



zandu realty limited

Ref: EIL/SECRETARIAL/ZRL/2016-17/1113

29/09/2016

The General Manager

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

The Secretary

The National Stock Exchange of India
Limited
Exchange Plaza,
Bandra Kurla Complex
Bandra (E), Mumbai – 400 051.

Dear Sir,

Sub: Outcome of 97th Annual General Meeting held on 29th September, 2016

Pursuant to Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we enclose herewith the summary of proceedings of the 97th Annual General Meeting of the Company held on 29th September, 2016.

Please take the same on record.

Thanking you

Yours truly,

For **Zandu Realty Limited**


Swetha Mukherjee
Company Secretary

SUMMARY OF THE PROCEEDINGS OF THE 97TH ANNUAL GENERAL MEETING
HELD ON 29TH SEPTEMBER, 2016

The 97th Annual General Meeting ("AGM") of the members of the Zandu Realty Limited ('the Company') was held on Thursday, 29th September, 2016 at 11.00 a.m. at Emami Tower, 687 Anandapur, E.M.Bypass, Kolkata – 700107 and concluded at 11.45 A.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.
- 34 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 Mr. Aditya Poddar.
- The Chairman delivered his speech on the performance of your Company in fiscal year 2015-16 and future outlook.
- 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.

The following items of business, as per the Notice of AGM dated 27th May, 2016 were transacted at the meeting:

Ordinary Business:

1. Ordinary Resolution for adoption of Audited Financial Statements of the Company for the financial year ended 31st March, 2016 and the Reports of the Directors and Auditors thereon.
2. Ordinary Resolution for appointment of Mr. Sandeep Jhunjunwala (DIN: 06433099) who retires by rotation and being eligible offers himself for reappointment.

Sneha Mukherjee



3. 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:

4. Special Resolution for variation in the terms of remuneration of Mr. Sandeep Jhunjhunwala, Manager & CFO.
5. Special Resolution for increase in borrowing limits u/s 180(1)(c) of the Companies Act, 2013.
6. Special Resolution for creation of charge/mortgage on the assets of the Company u/s 180(1)(a) of the Act.
7. Ordinary Resolution for approval of related party transactions.
8. Ordinary Resolution for approval to contribute and/or donate to bonafide charitable and other funds/activities.

The Chairman informed the members that the results of remote e-voting and voting done at the AGM along with consolidated scrutiniser's report shall be announced within 2 days from the conclusion of the AGM at the registered office of the Company and will also be displayed on the website of the Company and communicated to the Stock Exchanges.

The Chairman thanked all the members for their presence and support and the AGM was concluded at 11.45 A.M.

Thanking you
Yours truly,
For Zandu Realty Limited

Swetha Mukherjee
Swetha Mukherjee
Company Secretary

