



inspired by tomorrow

EMCO LIMITED

Corporate Division

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September 25, 2013

To,  
Bombay Stock Exchange Ltd.  
Phiroze Jeejeebhoy Towers,  
Dalal Street, Fort  
Mumbai – 400 001

To,  
National Stock Exchange of India Ltd.  
Exchange Plaza,  
Bandra – Kurla Complex,  
Bandra (East), Mumbai 400 051

Security Code BSE: 504008 (Equity)  
946054 (Debentures)

Security Symbol NSE: EMCO

**Subject: Outcome of the 48<sup>th</sup> Annual General Meeting held on September 25, 2013 at the registered office of the Company**

Dear Sir,

In reference to the captioned subject, this is to inform you that the members of the Company in the Annual General Meeting held on Wednesday, September 25, 2013 at the registered office of the Company have accorded their approval to the following Ordinary and Special businesses, which were mentioned in the notice of the Annual General Meeting dated May 9, 2013:

**ORDINARY BUSINESS:**

**Item No 1:**

To receive, consider and adopt the Audited Balance Sheet as at March 31, 2013, Statement of Profit and Loss for the year ended on that date and the Reports of the Board of Directors and Auditors thereon;

The following resolution was proposed as Ordinary Resolution by Mr. Shailesh S Jain and was seconded by Mr. Ashok Khivsara.

**“RESOLVED THAT** the Audited Balance Sheet of the Company as at March 31, 2013, the Audited Statement of Profit and Loss for the year ended on that date together with the Schedules to and notes thereon and the Reports of the Board of Directors and Auditors thereon; standalone as well as consolidated, be and are hereby approved and adopted.”

The aforesaid resolution on being put to vote was adopted unanimously by show of hands.

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**Item No 2:**

**To declare dividend of Re. 0.20 paisa per share (@ 10%) on 6, 51,36,860 Equity Shares of Rs. 2/- each fully paid up**

The following resolution was proposed as Ordinary Resolution by Mr. V L Bangali and was seconded by Mr. R P Kulkarni.

**“RESOLVED THAT** pursuant to the recommendation by the Board of Directors of the Company made at their meeting held on May 9, 2013, dividend for the financial year ended on March 31, 2013 Rs. 0.20 paisa per share (i.e. @10%) on 6,51,36,860 Equity Shares of Rs. 2/- each fully paid up, thus amounting to Rs. 1,30,27,372/- (Rupees One Crores Thirty Lakhs Twenty-Seven Thousand Three Hundred and Seventy Two only) be and is hereby declared, and the same be paid to those Members of the Company whose names appear in the Register of Members on September 16, 2013 or who are notified as beneficiaries by the Depositories as of the close of the business hours on September 13, 2013.”

The aforesaid resolution on being put to vote was adopted unanimously by show of hands.

**Item No 3:**

**An ordinary resolution for re-appointment of Mr. Shyamsunder V. Deo, who retires by rotation and being eligible, offers himself for re-appointment, as Director of the Company**

The following resolution was proposed as Ordinary Resolution by Mr. Ashok Khivsara and was seconded by Mr. V D Patil.

**“RESOLVED THAT** Mr. Shyamsunder V. Deo, Director of the Company, who retires by rotation and being eligible has offered himself for re-appointment, be and is hereby re-appointed as a Director of the Company liable to retire by rotation.”

The aforesaid resolution on being put to vote, was adopted unanimously by show of hands.

**Item No 4:**

**An ordinary resolution for re-appointment of Mr. Bheru Choudhary, who retires by rotation and being eligible, offers himself for re-appointment, as Director of the Company**

The following resolution was proposed as Ordinary Resolution by Mr. Y Y Rane and was seconded by Mr. Prashant Umbre.

Products and Solutions for Power Generation, Transmission, Distribution Utilities & Industry **“RESOLVED THAT** Mr. Bheru Choudhary, Director of the Company, who retires by rotation and



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being eligible has offered himself for re-appointment, be and is hereby re-appointed as a Director of the Company liable to retire by rotation."

The aforesaid resolution on being put to vote, was adopted unanimously by show of hands.

**Item No 5:**

**An ordinary resolution for re-appointment of M/s P. Raj & Co., Chartered Accountants, Mumbai and M/s Chaturvedi & Shah, Chartered Accountants, Mumbai, the retiring Auditors, as Joint Statutory Auditors of the Company and to fix their remuneration.**

The following resolution was proposed as Ordinary Resolution by Mr. V L Bangali and was seconded by Mr. J H Choudhary.

"RESOLVED THAT pursuant to section 224 of the Companies Act, 1956, M/s P. Raj & Co. Chartered Accountants, registered firm of Institute of Chartered Accountants of India, having firm registration number 108310W and M/s. Chaturvedi & Shah, Chartered Accountants, registered firm of Institute of Chartered Accountants of India, having firm registration number 101720W (the retiring auditors), be and are hereby appointed as Joint Statutory Auditors of the Company, to hold the office from the conclusion of this meeting until the conclusion of the next Annual General Meeting of the Company on a remuneration as may be decided by the Board of Directors in consultation with Joint Statutory Auditors.

RESOLVED FURTHER THAT any one of the Directors and the Company Secretary of the Company be and are hereby severally authorized to do such other acts, deeds and things as are hereby necessary to give effect to the above resolution."

The aforesaid resolution on being put to vote, was adopted unanimously by show of hands.

**SPECIAL BUSINESS:**

**Item No 6:**

**An Ordinary Resolution for contribution towards donation to EMCO Foundation for Corporate Social Responsibility (CSR) activities.**

The following resolution was proposed as Ordinary Resolution by Mr. Abhay Kulkarni and was seconded by Mr. Ashok Khivsara.

"RESOLVE THAT pursuant to the provision of Section 293(1)(e) of the Companies Act, 1956 and other applicable provisions, if any, of the said act, consent of the Company be and is hereby accorded to the Board of Directors of the Company to make contribution towards donation to EMCO Foundation for Corporate Social Responsibility (CSR) activities not directly relating to the business of the Company or the welfare of its employees, of Rs 25,00,000/- for



the financial year 2013-14.”

The aforesaid resolution on being put to vote, was adopted unanimously by show of hands.

There being no other business to transact, the meeting was terminated with a vote of thanks to the Chair.

Thanking you,

For EMCO Limited



Praveen Kumar

Company Secretary

