



Golden Tobacco Limited

(Estd. 1930 • Founder : Late Narsee Monjee • Incorporated 1955)

Manufacturers of Quality Cigarettes / Cigars



September 25, 2015

GTL/SE/SEC/2015-16

To,

The Manager,
Corporate Relationship Department,
Bombay Stock Exchange,
25th Floor, P.J. Towers, Dalal Street Fort,
Mumbai-400001

Scrip Code: 500151

The Secretary,
National Stock Exchange,
"Exchange Plaza", Bandra Kurla Complex,
Bandra (East),
Mumbai-400051

Scrip Code: 5251:

Dear Sir,

Sub: Outcome / proceedings of 59th Annual General Meeting of Golden Tobacco Ltd.

We would like to inform that the 59th Annual General Meeting of the Company was held on September 25, 2015 at the Registered Office of the Company.

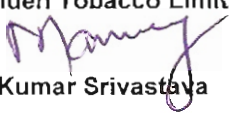
We would further like to state that the Remote e-voting was kept open for the members from Sep.22, 2015 to Sep. 24, 2015 and also Ballot papers were circulated to the members / proxies at the AGM for those members who did not availed the Remote –e voting.

Shri Devesh Pathak (FCS No 4559), Practicing Company Secretary was appointed as the Scrutinizer to scrutinize the remote e-voting process and poll in fair and transparent manner. Based on the Scrutinizer Report, all the six items of the business contained in the 59th Notice of the AGM were passed with Requisite Majority.

We enclose herewith proceeding of the meeting. Kindly take the same on record and acknowledge receipt the same.

Thanking You,

For Golden Tobacco Limited


Manoj Kumar Srivastava
Company Secretary
(Membership No. FCS-7460)



Note: Scrutinizer Report and Report under Clause 35 A is being sent in due course of time.

Registered Office & Works : At. Darjipura, Post-Amaliyara, Vadodara - 390 022. (Gujarat).
Phone : +91 0265 2540597, 2540281 **Fax :** +91 0265 2541700, **Toll Free No. :** 1800 223 951
website : www.goldentobacco.in **Email :** share@goldentobacco.in **CIN :** L16000GJ1955PLC067605

New Delhi Office : Golden Tobacco Limited, 1303-1304, Vijaya Building, 17, Barakhamba Road, New Delhi-110 001.
Phone : +91 011 23711531 **Fax :** +91 011 23314457

Mumbai Office : Golden Tobacco Limited, Tobacco House, S. V. Road, Vile Parle (W), Mumbai-400 056.
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PROCEEDINGS OF THE 59TH ANNUAL GENERAL MEETING OF THE MEMBERS OF THE COMPANY, HELD ON FRIDAY , THE 25TH SEPTEMBER, 2015 AT 12.15 P.M. AT THE REGISTERED OFFICE OF THE COMPANY AT DARJIPURA, POST –AMALIYARA, DIST-VADODARA, GUJARAT -390022

Sitting on the Dais:

1. Shri Bharat B. Merchant – Chairman of the Audit Committee, Nomination and Remuneration Committee
2. Shri N. K. Bafna- Senior Partner – M/s Lodha & Co. the Statutory Auditors.
3. Shri V. K. Bhandari – Non Executive Independent Director
4. Shri A. K. Joshi- Managing Director
5. Shri Jaskaran S. Khurana - Executive Director
6. Shri Pawan Malsaria- CFO
7. Shri Manoj Kumar Srivastava- Company Secretary

On unanimous consent of the Directors present, Shri Bharat B. Merchant, Independent Director and Chairman of the Audit Committee and Nomination and Remuneration Committee was elected as the Chairman of the meeting to conduct the proceedings of the 59th Annual General Meeting of the Company. Thereafter Shri Bharat B. Merchant took the Chair and welcomed the Shareholders of the Company.

With the unanimous consent of the shareholders present, the notice convening the 59th Annual General Meeting was taken as read.

The Company Secretary informed to the Shareholders no qualification in the Auditor Report.

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Thereafter, following business were transacted and passed by the members of the Company with requisite majority by Remote e- voting as well as Through Ballot:

1. Adoption of the Financial Statements for the year ended on March 31,2015 together with the Auditors Report and Board's Report thereon. **(by Ordinary Resolution)**
2. Re-Appointment of Shri A.K.Joshi as retiring Director **(by Ordinary Resolution)**
3. Ratification of Appointment of M/s Lodha & Co., Chartered Accountants, Mumbai as the Statutory Auditors of the Company to hold office up to the conclusion of 61st Annual General Meeting of the Company and authorization to the Board to fix their remuneration **(by Ordinary Resolution)**
4. Appointment of Ms. Kokila Panchal (DIN 07144653) as Director a of the Company pursuant to the Companies Act, 2013 **(by Ordinary Resolution)**
5. Appointment of Ms. Kokila Panchal (DIN 07144653) as an Independent Director of the Company pursuant to the Companies Act, 2013 for term of five year with effect from March 31,2015 to March 30, 2020. **(by Ordinary Resolution)**
6. Re-Appointment of Shri A.K.Joshi as Managing Director of the Company for the term of three year with effect from September 28, 2015 to September 27, 2018 **(by Special Resolution)**

Your Faithfully,

**For Golden Tobacco Ltd
Manoj Kumar Srivastava**

**Company Secretary
(Membership No. FCS-7460)**



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