

zandu realty limited

Ref: EIL/ZRL/SECRETARIAL/2017-18/832

21st September, 2017

The General Manager

Department of Corporate Services BSE Limited Phiroze S Jeejeebhoy Towers, Dalal Street, Mumbai – 400 001

Scrip Code: 506720

The Secretary

The National Stock Exchange of India Ltd Exchange Plaza,
Bandra Kurla Complex
Bandra (E),
Mumbai – 400 051.
Scrip Code: ZANDUREALT

Dear Sir,

Sub: Outcome of 98th Annual General Meeting held on 21st September, 2017 in terms of Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

Pursuant to Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we enclose herewith the summary of proceedings of the 98th Annual General Meeting of the Company held on 21st September, 2017.

Please take the same on record.

Thanking you.

Yours faithfully,

For Zandu Realty Limited

Priyanka Mundha

Priyanka Mundhra Company Secretary

ACS 46331

Encl: As above



SUMMARY OF THE PROCEEDINGS OF THE 98TH ANNUAL GENERAL MEETING HELD ON 21ST SEPTEMBER, 2017

The 98th Annual General Meeting ("AGM") of the members of the Zandu Realty Limited ('the Company') was held on Thursday, 21st September, 2017 at 12.00 Noon at Emami Tower, 687 Anandapur, E.M.Bypass, Kolkata – 700107 and concluded at 12:30 P.M.

- As per Article 103 of the Article of Association of the Company, the Directors present elected Mr. Hari Mohan Marda as the Chairman of the meeting. Mr. Hari Mohan Marda took the Chair.
- 55 Members were present in person or through proxy at the Meeting. The requisite quorum being present, the Chairman called the meeting to order.
- All the Directors of the Company attended the meeting except Mr. Abhijit Datta and Aditya Poddar.
- The Chairman delivered his speech on the performance of your Company in fiscal year 2016-17 and future outlook.
- With the consent of the Members, the Notice convening the Annual General Meeting, the Director's Report and the Accounts for the financial year ended 31st March, 2017 were taken as read. As there were no qualifications in the Audit Report, it was not required to be read.
- The Chairman informed that the Company had provided the Members the facility to cast their vote electronically, on all resolutions set forth in the Notice.
- Members who were present at the AGM and had not casted their votes electronically were provided an opportunity to cast their votes at the end of the meeting after all the matters have been deliberated upon by the members.

Thereafter, the following items of business, as per the Notice of AGM dated 3rd May, 2017 were proposed and seconded by the Members at the meeting:

Ordinary Business:

 Ordinary Resolution for adoption of Audited Financial Statements of the Company for the financial year ended 31st March, 2017 and the Reports of the Board of Directors and Auditors thereon.





- 2. Ordinary Resolution for appointment of Mr. Sandeep Jhunjhunwala (DIN: 06433099) who retires by rotation and being eligible offers himself for reappointment.
- Ordinary Resolution for ratification of appointment of M/s S.K. Agrawal & Co., Chartered
 Accountants, as the Statutory Auditors of the Company to hold office till the conclusion of
 next AGM of the Company and authorise Board of Directors to fix their remuneration.

Special Business:

 Special Resolution for variation in the terms of remuneration of Mr. Sandeep Jhunjhunwala, Manager & CFO.

Mr. Raj Kumar Banthia, Partner of MKB & Associates, Practicing Company Secretaries was appointed as the Scrutinizer for ensuring voting being carried out in fair and transparent manner. The Chairman, thereafter, informed the Members that the results of remote e-voting and voting done at the AGM along with consolidated Scrutiniser's Report shall be informed to the Stock Exchanges and also shall be placed on the website of the Company within 48 hours from the conclusion of the AGM.

As all the business of the Meeting was completed, the Chairman declared the meeting as concluded. The Chairman thanked all the Members present at the meeting and for taking active interest in the working of the Company.

Thanking you.

Yours faithfully,

For Zandu Realty Limited

Jeryanka Mundha

Priyanka Mundhra Company Secretary

ACS 46331