

Date : 28th July, 2011

Bombay Stock Exchange Limited Department of Corporate Services Phirojee Jeejeebhoy Towers Dalal Street, Mumbai - 400 023	National Stock Exchange of India Ltd. Exchange Plaza, Plot no. C/1, G Block, Bandra-Kurla Complex Bandra (E), Mumbai - 400 051
---	--

Dear Sir

Subject : Proceedings of the Annual General Meeting held on 25th July, 2011

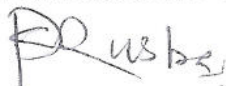
Pursuant to clause 31 of the Listing Agreement, we wish to submit the proceedings of Annual General Meeting of the Company duly convened on 25th July, 2011 at the Registered Office of the company at Sohan Nagar, P.O. Charubeta, Khatima- 262308, District Udham Singh Nagar, Uttarakhand

Please take the same on your record.

Thanking You

Yours Faithfully

For Ester Industries Limited



Pradeep Kumar Rustagi
Executive Director & CFO



PROCEEDINGS OF 25TH ANNUAL GENERAL MEETING OF THE COMPANY DULY CONVENED ON 25TH JULY, 2011 AT THE REGISTERED OFFICE OF THE COMPANY AT SOHAN NAGAR, P. O. CHARUBETA, KHATIMA- 262308, DISTRICT UDHAMSINGH NAGAR, UTTARAKHAND

The Chairman put forward the following business as per the Notice for the approval of the members –

ORDINARY BUSINESS

PROPOSED TO BE PASSED AS ORDINARY RESOLUTIONS -

1. Consideration and adoption of the Audited Balance Sheet as on 31st March, 2011 and the Profit and Loss Account for the year ended on that date together with the Reports of Directors and Auditors thereon.

The resolution was put to vote by show of hands and carried unanimously.

2. Declaration of dividend of Rs 2/- per Equity Share on 6,28,93,706 Equity Shares i.e. 40% on equity shares of face value of Rs. 5 each, for the financial year 2010-11 and confirmation of the Interim Dividend

The resolution was put to vote by show of hands and carried unanimously.

3. Re-appointment of Mr. M. S. Ramachandran, who retired by rotation on this Annual General Meeting and being eligible offers himself for re-appointment

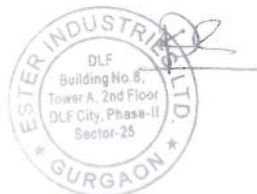
The resolution was put to vote by show of hands and carried unanimously.

4. Re-appointment of Mr. Ashok Kumar Newatia, who retired by rotation on this Annual General Meeting and being eligible offers himself for re-appointment

The resolution was put to vote by show of hands and carried unanimously.

5. Re-appointment of M/s S. R. Batliboi, Chartered Accountants (Registration No. 301003E) as Statutory Auditors of the Company, who retired on this Annual General meeting, to hold office till the conclusion of next Annual General Meeting and authorization to Board of Directors to fix their remuneration.

The resolution was put to vote by show of hands and carried unanimously.



SPECIAL BUSINESSSES

PROPOSED TO BE PASSED AS ORDINARY RESOLUTIONS –

1. Appointment of Mr. Anand Chand Burman, who was appointed as Additional Director of the Company and holding office upto the date of this Annual General Meeting and in respect of whom the Company had received a notice under Section 257 of the Companies Act, 1956 proposing his candidature for the office of the director.

The resolution was put to vote by show of hands and carried unanimously.

2. Appointment of Mr. P. S. Dasgupta, who was appointed as Additional Director of the Company and holding office upto the date of this Annual General Meeting and in respect of whom the Company had received a notice under Section 257 of the Companies Act, 1956 proposing his candidature for the office of the director.

The resolution was put to vote by show of hands and carried unanimously.

3. Appointment of Mr. Pradeep Kumar Rustagi as Whole-time Director for 5 Years.

The resolution was put to vote by show of hands and carried unanimously.

4. Appointment of Mr. Ashok Kumar Agarwal as Whole-time Director for 5 Years.

The resolution was put to vote by show of hands and carried unanimously.

5. Increase in the Borrowing Limits of the Company pursuant to the Section 293(1)(d) of the Companies Act, 1956.

The resolution was put to vote by show of hands and carried unanimously.

PROPOSED TO BE PASSED AS SPECIAL RESOLUTIONS -

6. Commencement of New Business under Other objects pursuant to section 149(2A) of the Companies Act, 1956

The resolution was put to vote by show of hands and carried unanimously.



7. Alteration of the Articles of Association of the Company.

The resolution was put to vote by show of hands and carried unanimously.

There being no other business to be transacted, the meeting concluded with a vote of thanks to the Chairman of the meeting conveyed by one of the member of the Company.

Yours Faithfully
For Ester Industries Limited



Pradeep Kumar Rustagi
Executive Director & CFO

