary, the Chairman informed the members that the Company had provided Remote E - Voting facility to all the Members entitled to cast their votes (i.e. persons who were Members as on August 29, 2017, being the cutoff date) on all the resolutions as set out in the Notice of the AGM during the period from September 01, 2017 to September 04, 2017 as per the provisions of the Companies Act, 2013 read with Rules framed there under. He informed that Mr. Vijayakrishna K.T., Company Secretary in practice was appointed as scrutinizer to conduct E voting and Poll at the AGM, in fair and transparent manner. Since Mr. Vijayakrishna was unwell Mr. Parameshwar Bhat, Practicing Company Secretary was authorized to conduct Poll at the meeting venue.

Chairman requested the Members, who have not cast their vote and are present at the meeting, to sign and drop the poll paper in the ballot box.

Members were informed that the Scrutinizer would give his report about both the e voting and physical voting conducted at AGM and the voting results would be submitted to the Stock Exchanges and shall be placed at the website of the company i.e. [www.optoindia.com](http://www.optoindia.com)

Chairman highlighted all the following items in the notice once again, although e-voting on the said items were already completed.

## ORDINARY BUSINESS

### **Item No. 1- Ordinary Resolution.**

To receive, consider and adopt the Audited Financial Statement of the Company (including Consolidated Financial Statements) for the financial year ended March 31, 2017 together with the Board's Report including Secretarial Report and Auditors Report.

### **ITEM NO. 2 Ordinary Resolution.**

To appoint Dr. Suchitra Misra, (DIN:02254365) who retires by rotation and being eligible, offers herself for reappointment.

CIN: L85110KA1992PLC013223



# OPTO CIRCUITS (INDIA) LIMITED. (UNIT II) 100% EOU

**Item No. 3 Ordinary Resolution.**

To appoint Mr. Vinod Ramnani, (DIN:01580173) who retires by rotation and being eligible, offers himself for reappointment.

**Item No. 4 Ordinary Resolution.**

To appoint Messrs. B.V. Swami & Co., Chartered Accountants, as the Statutory Auditors of the Company.

**SPECIAL BUSINESS**

**Item No. 5 Special Resolution.**

To appoint Mr. Somadas G.C. (DIN 00678824) as Managing Director of the Company.

**Item No. 6 Ordinary Resolution.**

To appoint Mr. Nanjappaiah Madgondapalli Ramu (DIN: 07268616) as Director of the Company.

**Item No. 7 Ordinary Resolution.**

To appoint Mr. Nanjappaiah Madgondapalli Ramu (DIN: 07268616) as an Independent Director of the Company.

**Item No. 8 Special Resolution.**

To reappoint Mr. Rajkumar Tulsidas Raisinghani, (DIN: 01411084), as an Independent Director of the Company.

**Item No. 9 Special Resolution.**

Issue of further Shares on Stock Swap basis to the Shareholders of Opto Eurocor Healthcare Limited.

**Item No. 10 Special Resolution.**

Issue of further Shares on Preferential Basis to Non Promoter/s.

**Item No. 11 Ordinary Resolution.**

Fees for delivery of any document through a particular mode of delivery to a Member

The Chairman then explained the objective and implications of the Resolutions before putting them to vote at the meeting. Each of the Resolutions were proposed and seconded by the member.

During the course of the meeting, Chairman being interested in respect of item No. 3 entrusted the conduct of the proceedings to Mr.Somadas GC, Managing Director. Mr. Vinod Ramnani resumed the chair after the item of business was transacted

For the Item No.10 Mr.Somadas GC brought to the attention of Chairman and Members to rectify the typo error and read the resolution as Members are requested to read the resolution as Issue of further Shares on Preferential Basis to Non Promoter/s. The word Associate is replaced with Non promoter. Members noted the same.

Before ordering the poll, Chairman invited the shareholders for their queries and observations. Certain queries raised were suitably replied to.

CIN: L85110KA1992PLC013223

Plot No. 83, First Floor, Electronics City, Bangalore - 560 100.

Phone : +91-80-28521040-41-42 Fax : +91-80-28521094

E-mail : oci@optoindia.com, info@optoindia.com Web: www.optocircuits.com



# OPTO CIRCUITS (INDIA) LIMITED. (UNIT II) 100% EOU

Thereafter chairman ordered the poll and requested members to cast their vote and to sign and submit the poll paper in the ballot box.

The Chairman thanked the Shareholders for attending the meeting. Meeting was concluded at 12.00 Noon with vote of thanks.

For Opto Circuits (India) Limited.,

  
Supriya Kulkarni  
Company Secretary.

\*\*\*

CIN: L85110KA1992PLC013223

Plot No. 83, First Floor, Electronics City, Bangalore - 560 100.  
Phone : +91-80-28521040-41-42 Fax : +91-80-28521094  
E-mail : oci@optoindia.com, info@optoindia.com Web: www.optocircuits.com