

XPRO INDIA LIMITED



Birla Building (2nd Floor),
9/1, R. N. Mukherjee Road,
Kolkata - 700 001, India

Tel : +91-33-30573700/30410900
e-mail : xprocal@xproindia.com

August 10, 2018

National Stock Exchange of India Ltd.
"Exchange Plaza",
Bandra-Kurla Complex, Bandra (E),
Mumbai 400 051

Stock Symbol XPROINDIA(EQ)

The Dy. General Manager
Bombay Stock Exchange Limited
Corporate Relationship Department
1st Floor, New Trading Ring
Rotunda Building, P J Towers
Dalal Street, Fort
Mumbai 400 001

Stock Code No. 590013

Dear Sirs,

Sub: Proceedings of the 21st Annual General Meeting held on Friday, August 10, 2018

Pursuant to Regulation 30 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, we enclose gist of proceedings of the 21st Annual General Meeting held on Friday, August 10, 2018.

Kindly take the above intimation on your record.

Thanking you,

Yours faithfully,

For XPRO INDIA LTD

S. C. JAIN
Company Secretary

Encl : a/a

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Gist of Proceedings of the 21st Annual General Meeting of Xpro India Limited

1. Date, time and venue of the Meeting:

The 21st Annual General Meeting of the Company was held on Friday, August 10, 2018 at the Registered Office of the Company at Barjora-Mejia Road, P.O. Ghutgoria, Tehsil: Barjora, Distt: Bankura, West Bengal 722 202. The Meeting commenced at 10.30 a.m. and concluded at 11.45 a.m.

2. Proceedings in brief:

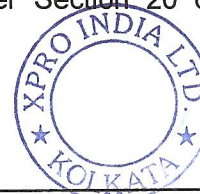
- Sri S. Ragothaman, Director and Chairman of the Audit Committee, chaired the proceedings of the Meeting.
- The requisite quorum being present, the Chairman called the Meeting to order.
- The Chairman addressed the members.
- The Chairman informed that remote e-voting commenced at 9.00 a.m. on Tuesday, August 7, 2018 and concluded at 5.00 p.m. on Thursday, August 9, 2018.
- The following items of business as set out in the Notice convening the 21st Annual General Meeting were commended for members consideration and approval:

Ordinary Business

1. Adoption of Directors' Report, Audited Financial Statements and Auditors Report for the year ended March 31, 2018.
2. Re-appointment of Smt. Madhushree Birla as Director.

Special Business

3. Reappointment of Sri C Bhaskar as Managing Director and Chief Executive Officer of the Company for a term of three years with effect from January 1, 2018.
4. Reorganisation of entire Authorised Share Capital of the Company into equity shares and consequently alteration of the existing Clause V of the Memorandum of Association of the Company.
5. Ratification of Remuneration payable to M/s Sanghavi Randeria & Associates, Cost Accountants, appointed by the Board to fill the casual vacancy in the office of the Cost Auditors for the Financial Year 2017-18.
6. Ratification of Remuneration payable to M/s Sanghavi Randeria & Associates, Cost Accountants, appointed by the Board for the Financial Year 2018-19.
7. Approval to Charge a fees of Rs.100/- per document from a member who requests for delivery of any document through a particular mode as per Section 20 of the Companies Act.



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- The Chairman also informed the members that Sri K. C. Khawala, a Practicing Company Secretary, was appointed as the Scrutiniser for the purpose of scrutinising the poll at the Meeting and remote e-voting process.
- The Chairman informed the members that the results of e-voting and Poll shall be disseminated to the Stock Exchanges and also uploaded on the website of the Company and M/s Central Depository Services (India) Limited (CDSL), the Agency providing e-voting facility.

3. Voting by members

- The Company had provided remote e-voting facility to its members to cast votes electronically, for all the 7 items of business set out in the Notice.
- Further, the facility for voting through Ballot Papers at the Meeting was made available to the members who were present at the Meeting and had not cast their votes by remote e-voting.

Notes:

- i. The Company will intimate Stock Exchanges the results of e-voting and Poll.
- ii. This document does not constitute minutes of the proceedings of the Annual General Meeting of the Company.

Kolkata
August 10, 2018

For Xpro India Limited

S. C. JAIN
Company Secretary