AMBICA AGARBATHIES
AROMA & INDUSTRIES LTD
POWERPET, ELURU - 534 002 W.G.DT. (A.P.)
PHONES : 230629, 230216, FAX : 08812 - 233876

Date: 27th June, 2018

To
Corporate Relationship Department
BSE LIMITED
P J Towers, Dalal Street,
MUMBAI– 400001
SCRIP CODE: 532335

To
Manager
National Stock Exchange of India Limited
Exchange Plaza", Bandra (E)
Mumbai-400051
SCRIP CODE: AMBICAAGAR

Dear Sir,

SUB: - 22nd Annual General Meeting and Voting Results

With reference to the Above Cited Subject, we would like to submit the following information/documents with regard to the 22nd Annual General Meeting of the Company

1. Summary of proceedings as required under Regulation 30, Part-A of Schedule -III of the SEBI (Listing Obligations and Disclosure Requirements) Regulations as ***Annexure – I***

2. Voting results as required under Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations as ***Annexure – II.***

3. Report of Scrutinizer dated 27th June 2018, Pursuant to Section 108 of the Companies Act, 2013 and Rule 20(4) (xii) of the Companies (Management and Administration) Rules, 2014. as ***Annexure – III.***

4. Annual Report for the financial year 2016-17 as required under Regulation 34 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations duly approved and adopted by the members as per the provisions of the Companies Act, 2013. as ***Annexure – IV.***

This is for the information and necessary records

Yours Truly,
For AMBICA AGARBATHIES AROMA & INDUSTRIES LIMITED

Ambica Krishna
CEO & President

P. Satyavathi
Smt. Satyavathi Perla
Executive Director
DIN No. 07141289

AMBICA AGARBATHIES AROMA & INDUSTRIES LTD. * ELURU *

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Annexure I

PROCEEDINGS OF THE TWENTY SECOND ANNUAL GENERAL MEETING OF THE M/S AMBICA AGARBATHIES AROMA & INDUSTRIES LIMITED HELD ON WEDNESDAY, 27TH JUNE 2018 AT 11:00 A.M. AT THE REGISTERED OFFICE OF THE COMPANY SITUATED SHANKAR TOWERS, POWER PET, ELURU, WEST GODAVARI DISTRICT, ANDHRA PRADESH- 534002

The meeting commenced at 11:00 A.M. (IST) and concluded at 12:15 P.M. (IST)

DIRECTORS /KMP PRESENT:

1.	Sri Ambica Krishna	CEO & President
2.	Ambica Siva Kumar Alapati	Executive Director
3.	Smt Satyavathi Perla	Women director
4.	Sri P V Sreedharan	Independent director(Audit Committee Chairman)
5.	Sri P Kishore Thandava	Independent director
6.	Narayanam Kameswara Rao	Independent director
7.	Sri Ambica Hanuma Alapati	CFO
8.	Uma Gayathri	Company Secretary

BY INVITATION:

1.	CA. Peri Reddy Chartered Accountant	Statutory Auditors
2.	Shri. Anand kumar C kasat , Practicing Company Secretary	Scrutinizer (E-voting & Poll)

The 22nd Annual General Meeting (AGM) of the Members of M/s Ambica Agarbathies Aroma & Industries Limited was held on Wednesday, 27th June, 2018 at 11.00 Am at Registered Office of the Company at Shankar Towers Powerpet Eluru-534002.

Sri Satyavathi perla chaired the 22nd Annual General Meeting after ascertain requisite quorum being present, the Chairman called the meeting to order and commenced the proceedings.

Sri Ambica Krishna CEO & President of the Company & Meeting welcomed the Directors on the Dias and members to the AGM.

With the consent of the members present, the notice convening the 22nd Annual General Meeting and the Report of Directors of the Company were taken as read.

The Chairman requested the Auditors to read out their Report on the audited annual accounts of the Company for the financial year ended 31st March, 2017. Thereafter, with the consent of the members present, the Auditor Report was taken as read.

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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 cast their votes electronically were provided an opportunity to cast their votes at the end of the meeting.

The Chairman has provided the Clarification raised by the members in the Annual General Meeting

The Scrutinizer appointed was authorized to supervise the e - voting and ballot voting process.

Sri. Anand kumar C Kasat, Scrutinizer submitted the consolidated report on e-voting and poll to the Chairman and accordingly all the resolutions as set out in the notice were declared as passed.

The following items of business, as per the Notice of AGM dated 11th May 2018, were transacted at the 22nd Annual General Meeting

Item No.1

Adoption of audited financial statements of the company for the year 2016-17 together with the report of the board of directors and the auditors thereon.

- passed with requisite majority

Item No.2

Re-appointment of Smt. Satyavathi Perla (DIN: 07141289), who retires by rotation and being eligible, offers herself for re-appointment as director.

- passed with requisite majority

Item No.3

Appointment of M/s. Ramasamy Koteshwara Rao & Co LLP, Chartered Accountants, (Firm Registration No. 010396S) as Statutory Auditors of the company.

- passed with requisite majority

This is for your information and records.
For Ambica Agarbathies Aroma & Industries Limited

Ambica Krishna
CEO & President

P. Satyavathi
Smt Satyavathi Perla
Executive Director
DIN No. 07141289

Place: Eluru
Date: 27.06.2018

e mail : ambica.a@rediffmail.com
www.ambicaincense.com

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ANNEXURE II

Date: 27th June, 2018

To
Corporate Relationship Department
BSE LIMITED
P J Towers, Dalal Street,
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SCRIP CODE: 532335

To
Manager
National Stock Exchange of India Limited
Exchange Plaza", Bandra (E)
Mumbai-400051
SCRIP CODE: AMBICAAGAR

Dear Sir

SUB: Outcome of the Voting (Combined: E-Voting and Poll) Of 22nd Annual General Meeting
REF: as Per Regulation 44 of SEBI (LODR) Regulation 2015

DETAILS OF VOTING RESULTS

Sr No	PARTICULARS	DETAILS		
1	*Date of AGM*	*Wednesday, June 27th.2018*		
2	*Total number of share holder as on Record Date/Cut off Date*	**4999**		
3	*No of shareholders present in the meeting either in Person or Through proxy*	Promoter & Promoter Group	Public	
		In person	In person	Through proxy
		18	70	0
4	*No of share holders attended the meeting though video conference*	NA		
5	*E-Voting period*	Sunday 24th June, 2018 to Tuesday 26th June, 2018		

AMBICA AGARBATHIES AROMA & INDUSTRIES LTD. ELURU

e mail : ambica.a@rediffmail.com
www.ambicaincense.com

GST IN 37AAACA7483L 1Z9
CIN:L24248AP1995PLC020077

Agenda Wise

Given below is the resolution wise combined results of e-voting and poll

1. **Consider and Adopt Audited Financial Statements as at 31.03.2017 and Profit & Loss account along with reports of the board of Directors and Auditors.**

Resolution required: Ordinary
Mode of voting: E- voting/Poll

Promoter/Public	No. of. Shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes in Favor	No. of Votes Against	% of Votes in Favor on votes polled	% of Votes against on votes polled
	1	2	3 3 ={2 / 1} *100	4	5	6 6 = {4 / 2} *100	7 7 = { 5 / 2} *100
Promoter and Promoter Group							
Electronic Poll	8247939	7861818	95.31	7861818	0	100	0
Physical Poll		386121	4.69	386121	0	0	0
Sub Total	8247939	8247939	100	8247939	0	100	0
Public Institutional Holders							
Electronic Poll	1100	0	0	0	0	0	0
Physical Poll		0	0	0	0	0	0
Sub Total	1100	0	0	0	0	0	0
Public-Others							
Electronic Poll	8928361	205260	2.29	205260	0	100	0.00
Physical Poll		2893977	32.41	2893977	0	100	0.00
Sub Total	8928361	3099237	34.71	3099237	0	100	0.00
Total Electronic Poll	17177400	8067078	46.96	8067078	0	100	0.00
Total Physical Poll		3280090	19.09	3280090	0	100	0
GRAND TOTAL		11347176	66.05	11347176	0	100	0.00

P. Subbyreddi

AMBICA AGARBATHIES AROMA & INDUSTRIES LTD., ELURU

2. Re-appointment of Smt. Satyavathi Perla as Director who retires by rotation.

Resolution required: Ordinary
Mode of voting: E- voting/Poll

Promoter/Public	No. of. Shares held	No. of votes polled	% of Voters Polled on outstanding shares	No. of Votes in Favor	No. of Votes Against	% of Votes in Favor on votes polled	% of Votes against on votes polled
	1	2	3	4	5	6	7
			3 ={2 / 1} *100			6 = {4 / 2} *100	7 = { 5 / 2} *100
Promoter and Promoter Group							
Electronic Poll	8247939	7861818	95.31	7861818	0	100	0
Physical Poll		386121	4.69	386121	0	0	0
Sub Total	8247939	8247939	100	8247939	0	100	0
Public Institutional Holders							
Electronic Poll	1100	0	0	0	0	0	0
Physical Poll		0	0	0	0	0	0
Sub Total	1100	0	0	0	0	0	0
Public-Others							
Electronic Poll	8928361	205260	2.29	205260	0	100	0.00
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GRAND TOTAL		11347176	66.05	11347176	0	100	0.00

P. Satyavathi

AMBIKA AGARBATHIES AROMA & INDUSTRIES LTD., ELURU

3. **Appointment of Statutory Auditor and fix their Remuneration.**

Resolution required: Ordinary
Mode of voting: E- voting/Poll

Promoter/Public	No. of. Shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes in Favor	No. of Votes Against	% of Votes in Favor on votes polled	% of Votes against on votes polled
	1	2	3 3 ={2 / 1} *100	4	5	6 6 = {4 / 2} *100	7 7 = { 5 / 2} *100
Promoter and Promoter Group							
Electronic Poll	8247939	7861818	95.31	7861818	0	100	0
Physical Poll		386121	4.69	386121	0	0	0
Sub Total	8247939	8247939	100	8247939	0	100	0
Public Institutional Holders							
Electronic Poll	1100	0	0	0	0	0	0
Physical Poll		0	0	0	0	0	0
Sub Total	1100	0	0	0	0	0	0
Public-Others							
Electronic Poll	8928361	205260	2.29	205260	0	100	0.00
Physical Poll		2893977	32.41	2893977	0	100	0.00
Sub Total	8928361	3099237	34.71	3099237	0	100	0.00
Total Electronic Poll	17177400	8067078	46.96	8067078	0	100	0.00
Total Physical Poll		3280090	19.09	3280090	0	100	0
GRAND TOTAL		11347176	66.05	11347176	0	100	0.00

As per the consolidated results of e-voting and poll on item no.(1) to (3) of the notice of the AGM, all the resolution passed by requisite majority.

FOR AMBICA AGARBATHIES AROMA & INDUSTRIES LIMITED

Ambica Krishna
CEO & President

P. Satyavathi

Smt Satyavathi Perla
Executive Director
DIN No. 07141289

AMBICA AGARBATHIES AROMA & INDUSTRIES LTD. * ELURU *

Place: Eluru
Date: 27.06.2018