Indo Count
Count On Us...

Indo Count Industries Limited

301, 'ARCADIA', 3rd Floor, Nariman Point, Mumbai - 400 021, INDIA
Tel : 022-4341 9500, 2285 6534 / 35 • Fax : 022-2282 3098, 2204 1028
E-mail : indo@indocount.com • Website : www.indocount.com
CIN : L72200PN1988PLC068972

24th August, 2015

Department of Corporate Services BSE Limited Phiroze Jeejeebhoy Towers Dalal Street Mumbai 400 001	The National Stock Exchange of India Ltd., Exchange Plaza Bandra Kurla Complex Bandra (East) Mumbai 400 051

Dear Sir,

Subject: proceedings of the 26th Annual General Meeting of Indo Count Industries Limited held on 22nd August, 2015

Pursuant to Clause 31 (d) of the Listing Agreement, we wish to state that the following Resolutions were passed by the Members with requisite majority by remote e-voting, ballot and physical ballot at the 26th Annual General Meeting of the Company held on 22nd August, 2015 at 12.30 P.M. at the registered office at #. 1, Plot No. 266, Village Alte, Kumbhoj Road, Taluka Hatkanangale, Dist. Kolhapur – 416 109, Maharashtra.

ORDINARY BUSINESS:

1. Adoption of standalone audited financial statements including Balance Sheet as at 31st March 2015, Statement of Profit and Loss and Cash Flow Statement for the year ended on that date and reports of the Board of Directors and Auditors thereon. **(Ordinary Resolution)**

2. Adoption of consolidated audited financial statements including Balance Sheet as at 31st March 2015, Statement of Profit and Loss and Cash Flow Statement for the year ended on that date and reports of the Auditors thereon. **(Ordinary Resolution)**

3. Re-appointment of Mr. Kailash R. Lalpuria (DIN: 00059758), as Director of the Company. **(Ordinary Resolution)**

4. Ratification of appointment of M/s. B. K. Shroff & Co., Chartered Accountants (ICAI Registration No. 302166E) as Statutory Auditors to hold office from the conclusion of Twenty Sixth Annual General Meeting till the conclusion of Twenty Seventh Annual General Meeting and to fix their remuneration. **(Ordinary Resolution)**

SPECIAL BUSINESS:

5. Redemption of 25,00,000 4% Cumulative Redeemable Preference Shares of Rs. 10/- each. **(Ordinary Resolution)**

6. Increase of remuneration of Mr. Anil Kumar Jain, Chairman and Managing Director. **(Ordinary Resolution)**

7. Revision of remuneration of Mr. R. N. Gupta, Joint Managing Director. **(Ordinary Resolution)**

8. Revision of remuneration of Mr. Kailash R. Lalpuria, Executive Director. **(Ordinary Resolution)**

9. Revision of remuneration of Mr. Kamal Mitra, Director (Works). **(Ordinary Resolution)**

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Kindly confirm having noted the above.

Thanking you,

Yours faithfully,
For **Indo Count Industries Limited**

R Sundaram
Chief Financial Officer & Company Secretary