



2 May, 2017

BSE Limited
Listing Department,
Phiroze Jeejeebhoy Towers,
Dalal Street,
Mumbai 400 001

National Stock Exchange of India Limited
Listing Department,
Exchange Plaza, 5th Floor,
Plot No. C/1, G Block,
Bandra Kurla Complex,
Bandra (East) , Mumbai-400 051

E-mail – corp.relations@bseindia.com
Scrip Code : 500150

E-mail – cmlist@nse.co.in
Scrip code : FOSECOIND

Dear Sirs,

Sub: Proceedings of the 60th AGM of the Company

We wish to inform you that the 60th Annual General Meeting (AGM) of the Company held on Thursday, 27 April, 2017, at the Registered Office of the Company at Gat Nos. 922 & 923, Sanaswadi, Taluka Shirur, District Pune-412 208.

Please find enclosed herewith the Summary of the Proceedings of the AGM, **marked Annexure A**.

Pursuant to Regulation 44 the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company has filed the combined results of the e-voting, along with the Scrutinizer's Report with the Stock Exchanges on 27 April, 2017. Please note that all the Resolutions were passed with requisite majority. The Scrutinizer's Report is also available on the Company's website www.fosecoindia.com.

Kindly take the same on record.

Yours faithfully,

For **FOSECO INDIA LIMITED**

Mahendra Kumar Dutia
Controller of Accounts and Company Secretary



Sub: Summary of the Proceedings of the 60th AGM of the Company

The 60th Annual General Meeting (AGM) of the Company was held on Thursday, 27 April, 2017 at 1200 Hours (IST) at the Registered Office of the Company at Gat Nos. 922 & 923, Sanaswadi, Taluka Shirur, District Pune-412 208.

Mr. Pradeep Mallick, Chairperson, chaired the Meeting.

Mr. Ajit Shah, Chairperson of the Audit Committee and the Nomination & Remuneration Committee, Ms. Merryl Durrenbach and Mr. Sanjay Mathur, Managing Director, were the other Directors present at the Meeting. The representatives of the Statutory Auditors and the Secretarial Auditors were also present at the Meeting.

After ascertaining that the requisite quorum for the Meeting was present, the Chairperson called the Meeting to order. He then informed that the Company had not received any proxy. However, the Company has received 3 representations under Section 113 of the Companies Act, 2013, from the Promoter and Promoter Group Companies. Their representatives are present here.

The Chairperson further informed the Members that the requisite documents are kept open for inspection by any person attending the Meeting.

Thereafter, the Chairperson took up the formal agenda as per the Notice of the AGM and with the permission of the Members present, the AGM Notice, the Directors' Report and the Audited Annual Accounts were taken as read.

The Chairperson informed the Members that the Auditor's Report on the Annual Accounts of the Company for the financial year ended 31 December, 2016 did not contain any qualifications, observations or comments on financial transactions or matters, having an adverse effect on the functioning of the Company. Since there were no such qualifications, observations or comments, the Auditor's Report was taken as read.

The Chairperson then read out his statement giving an overview of the performance of the Company.

The Chairperson then stated that the Company has provided its Members facility to exercise their right to vote on Resolutions proposed to be considered at the 60th AGM by electronic means. The remote e-voting period began on **Sunday, 23 April, 2017 at 1000 Hours (IST)** and ended on **Wednesday, 26 April, 2017 at 1700 Hours (IST)**. During this period, Shareholders' of the Company, who held shares either in physical form or in dematerialised form, as on the cut-off date being **Thursday, 20 April, 2017** were eligible to vote by electronic means or at the AGM. Further, all those Members who are present here can cast their votes by means of a poll that will be taken up immediately after the conclusion of this Meeting, in respect of all the Resolutions. Members who have already cast their votes electronically (through remote e-voting system) were requested to abstain from the polling process as the votes cast through remote e-voting shall prevail and voting at the Meeting will be treated invalid.



He further informed that the Company has appointed Rajesh Karunakaran, Practicing Company Secretary (Membership No. FCS 7441, CP No. 6581), as the Scrutinizer, to scrutinise the e-voting process, in a fair and transparent manner.

The following items of business as stated in the Notice of the AGM were then transacted at the Meeting:

**Resolution Subject Matter of the Resolution
No.**

1. Adoption of the Annual Accounts and Reports thereon for the year ended 31 December, 2016
2. Confirmation of payment of Interim Dividends and declaration of Final Dividend on Equity Shares
3. Appointment of Mr. Glenn Allan Cowie as a Director of the Company who retires by rotation
4. Appointment of the Statutory Auditors and to fix their remuneration
5. Ratification of the remuneration payable to the Cost Auditor for the year 2017

Based on the Scrutinizer's Report dated 27 April, 2017, all the items of business mentioned above were passed by the Members with requisite majority.

