



September 6, 2016

Corporate Relationship Department,  
BSE Limited,  
New Trading Wing,  
Rotunda Building, P J Towers,  
Dalal Street, Fort,  
Mumbai – 400 001.

Dear Sir,

**Sub: Outcome of 19<sup>th</sup> Annual General Meeting of the Company**

**Ref: AUNDE INDIA LIMITED (STOCK CODE: 532459)**

This is to inform you that the Members of the Company has discussed following matters at their 19<sup>th</sup> Annual General Meeting, held on 6<sup>th</sup> September, 2016 at the Registered Office of the Company :

1. Adoption of Financial Statements;
2. Reappointment of Mr. Rolf Konigs, who was retiring by rotation;
3. Appointment of M/s. Majibail & Co., Chartered Accountants, as Statutory Auditors of the Company;
4. Regularization of appointment of Mr. Bheemanna Chikkerur as Director of the Company;
5. Approval of Remuneration payable to Mr. Ajay Anand, Managing Director ;
6. Approval to Increase Borrowing Powers of the Company and Creation of Charge/Providing of Security;
7. Approval of Related Party Transactions.

You are requested kindly to take the same on record.

Thanking you,

Yours faithfully  
For AUNDE India Limited

(Jovita Reema Mathias)  
DGM-Legal & Company Secretary





October 4, 2016

Corporate Relationship Department,  
BSE Limited,  
New Trading Wing,  
Rotunda Building, P J Towers,  
Dalal Street, Fort,  
Mumbai – 400 001

Dear Sirs,

**Sub: Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015: Proceedings of 19<sup>th</sup> Annual General Meeting of the Company**

**Ref: AUNDE India Limited (Stock Code 532459).**

Pursuant to Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, please find enclosed herewith a copy of the proceedings of the 19<sup>th</sup> Annual General Meeting of the Company held on 6<sup>th</sup> September, 2016 at the Registered Office of the Company, Plot No. 146, Waghdhara Village Road, Dadra – 396 193, Union Territory of Dadra & Nagar Haveli.

Please note that we had already filed Outcome of 19<sup>th</sup> Annual General Meeting and voting results alongwith Scrutinizer's Report of the Company on 6<sup>th</sup> September, 2016 and 8<sup>th</sup> September, 2016 respectively.

You are requested to kindly take the same on record and bring it to the notice of your constituents.

Thanking you,

For Aunde India Limited

(Jovita Reema Mathias)

DGM- Legal & Company Secretary



Encl: Copy of the proceedings of 19<sup>th</sup> AGM



**PROCEEDINGS OF THE 19TH ANNUAL GENERAL MEETING OF AUNDE INDIA LIMITED HELD ON TUESDAY, 6<sup>TH</sup> SEPTEMBER, 2016 AT 11.30 A.M. AT THE REGISTERED OFFICE OF THE COMPANY, PLOT NO. 146, WAGHDHARA VILLAGE ROAD, DADRA – 396 193, UNION TERRITORY OF DADRA & NAGAR HAVELI.**

**Sitting on the dais**

Mr. Bheemanna Chikkerur	Non-Executive Director
Mr. Ankit Madhwani	Group CFO
Ms. Jovita Reema Mathias	DGM-Legal & Company Secretary

**In attendance:**

Mr. Sanjay Dholakia	Secretarial Auditor and Scrutinizer for e-voting & Poll – Sanjay Dholakia & Associates
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**Chairman**

In absence of Mr. Ajay Anand, Chairman & Managing Director of the Company, Mr. Ankit Madhwani was elected as the Chairman to conduct the proceeding of the 19<sup>th</sup> Annual General Meeting. Mr. Ankit Madhwani took the chair and welcomed the Members to the 19<sup>th</sup> Annual General Meeting of the Company.

**Attendance and Quorum**

The Authorized Representatives of Six (6) Bodies Corporates holding 74,84,381 Equity Shares aggregating to 69.80% were recorded their attendance, while 15 Members (including 1 represented through proxy) were present in person.

The Chairman declared the meeting as validly convened on the basis of advice from the Company Secretary that the requirement of the quorum as per Section 103 of the Companies Act, 2013 and Secretarial Standard-2 issued by the Institute of Company Secretaries of India, was fulfilled.

**Introduction**

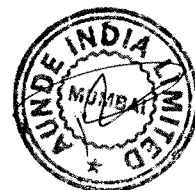
At the outset, the Chairman briefly introduced himself and people on the dais, Mr. Bheemanna Chikkerur, who was appointed as an Additional Director on the Board of the Company w.e.f 21<sup>st</sup> December, 2015 and Ms. Jovita Reema Mathias, DGM-Legal & Company Secretary of the Company.

**Proceeding:**

The Chairman announced that the Statutory Registers, Proxy Registers, Auditors Report and Secretarial Audit Report and inspection documents were available for inspection during the Annual General Meeting.

The Chairman took up the formal proceedings of the meeting. With the permission of the Members present Chairman took the Notice of the 19<sup>th</sup> Annual General Meeting, Directors Report and Auditors Report as read.

The Chairman thereafter proceeded with the Agenda mentioned in the Notice of the 19<sup>th</sup> Annual General Meeting. The Brief description of the resolution is as follows:





## Ordinary Business:

1. Adoption of audited financial statements for the year ended 31<sup>st</sup> March, 2016
2. Reappointment of Mr. Rolf Konigs as Director, retiring by rotation
3. Reappointment of Auditors

## Special business:

4. Appointment of Mr. Bheemanna Chikkerur as Director
5. Approval of remuneration payable to Mr. Ajay Anand, Managing Director in case of no profits or inadequacy of profits
6. Approval to increase Borrowing powers of the Company and creation of Charge/providing of Security
7. Approval of Related Party Transactions.

The Chairman provided a fair opportunity to the Members of the Company who are entitle to vote to seek clarifications and/or offers comments related to the items of business and same were adequately addressed.

Some of the members raised queries regarding dividend policy, operations of the Company and future plans of the Company which were replied by the Chairman.

Then he informed the Members that the company had provided electronic voting facility to the members to vote between 3<sup>rd</sup> to 5<sup>th</sup> September 2016 in proportion to their shareholding as on record date 29<sup>th</sup> August, 2016 and those members attending the AGM and eligible to vote were also given opportunity to vote through ballot voting.

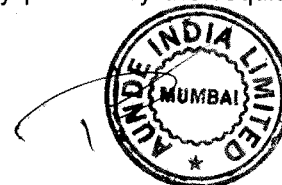
The Chairman thereafter, ordered the poll on all Resolutions for the ordinary and special businesses as set out in item No. 1 to 7 of the Notice of the 19<sup>th</sup> Annual General Meeting and requested all the members and proxy holders present and entitled to vote to participate in the ballot. He further informed the Members that Mr. Sanjay Dholakia (FCS 2655 and CP: 1798), Proprietor of M/s. Sanjay Dholakia & Associates, Practising Company Secretaries was appointed as Scrutinizer to scrutinize the ballot process and requested Mr. Sanjay Dholakia to conduct the ballot and submit his report thereafter on e-voting and ballot voting.

The poll was conducted as per the provisions of the Companies Act, 2013 and Rules made there under. The Scrutinizer will issue separate Scrutinizer's Report on the result of e-voting together with the ballot taken at the AGM. The said reports will be submitted to the Chairman of the AGM. On the basis of the Scrutinizer's Report, the Chairman will declare the results of the voting on resolutions mentioned in the notice of 19<sup>th</sup> AGM of the Company which will be submitted to BSE Ltd and will be posted on the website of the Company [www.aundeindia.com](http://www.aundeindia.com).

The Chairman thanked the Members for attending and participating and concluded the meeting.

### **Result of the e-voting between 3rd September, 2016 (9.00 am) and 5th September, 2016 (5.pam) and voting through Ballot Paper at the 19th Annual General Meeting of the Company held on Tuesday, 6th September, 2016 on the Ordinary and Special Businesses**

On the basis of the Scrutinizer's Report for the Voting through Ballot Paper at the 19<sup>th</sup> Annual General Meeting on 6th September, 2016 and for the e-voting between 3rd September, 2016 (9.00 am) and 5th September, 2016 (5.00 pm), the results were declared on 8<sup>th</sup> September, 2016 and the summery of which is mentioned hereunder. All the Resolutions for the Ordinary and Special businesses as set out in Item No. 1 to 7 in the Notice of the 19<sup>th</sup> Annual General Meeting of the company were duly passed by the requisite majority.



Date of the AGM	6 <sup>th</sup> September 2016
Total number of shareholders on record date	1873
No. of shareholders present in the meeting either in person or through proxy: Promoters and Promoter Group: Public:	Promoter and Promoter Group: 3 Public: 18
No. of Shareholders attended the meeting through Video Conferencing Promoters and Promoter Group: Public	No Video Conferencing facility was provided

**Detail of Agenda:**

**Mode of voting: Remote E-voting as provided by NSDL and the polling process at the AGM.**

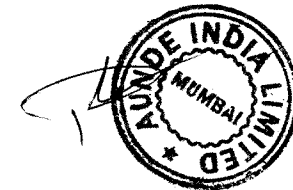
**Item No. 1 - Adoption of Audited Financial Statements together with Director's Report and Auditors Report thereon for the year ended 31<sup>st</sup> March, 2016.**

Resolution required: (Ordinary/Special)			Ordinary Resolution					
Whether promoter/ promoter group are interested in the agenda/resolution?			No.					
Category	Mode of Voting	No. of shares held (Total) (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes - in favour (4)	No. of Votes - against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	8014201	1297576		1297576	0	100.00	0.00
	Poll		4596900		4596900	0	100.00	0.00
	Postal Ballot (if applicable)		N.A.		N.A.	N.A.	N.A.	N.A.
	<b>Total</b>		<b>5894476</b>	<b>73.55</b>	<b>5894476</b>	<b>0</b>	<b>100.00</b>	<b>0</b>
Public-Institutions	E-Voting	300	0		0	0	0.00	0.00
	Poll		0		0	0	0.00	0.00
	Postal Ballot (if applicable)		N.A.		N.A.	N.A.	N.A.	N.A.
	<b>Total</b>		<b>0</b>	<b>0.00</b>	<b>0</b>	<b>0</b>	<b>0.00</b>	<b>0.00</b>
Public-Non Institutions	E-Voting	2708706	243660		243660	0	100.00	0
	Poll		627329		627329	0	100.00	0
	Postal Ballot (if applicable)		N.A.		N.A.	N.A.	N.A.	N.A.
	<b>Total</b>		<b>870989</b>	<b>32.15</b>	<b>870989</b>	<b>0</b>	<b>100.00</b>	<b>0.00</b>
<b>Total</b>		<b>10723207</b>	<b>6765465</b>	<b>63.09</b>	<b>6765465</b>	<b>0</b>	<b>100.00</b>	<b>0.00</b>



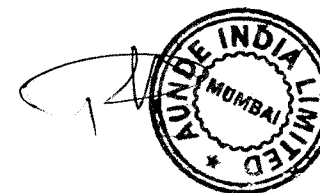
Item No.2 Re-Appointment of Mr. Rolf Konigs (DIN: 06500166) as a Director who retires by rotation.

Resolution required: (Ordinary/Special)			Ordinary Resolution					
Whether promoter/ promoter group are interested in the agenda/resolution?			No.					
Category	Mode of Voting	No. of shares held (Total) (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes - in favour (4)	No. of Votes - against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting		1297576		1297576	0	100.00	0.00
	Poll		4596900		4596900	0	100.00	0.00
	Postal Ballot (if applicable)		N.A.		N.A.	N.A.	N.A.	N.A.
	<b>Total</b>		<b>8014201</b>	<b>5894476</b>	<b>73.55</b>	<b>5894476</b>	<b>0</b>	<b>100.00</b>
Public-Institutions	E-Voting		0		0	0	0.00	0.00
	Poll		0		0	0	0.00	0.00
	Postal Ballot (if applicable)		N.A.		N.A.	N.A.	N.A.	N.A.
	<b>Total</b>		<b>300</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0.00</b>	<b>0.00</b>
Public-Non Institutions	E-Voting		243660		243660	0	100.00	0
	Poll		627329		627329	0	100.00	0
	Postal Ballot (if applicable)		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	<b>Total</b>		<b>2708706</b>	<b>870989</b>	<b>32.15</b>	<b>870989</b>	<b>0</b>	<b>100.00</b>
<b>Total</b>		<b>10723207</b>	<b>6765465</b>	<b>63.09</b>	<b>6765465</b>	<b>0</b>	<b>100.00</b>	<b>0.00</b>



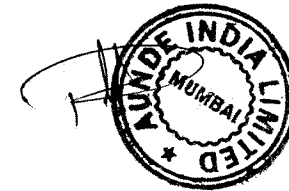
Item No.3- Appointment of M/s. Majibail &Co., Chartered Accountants as Statutory Auditors of the Company and fix their remuneration.

Resolution required: (Ordinary/Special)			Ordinary Resolution					
Whether promoter/ promoter group are interested in the agenda/resolution?			No.					
Category	Mode of Voting	No. of shares held (Total) (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes - in favour (4)	No. of Votes - against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	8014201	1297576		1297576	0	100.00	0.00
	Poll		4596900		4596900	0	100.00	0.00
	Postal Ballot (if applicable)		N.A.		N.A.	N.A.	N.A.	N.A.
	<b>Total</b>		<b>5894476</b>	<b>73.55</b>	<b>5894476</b>	<b>0</b>	<b>100.00</b>	<b>0</b>
Public-Institutions	E-Voting	300	0		0	0	0.00	0.00
	Poll		0		0	0	0.00	0.00
	Postal Ballot (if applicable)		N.A.		N.A.	N.A.	N.A.	N.A.
	<b>Total</b>		<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0.00</b>	<b>0.00</b>
Public-Non Institutions	E-Voting	2708706	243660		243660	0	100.00	0
	Poll		627329		627329	0	100.00	0
	Postal Ballot (if applicable)		N.A.		N.A.	N.A.	N.A.	N.A.
	<b>Total</b>		<b>870989</b>	<b>32.15</b>	<b>870989</b>	<b>0</b>	<b>100.00</b>	<b>0.00</b>
<b>Total</b>		<b>10723207</b>	<b>6765465</b>	<b>63.09</b>	<b>6765465</b>	<b>0</b>	<b>100.00</b>	<b>0.00</b>



Item No.4- Appointment of Mr. Bheemanna B. Chikkerur (DIN: 07371496) as a Director of the Company.

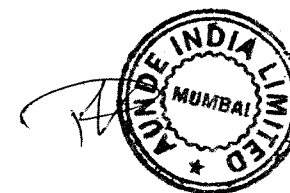
Resolution required: (Ordinary/Special)			Ordinary Resolution					
Whether promoter/ promoter group are interested in the agenda/resolution?			No.					
Category	Mode of Voting	No. of shares held (Total) (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes - in favour (4)	No. of Votes - against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	8014201	1297576		1297576	0	100.00	0.00
	Poll		4596900		4596900	0	100.00	0.00
	Postal Ballot (if applicable)		N.A.		N.A.	N.A.	N.A.	N.A.
	Total		5894476	73.55	5894476	0	100.00	0
Public-Institutions	E-Voting	300	0		0	0	0.00	0.00
	Poll		0		0	0	0.00	0.00
	Postal Ballot (if applicable)		N.A.		N.A.	N.A.	N.A.	N.A.
	Total		0	0	0	0	0.00	0.00
Public-Non Institutions	E-Voting	2708706	243660		243660	0	100.00	0
	Poll		627329		627329	0	100.00	0
	Postal Ballot (if applicable)		N.A.		N.A.	N.A.	N.A.	N.A.
	Total		870989	32.15	870989	0	100.00	0.00
Total		10723207	6765465	63.09	6765465	0	100.00	0.00





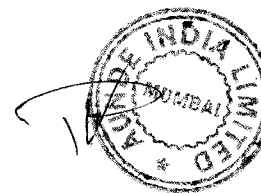
Item No.5- Approval of Remuneration payable to Mr. Ajay Anand, Managing Director.

Resolution required: (Ordinary/Special)			Special Resolution					
Whether promoter/ promoter group are interested in the agenda/resolution?			Yes.					
Category	Mode of Voting	No. of shares held (Total) (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes - in favour (4)	No. of Votes - against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	8014201	0		0	0	0.00	0.00
	Poll		0		0	0	0.00	0.00
	Postal Ballot (if applicable)		N.A.		N.A.	N.A.	N.A.	N.A.
	<b>Total</b>		<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0.00</b>	<b>0</b>
Public-Institutions	E-Voting	300	0		0	0	0.00	0.00
	Poll		0		0	0	0.00	0.00
	Postal Ballot (if applicable)		N.A.		N.A.	N.A.	N.A.	N.A.
	<b>Total</b>		<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0.00</b>	<b>0.00</b>
Public-Non Institutions	E-Voting	2708706	150660		150660	0	100.00	0
	Poll		627329		627329	0	100.00	0
	Postal Ballot (if applicable)		N.A.		N.A.	N.A.	N.A.	N.A.
	<b>Total</b>		<b>777989</b>	<b>28.72</b>	<b>777989</b>	<b>0</b>	<b>100.00</b>	<b>0.00</b>
<b>Total</b>		<b>10723207</b>	<b>777989</b>	<b>7.25</b>	<b>777989</b>	<b>0</b>	<b>100.00</b>	<b>0.00</b>



Item No.6- Approval to Increase Borrowing Powers of the Company and Creation of Charge/Providing of Securities.

Resolution required: (Ordinary/Special)			Special Resolution					
Whether promoter/ promoter group are interested in the agenda/resolution?			No.					
Category	Mode of Voting	No. of shares held (Total) (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes - in favour (4)	No. of Votes - against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	8014201	1297576		1297576	0	100.00	0.00
	Poll		4596900		4596900	0	100.00	0.00
	Postal Ballot (if applicable)		N.A.		N.A.	N.A.	N.A.	N.A.
	<b>Total</b>		<b>5894476</b>	<b>73.55</b>	<b>5894476</b>	<b>0</b>	<b>100.00</b>	<b>0</b>
Public-Institutions	E-Voting	300	0		0	0	0.00	0.00
	Poll		0		0	0	0.00	0.00
	Postal Ballot (if applicable)		N.A.		N.A.	N.A.	N.A.	N.A.
	<b>Total</b>		<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0.00</b>	<b>0.00</b>
Public-Non Institutions	E-Voting	2708706	243660		243660	0	100.00	0
	Poll		627329		627329	0	100.00	0
	Postal Ballot (if applicable)		N.A.		N.A.	N.A.	N.A.	N.A.
	<b>Total</b>		<b>870989</b>	<b>32.15</b>	<b>870989</b>	<b>0</b>	<b>100.00</b>	<b>0.00</b>
<b>Total</b>		<b>10723207</b>	<b>6765465</b>	<b>63.09</b>	<b>6765465</b>	<b>0</b>	<b>100.00</b>	<b>0.00</b>



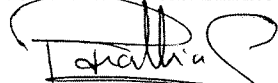
Item No.7- Approval of Related Party Transactions.

Resolution required: (Ordinary/Special)			Ordinary Resolution					
Whether promoter/ promoter group are interested in the agenda/resolution?			Yes.					
Category	Mode of Voting	No. of shares held (Total) (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes - in favour (4)	No. of Votes - against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	8014201	0		0	0	0.00	0.00
	Poll		0		0	0	0.00	0.00
	Postal Ballot (if applicable)		N.A.		N.A.	N.A.	N.A.	N.A.
	<b>Total</b>		<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0.00</b>	<b>0</b>
Public-Institutions	E-Voting	300	0		0	0	0.00	0.00
	Poll		0		0	0	0.00	0.00
	Postal Ballot (if applicable)		N.A.		N.A.	N.A.	N.A.	N.A.
	<b>Total</b>		<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0.00</b>	<b>0.00</b>
Public-Non Institutions	E-Voting	2708706	150660		150660	0	100.00	0
	Poll		627329		627329	0	100.00	0
	Postal Ballot (if applicable)		N.A.		N.A.	N.A.	N.A.	N.A.
	<b>Total</b>		<b>777989</b>	<b>28.72</b>	<b>777989</b>	<b>0</b>	<b>100.00</b>	<b>0.00</b>
<b>Total</b>		<b>10723207</b>	<b>777989</b>	<b>7.25</b>	<b>777989</b>	<b>0</b>	<b>100.00</b>	<b>0.00</b>

Thanking you,

Yours faithfully,

For Aunde India Limited



(Jovita Reema Mathias)

DGM- Legal & Company Secretary

