



Assam Company India Limited

Member Duncan Macneill Group

52, Chowringhee Road, Kolkata – 700 071, India

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26th September, 2017

The Secretary,
National Stock Exchange of India Ltd.
“Exchange Plaza”
Bandra Kurla Complex,
Bandra (E)
Mumbai – 400 051.

STOCK CODE : ASSAMCO

The Secretary,
BSE Limited
Phiroze Jeejeebhoy Towers,
Dalal Street
Mumbai – 400 001.

STOCK CODE : 500024

Dear Sir,

Sub. : Minutes of the Annual General Meeting

Please find enclosed herewith a copy of the **Minutes of the Annual General Meeting** of the Company, held on **30th August, 2017.**

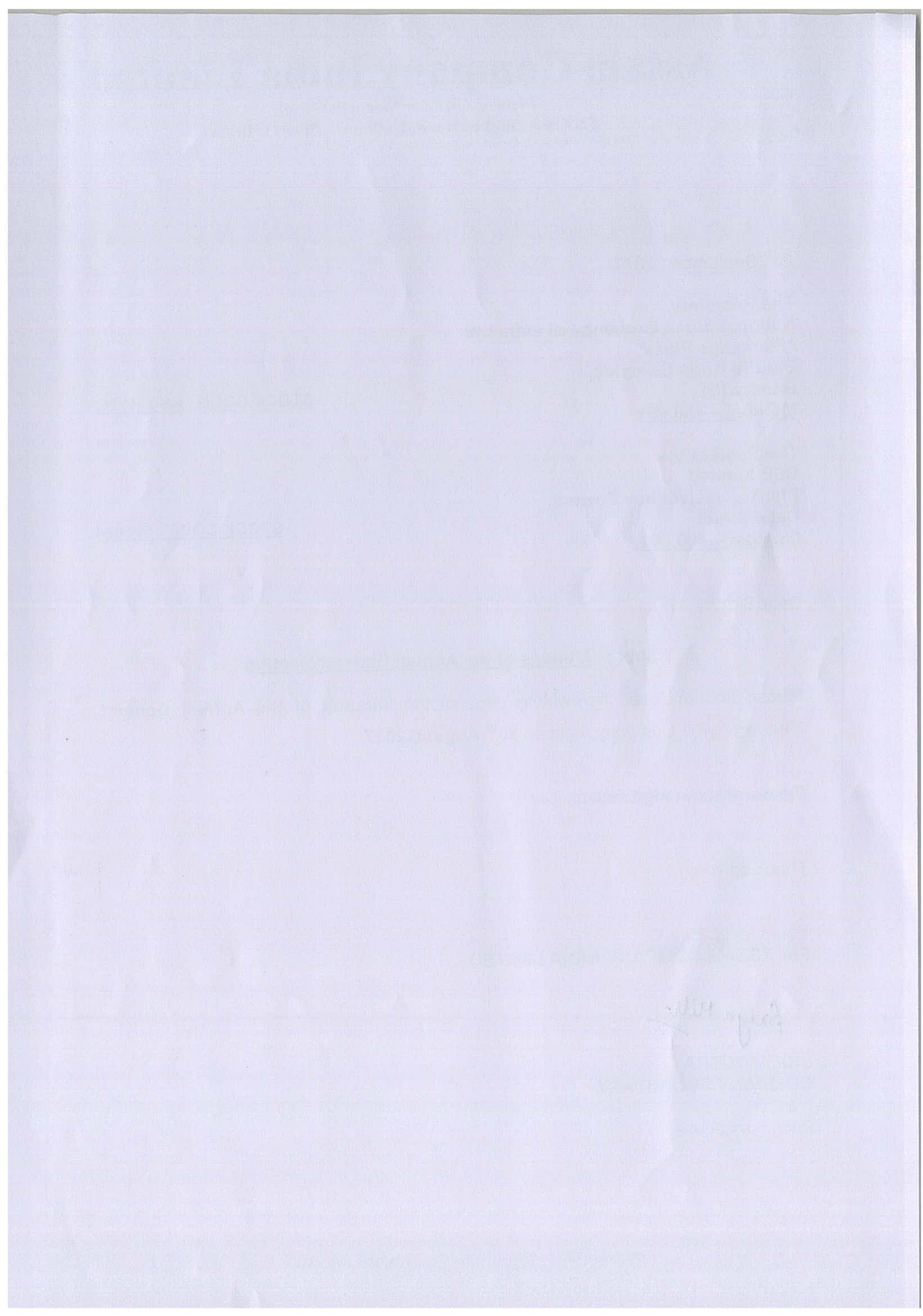
Please acknowledge receipt.

Thanking you,

Yours faithfully,
For ASSAM COMPANY INDIA LIMITED

SREYA MITRA
COMPANY SECRETARY

Encl. : as above.



ASSAM COMPANY INDIA LIMITED

MINUTES OF THE FORTIETH ANNUAL GENERAL MEETING OF THE COMPANY
HELD ON WEDNESDAY, 30TH AUGUST, 2017, AT DIBRUGARH & DISTRICT
PLANTERS' CLUB, LAHOAL, P.O. DIBRUGARH, ASSAM AT 10:00 A.M.

PRESENT

MR. SANJAY Khandelwal - Director in the Chair
MS. SREYA MITRA - Company Secretary

MEMBERS PRESENT

- Thirty five members personally present at the Meeting.

1. CHAIRMAN

In accordance with Article 84 of the Articles of Association of the Company, Mr. Lutfur Rahman, a Member proposed the name of Mr. Sanjay Khandelwal, a Director, to take the Chair. Mr. Rajib Phukan, a Member, seconded the proposal. Mr. Sanjay Khandelwal was unanimously elected to the Chair. Mr. Sanjay Khandelwal is the Chairman of the Audit Committee, Nomination and Remuneration Committee and Stakeholders Relationship Committee.

2. QUORUM

The quorum being present, the Chairman called the Meeting to Order.

3. NOTICE OF MEETING

At 10:00 a.m., the Chairman welcomed the Members present to the Fortieth Annual General Meeting of the Company and with their consent, took the Notice dated 30th May, 2017, convening the Fortieth Annual General Meeting, as read.

4. VOTING PROCESS

The Chairman informed the members that pursuant to Section 108 of the Companies Act, 2013, read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended ("Rule"), the Company had provided its members facility to exercise their right to vote by electronic means. He further informed the members present that in accordance with the applicable Rule, the remote e-voting had been conducted from 27th August, 2017 to 29th August, 2017. He further informed the members that those of the members present, who had not cast their votes through e-voting, will be given an opportunity to cast their vote by means of ballot that will be conducted at the venue of this Meeting.

The Board had appointed Mr. Sandip Sarkar, Company Secretary, as the Scrutinizer for conducting the e-voting process.

Thereafter, the outcome of each resolution will be declared based on the combined votes cast.

CHAIRMAN'S
INITIAL

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5. REGISTER OF DIRECTORS' AND KEY MANAGERIAL PERSONNEL SHAREHOLDING

The Chairman stated that the Register of Directors' and Key Managerial Personnel Shareholding, maintained pursuant to Section 170 of the Companies Act, 2013, along with other Statutory Registers, were on the table. It was thus open and accessible to Shareholders throughout the Meeting.

6. AUDITORS' REPORT AND DIRECTORS' REPORT

At the request of the Chairman, Ms. Sreya Mitra, Company Secretary, read the Auditors' Report, the Directors' Report and the Secretarial Auditors' Report.

ORDINARY BUSINESS

7. ADOPTION OF THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2017

The first item on the Agenda was to adopt the Financial Statements for the year ended on 31st March, 2017, together with the Directors' and Auditors' Report.

Proposed by : Mr. Mrinal Gogoi

Seconded by : Mr. Kanak Saikia

The Chairman read the following Resolution as an Ordinary Resolution :

"RESOLVED THAT the Financial Statements of the Company for the year ended 31st March, 2017, together with the Directors' and Auditors' Reports thereon, as circulated to the Members and laid before this Meeting be and the same are hereby approved and adopted."

Before exercising Ballot, the Chairman invited comments from the attending Members. As no Member present raised any query, the Chairman requested the Members, to exercise their voting rights through Ballot. None of the Members present voted at the venue.

8. RE-APPOINTMENT OF MR. A. K. JAJODIA

The next item of business was the appointment of Mr. A. K. Jajodia.

Proposed by : Mr. K. S. Bhinder

Seconded by : Mr. Kailash Kumar Kayal

The Chairman read the following Resolution as an Ordinary Resolution:

"RESOLVED THAT Mr. A. K. Jajodia, Director, who retires by rotation and is eligible for re-appointment, be and is hereby re-appointed a Director of the Company."

Before exercising Ballot, the Chairman invited comments from the attending Members. As no Member present raised any query, the Chairman requested the Members, to exercise their voting rights through Ballot. None of the Members present voted at the venue.

9. RATIFICATION OF THE APPOINTMENT OF THE STATUTORY AUDITORS OF THE COMPANY

The next item of business was related to the ratification of the appointment of the Statutory Auditors and to authorise the Board of Directors to fix their remuneration.

Proposed by : Mr. Binay Kr. Pasari

Seconded by : Mr. Alope Singha

The Chairman read the following Resolution as an Ordinary Resolution :

"RESOLVED THAT pursuant to the resolution passed by the Members at the Thirty Eighth Annual General Meeting (AGM) held on 24th June, 2015, in respect of appointment of the Auditors, M/s. De Chakraborty & Sen, Chartered Accounts (Registration No. 303029E) till the conclusion of the AGM to be held in the year 2020, the Company hereby ratifies and confirms the appointment of M/s. De Chakraborty & Sen, as Auditors of the Company and that the Board of Directors be and are hereby authorized to fix their remuneration as recommended by the Audit Committee for the Financial Year 2017-18."

Before exercising Ballot, the Chairman invited comments from the attending Members. As no Member present raised any query, the Chairman requested the Members, to exercise their voting rights through Ballot. None of the Members present voted at the venue.

SPECIAL BUSINESS

10. RATIFICATION OF THE REMUNERATION PAYABLE TO M/S BCD & ASSOCIATES, COST ACCOUNTANTS OF THE COMPANY

The next item of business was related to the ratification of the remuneration payable to M/s BCD & Associates, Cost Accountants of the Company.

Proposed by : Mr. Amitabh Gogoi

Seconded by : Mr. Jaswant Singh

The Chairman read the following Resolution as an Ordinary Resolution :

"RESOLVED THAT M/s BCD & Associates, Cost Accountants appointed by the Board of Directors, on the recommended of the Audit Committee, for the conduct of the audit of the cost records of the Company for the Financial Year 2017-18, at a remuneration of Rs. 1,75, 000/- (Rupees One Lakh and Seventy Five Thousand only), be and is hereby ratified and confirmed."

Before exercising Ballot, the Chairman invited comments from the attending Members. As no Member present raised any query, the Chairman requested the Members, to exercise their voting rights through Ballot. None of the Members present voted at the venue.

11. VOTE OF THANKS

There being no other business to transact, the Meeting terminated with a vote of thanks to the Chair at around 12:00 noon.

CHAIRMAN'S
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12. DECLARATION OF RESULT

<u>Sl. No.</u>	<u>Subject matter of Resolution</u>	<u>% of votes in favour</u>	<u>% of votes against</u>
1.	Adoption of the Audited Financial Statements of the Company for the period ended 31 st March, 2017, together with the Reports of the Directors' and the Auditors' thereon.	126,639,258	20,400
2.	Appointment of Mr. A. K. Jajodia who retires by rotation and being eligible, offers himself for re-appointment.	126,632,068	27,690
3.	Ratification of the appointment of the Statutory Auditors of the Company.	126,613,718	46,040
4.	Ratification of the remuneration payable to M/s BCD & Associates, Cost Accountants of the Company.	126,615,908	44,050

26TH SEPTEMBER, 2017

Handwritten signature

CHAIRMAN