



Assam Company India Limited

Member **Duncan Macneill Group**

52, Chowringhee Road, Kolkata – 700 071, India

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21st October, 2016

**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 23rd September, 2016.

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 THIRTY - NINTH ANNUAL GENERAL MEETING OF THE COMPANY
HELD ON FRIDAY, 23RD SEPTEMBER, 2016, AT DIBRUGARH & DISTRICT PLANTERS' CLUB,
LAHOAL, P.O. DIBRUGARH, ASSAM AT 11:00 A.M.

PRESENT

MR. SANJAY KHANDELWAL	-	Director in the Chair
MR. SANJAY SHARMA	-	Chief Financial Officer
MS. SREYA MITRA	-	Company Secretary

MEMBERS PRESENT

- Thirty seven members personally present at the Meeting.

1. CHAIRMAN

In accordance with Article 84 of the Articles of Association of the Company, Mr. Amitabh Gogoi, a Member proposed the name of Mr. Sanjay Khandelwal, a Director to take the Chair. Mr. Pranjal Kaushik, a Member, seconded the proposal. Mr. Sanjay Khandelwal was unanimously elected to the Chair.

2. QUORUM

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

3. NOTICE OF MEETING

The Chairman welcomed the Members present to the Thirty Ninth Annual General Meeting of the Company and with their consent, took the Notice dated 27th May, 2016, convening the Thirty Ninth Annual General Meeting, as read.

4. 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, was on the table. It was thus open and accessible to Shareholders throughout the Meeting.

5. AUDITORS' REPORT

At the request of the Chairman, Mr. Sanjay Sharma, Chief Financial Officer, read the Auditors' Report.

6. ADOPTION OF THE FINANCIAL STATEMENTS FOR THE FIFTEEN MONTHS PERIOD ENDED 31ST MARCH, 2016

The first item on the Agenda was to adopt the Financial Statements for the fifteen months period ended on 31st March, 2016, together with the Directors' and Auditors' Report.

The following Ordinary Resolution was Proposed by Mr. Amitabh Gogoi and Seconded by Mr. Sakil Ahmed :

Thereafter, the Chairman read the following Resolution as an Ordinary Resolution :

"RESOLVED THAT the Financial Statements of the Company for the period ended 31st March, 2016, 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.

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

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

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The following Ordinary Resolution was Proposed by Mr. Manas Goswami and Seconded by Mr. Pranjal Kaushik :

Thereafter, 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.

8. 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.

The following Ordinary Resolution was Proposed by Mr. Khanindra Bora and Seconded by Mr. Rajib Phukan :

Thereafter, 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 Accountants (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 2016-17."

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.

9. 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.

The following Ordinary Resolution was Proposed by Mr. Kultar Singh Bhinder and Seconded by Mr. Amitabh Gogoi :

Thereafter, 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 recommendation of the Audit Committee, for the conduct of the audit of the cost records of the Company for the Financial Year 2016-17, 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

10. VOTE OF THANKS

There being no other business to transact, the Meeting terminated with a vote of thanks to the Chair at 1:00 P.M.

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21ST OCTOBER, 2016


CHAIRMAN