



GRAPHITE INDIA LIMITED

REGD. & H.O. : 31, CHOWRINGHEE ROAD, KOLKATA - 700 016, W.B., INDIA
PHONE : 91 33 4002 9600, 2226 5755 / 4942 / 4943 / 5547 / 2334, 2217 1145 / 1146
FAX : 91 33 2249 6420, E-mail : gilro@graphiteindia.com
WEBSITE : www.graphiteindia.com, CIN : L10101WB1974PLC094602

GIL:SEC:19/20:
July 4, 2019

Bombay Stock Exchange Limited
The Corporate
Relationship Department
1st Floor, New Trading Ring,
Rotunda Bldg., P.J.Towers,
Dalal Street, Mumbai 400 001.
DCS-CRD
Scrip Code - 509488
Corp.relations@bseindia.com

The Manager
Listing Department
National Stock Exchange
Exchange Plaza, 5th Floor,
Plot No-C/1, G Block,
Bandra-Kurla Complex,
Bandra (E)
Mumbai 400 051
cmli@nse.co.in

Sir,

Sub: 44th Annual General Meeting of the Company held on 3rd July, 2019

Ref: Regulation 30 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015

In terms of Regulation 30 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, we are enclosing herewith a summary of the proceedings of 44th Annual General Meeting (AGM) of the Company held on Wednesday, the 3rd day of July, 2019 at 10.30 a.m. at Shripati Singhania Hall, Rotary Sadan, 94/2 Chowringhee Road, Kolkata-700 020.

You are requested to please take the same on record and confirm.

Thanking you,

Yours faithfully,
For Graphite India Limited


B. Shiva
Company Secretary

Encl : as above.

GRAPHITE INDIA LIMITED

Summary of the proceedings of the 44th Annual General Meeting

The 44th Annual General Meeting (AGM) of the members of Graphite India Limited (GIL) was convened at 10.30 a.m on Wednesday, 3rd July, 2019 Shripati Singhania Hall, Rotary Sadan, 94/2 Chowringhee Road, Kolkata- 700 020 (Near Rabindra Sadan Metro Station). Mr. K K Bangur, Chairman, chaired the meeting.

The quorum being present, the Chairman called the meeting to order. There were 845 members present in person or through proxy and the quorum was present throughout the meeting. The Chairman delivered his speech to the shareholders. The Chairman put forth the items to be transacted before the meeting as set out in the Notice of 44th AGM and invited the Members' queries/comments or seek clarifications on the agenda items, if any. Thereafter, he responded to the queries/comments of the Members.

It was informed that the facility of casting votes by-

- a) remote e-voting was provided to Members from 30th June, 2019 (9.00 A.M. IST) and ended on 2nd July 2019 (5.00 P.M. IST) and
- b) facility for voting through ballot paper was made available at the AGM to enable members attending the meeting who had not cast their vote electronically to exercise their right to vote at the meeting venue.

The following items of business were transacted at the 44th AGM:

Ordinary Business:

1. Consider and adopt the Audited Financial Statement of the Company and Audited Consolidated Financial Statement for the financial year ended 31st March, 2019 and the Reports of Directors and Auditors thereon.
2. Confirm payment of interim dividend and declare final dividend on equity shares for the year ended 31st March, 2019.
3. Appointment of a Director in place of Mr. J D Curavala, (DIN 00277426) who retired by rotation and being eligible, offered himself for re-appointment. (Special Resolution).

Special business:

4. Re-appointment of Mr. N S Damani (DIN: 00058396) as an Independent Director for a second term of five(5) consecutive years i.e. from 1st April 2019 up to 31st March 2024. (Special Resolution).
5. Re-appointment of Mr. N Venkataramani (DIN: 00367193) as an Independent Director for a second term of five(5) consecutive years i.e. from 1st April 2019 up to 31st March 2024. (Special Resolution).
6. Appointment of Mr. A V Lodha (DIN: 00036158) as a Non Executive Non Independent Director of the Company liable to retire by rotation. (Ordinary Resolution).
7. Re-appointment of Mr. M B Gadgil (holding DIN 01020055) as a Whole-time Director of the Company designated as "Executive Director" for a period of one year effective from 1st July, 2019. (Ordinary Resolution).

8. Authority to Board of Directors, pursuant to Regulation 17(6)(ca) of SEBI (Listing Obligations & Disclosures Requirements) Regulations, 2015 as amended by SEBI (Amendment) Regulations, 2018 and other applicable provisions, if any, to pay commission of Rs. 20 crore to Mr. K K Bangur, Non Executive Chairman of the Company which is in excess of fifty percent of the total annual remuneration by way of commission (Rs. 21,02,50,000) payable in aggregate to all non-executive directors, for the financial year 2018-2019. (Special Resolution)
9. Approve remuneration payable to Cost Auditors for financial year ended 31.03.2019 (Ordinary Resolution).
10. Approve issue of Non-convertible Debentures/bonds upto Rs. 5000 crore for cash at par on private placement basis (Special Resolution).

Details of e voting/voting through ballot paper will be informed to Stock Exchanges separately.


B Shiva
Company Secretary