

Sect/63

18 April 2018

The General Manager
Department of Corporate Services
BSE Limited
New Trading Ring, Rotunda Building 1st Floor
P. J. Towers, Dalal Street, Fort, Mumbai – 400 001

[BSE Listing Centre]

The Manager
Listing Department
National Stock Exchange of India Limited
Exchange Plaza, 5th Floor
Plot No. C/1, G- Block, Bandra Kurla Complex,
Bandra (E), Mumbai – 400 051

[NSE NEAPS]

Mr. Nitin Ambure
Vice President
National Securities Depository Limited
Trade World – A Wing, Kamala Mills Compound
Lower Parel, Mumbai – 400 013

Dear Sir/Madam,

**Announcement of voting results of Eighty Second Annual General Meeting
held on Monday, 16 April 2018**

We wish to inform you that the Eighty Second Annual General Meeting (AGM) of the Company was held on Monday, 16 April 2018 at the Kala Mandir Auditorium, 48 Shakespeare Sarani, Kolkata 700 017 at 10.00 a.m. to transact the business set out in the Notice dated 12 February 2018.

In compliance with the provisions of Section 108 of the Companies Act, 2013 read with the Companies (Management and Administration) Rules, 2014 as amended and Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company had extended the facility of remote e-voting and voting at the meeting through electronic means and Ballot to the Members of the Company in respect of the business transacted at the AGM.

We are enclosing herewith the Consolidated Scrutinizer's Report dated 17 April 2018 issued by Mr. P. K. Sarawagi of M/s. P. Sarawagi & Associates, Company Secretaries and countersigned by the Managing Director of the Company containing the Voting Results of the Eighty Second AGM in respect of all the resolution nos. 1 to 5 set out in the Notice of the 82nd AGM. **As evident from the aforesaid Scrutinizer's Report and the Voting Results, all the**

resolution nos. 1 to 5 set out in the Notice of the 82nd AGM were passed by the Members of the Company with requisite majority.

This may be treated as compliance with Rule 20 of the Companies (Management and Administration) Rules, 2014 and Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

We request you to please disseminate the results along with the Scrutinizer's report on your website for information of the Members and investors of the Company.

Thanking you,

Yours faithfully,



Pawan Marda

Asst. Vice President & Company Secretary

Encl: as above

Registered Office

Linde India Limited
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Kolkata 700 088, India
CIN L40200WB1935PLC008184

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Consolidated Scrutinizer's Report

[Pursuant to Section 108 of the Companies Act, 2013 and Rule 20(4)(xii) of the Companies (Management and Administration) Rules, 2014, (as amended)]

To,
The Chairman/Managing Director
Linde India Limited
CIN: L40200WB1935PLC008184
Oxygen House
P-43 Taratala Road
Kolkata – 700 088

Dear Sir,

**82nd Annual General Meeting (AGM) of the Members of
Linde India Limited held on Monday, 16 April 2018 at 10:00 a.m.**

I, CS P. K. Sarawagi of M/s. P. Sarawagi & Associates, Company Secretaries, was appointed by the Board of Directors of Linde India Limited ('the Company'), as the Scrutinizer, alternate to Mr. S.M. Gupta of M/s. S.M. Gupta & Co., Company Secretaries, for the purpose of scrutinizing the remote e-voting process as well as for voting conducted through ballot paper/electronic means at the AGM venue, in a fair and transparent manner and ascertaining the results thereof, in respect of Resolutions transacted at the 82nd AGM of the Members of the Company, held at Kala Mandir Auditorium, 48, Shakespeare Sarani, Kolkata – 700 017 on Monday, 16 April 2018 at 10:00 a.m.

Compliances of the provisions of the Companies Act, 2013 and the Rules framed thereunder and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, relating to voting through electronic means (remote e-voting as well as e-voting at the AGM venue) and voting by using ballot paper by the Members of the Company on the Item Nos. 1 to 5 contained in the Notice dated 12 February 2018 convening the 82nd AGM of the Company, are responsibility of the Management of the Company. My responsibility as Scrutinizer is to ensure that voting process, both through remote e-voting and voting through ballot paper/electronic means at the AGM venue, are conducted in a fair and transparent manner and to make a Consolidated Scrutinizer's Report, being this Report, of the total votes cast "in favour" and "against", on the Resolutions transacted at the 82nd AGM, based on the reports generated from electronic voting system provided by the National Securities Depository Limited (NSDL) and votes cast through ballot paper at the AGM venue.



I submit my report as under :

1. The Company has appointed NSDL to provide and facilitate remote e-voting process to the Members of the Company to cast their votes through a secured electronic mode on the resolutions to be transacted at the said AGM.
2. As required under Rule 20(4)(iii) of the Companies (Management and Administration) Rules, 2014 (as amended), the Company has clearly stated in the Notice dated 12 February 2018, convening the 82nd AGM that (a) the Company is providing to the Members facility of voting by electronic means in respect of business to be transacted at the 82nd AGM, which includes remote e-voting and voting at the AGM through electronic system; (b) the Company also proposes to provide the option of voting by means of ballot paper at the AGM; and (c) the Members who have cast their vote by remote e-voting prior to the meeting may also attend the meeting but shall not be entitled to cast their vote again.
3. The remote e-voting period commenced on Friday, 13 April 2018 at 9:00 a.m. and remained open till 5:00 p.m. on Sunday, 15 April 2018. NSDL has again activated the e-voting facility at 11:35 a.m. to facilitate voting through electronic voting system at the AGM venue and closed at 1:45 p.m.
4. The Members holding shares as on the 'cut-off' date i.e., 9 April 2018 were entitled to vote, through remote e-voting system as well as voting at the AGM venue through ballot paper/electronic voting system, on the proposed Resolutions (Item Nos. 1 to 5) as set out in the Notice dated 12 February 2018.
5. The requisite advertisement pursuant to Section 108 of the Companies Act, 2013 read with Rule 20(4)(v) of the Companies (Management and Administration) Rules, 2014 (as amended), was published by the Company in the "Business Standard" (in English language) and in the "Aajkaal" (in Bengali language), on 24 March 2018.
6. The Company has also provided the facility of voting at the AGM venue by (a) electronic voting system through NSDL, and (b) ballot paper, to the Members attending the meeting who had not cast their vote by remote e-voting facility.
7. One empty Ballot Box was locked and sealed by me in the presence of Members and Proxies at the AGM venue.
8. On completion of voting by the Members at the AGM venue, the locked ballot box was opened by me in the presence of two witnesses (1) Shri Alok Kumar Pal (DP & Client ID No.



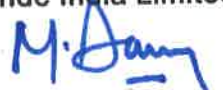
1203450000752611) and (2) Shri Amit Kumar Banerjee (DP & Client ID No. IN300327-10068402), both the Members of the Company. The ballot papers were diligently scrutinized and reconciled with the records maintained by M/s. Link Intime Private Limited, Registrar and Share Transfer Agents (RTA) of the Company with respect to number of shares held on 9 April 2018 and authorisation, wherever required, lodged for the purpose.

9. Ballot paper in respect of 1 Member, holding 6 shares was treated as invalid.
10. None of the Members present at the AGM has availed of the voting at venue through electronic voting system.
11. Thereafter, the votes cast by the Members through remote e-voting services provided by NSDL were unblocked in the presence of two witnesses (1) Mr. Pradip Kumar Bhattacharyya of M/s. Link Intime Private Limited, and (2) Ms. Monica Tekriwal of M/s. P. Sarawagi & Associates, on 16 April 2018 at 3:04 p.m.; i.e., immediately after counting the votes cast at the AGM venue.
12. Based on the details containing list of Members who have cast their votes on remote e-voting platform as downloaded from the e-voting website of NSDL (www.evoting.nsdl.com), and the votes cast by the Members through ballot paper at the AGM venue, the Consolidated Results on the Resolutions transacted at the AGM held on 16 April 2018 are given in the enclosed **Annexure - 1** and the Agenda-wise Results as per Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, are given in the enclosed **Annexure - 2**, forming part of this Report.
13. All relevant documents, records and papers relating to electronic voting system as well as ballot shall remain in my safe custody until the Chairman considers, approves and signs the minutes of the aforesaid 82nd Annual General Meeting and thereafter, I shall return these documents and other related papers to the Company Secretary of the Company.

Yours faithfully,



(P.K. Sarawagi)
Company Secretary in Practice
Membership No. : FCS-3381
Certificate of Practice No. 4882

Linde India Limited

Managing Director

Kolkata, 17 April 2018

LINDE INDIA LIMITED**82nd Annual General Meeting held on Monday, 16 April 2018****CONSOLIDATED RESULTS OF VOTES CAST THROUGH REMOTE E-VOTING AND VOTING AT THE AGM VENUE THROUGH BALLOT PAPER/ELECTRONIC MEANS**

Item No. of Notice of AGM	Subject matter of the Resolution (in brief)		REMOTE E-VOTING		E-VOTING AT THE AGM VENUE		BALLOT PAPER		TOTAL		%age of total valid votes
			No. of members voted	No. of votes cast	No. of members voted	No. of votes cast	No. of members voted	No. of votes cast	No. of members voted	No. of votes cast	
(1)	(2)	(3)	(4)	(5)	(6)	(7)	(6)	(7)	(8)	(9)	(10)
1	Adoption of Audited Financial Statements for the financial year ended 31 December 2017 (both standalone and consolidated) and Reports thereon.	In favour	50	11,741,799	-	-	34	63,964,308	84	75,706,107	99.9999
		Against	1	84	-	-	-	-	1	84	0.0001
2	Declaration of Dividend.	In favour	50	11,741,799	-	-	33	63,964,108	83	75,705,907	99.9996
		Against	1	84	-	-	1	200	2	284	0.0004
3	Re-appointment of Ms. Desiree Co Bacher (DIN: 07097389) as a Director of the Company, liable to retire by rotation.	In favour	48	11,416,809	-	-	34	63,964,308	82	75,381,117	99.5706
		Against	3	325,074	-	-	-	-	3	325,074	0.4294
4	Ratification of appointment of M/s. Deloitte Haskins & Sells LLP, Chartered Accountants, as the Auditors of the Company.	In favour	51	11,741,883	-	-	34	63,964,308	85	75,706,191	100.0000
		Against	-	-	-	-	-	-	-	-	-
5	Ratification of payment of remuneration to M/s. Bandyopadhyaya Bhaumik & Co., Cost Accountants, for the year ended 31 December 2018.	In favour	51	11,741,883	-	-	34	63,964,308	85	75,706,191	100.0000
		Against	-	-	-	-	-	-	-	-	-



Annexure – 2 to the Scrutinizer's Report dated 17 April 2018

82nd Annual General Meeting of Linde India Limited

Details of voting results as per Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

Date of Annual General Meeting:	Monday, 16 April 2018
Total number of Shareholders on record date: (being the cut-off date for determining shareholders entitled to voting – 9 April 2018)	21,156
No. of Shareholders present in the meeting either in person or through proxy: Promoter and Promoter Group: Public: Total	 1 606 607
No. of Shareholders attended the meeting through Video Conferencing: Promoters and Promoter Group: Public:	 N.A.



Linde India Limited
82nd Annual General Meeting held on 16 April 2018
Agenda-wise Results

**1 - Adoption of Audited Financial Statements for the financial year ended
31 December 2017 (both standalone and consolidated) and Reports thereon.**

Resolution Required : (Ordinary)

**Whether promoter/ promoter group are
interested in the agenda/resolution?**

No

Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes –Against	% of Votes in favour on votes polled	% of Votes against on votes polled
		[1]	[2]	[3]={[2]/[1]}*100	[4]	[5]	[6]={[4]/[2]}*100	[7]={[5]/[2]}*100
Promoter and Promoter Group	E-Voting	63963167	-	-	-	-	-	-
	Ballot at AGM		63963167	100.0000	63963167	-	100.0000	-
	Postal Ballot		-	-	-	-	-	-
	Total		63963167	100.0000	63963167	-	100.0000	-
Public Institutions	E-Voting	13600949	11736146	86.2892	11736146	-	100.0000	-
	Ballot at AGM		-	-	-	-	-	-
	Postal Ballot		-	-	-	-	-	-
	Total		11736146	86.2892	11736146	-	100.0000	-
Public Non Institutions	E-Voting	7720107	5737	0.0743	5653	84	98.5356	1.4644
	Ballot at AGM		1141	0.0148	1141	-	100.0000	-
	Postal Ballot		-	-	-	-	-	-
	Total		6878	0.0891	6794	84	98.7785	1.2215
Total		85284223	75706191	88.7693	75706107	84	99.9999	0.0001



Linde India Limited
82nd Annual General Meeting held on 16 April 2018
Agenda-wise Results

Resolution Required : (Ordinary)

2 - Declaration of Dividend.

**Whether promoter/ promoter group are interested
in the agenda/resolution?**

No

Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes –Against	% of Votes in favour on votes polled	% of Votes against on votes polled
		[1]	[2]	[3]={[2]/[1]}*100	[4]	[5]	[6]={[4]/[2]}*100	[7]={[5]/[2]}*100
Promoter and Promoter Group	E-Voting	63963167	-	-	-	-	-	-
	Ballot at AGM		63963167	100.0000	63963167	-	100.0000	-
	Postal Ballot		-	-	-	-	-	-
	Total		63963167	100.0000	63963167	-	100.0000	-
Public Institutions	E-Voting	13600949	11736146	86.2892	11736146	-	100.0000	-
	Ballot at AGM		-	-	-	-	-	-
	Postal Ballot		-	-	-	-	-	-
	Total		11736146	86.2892	11736146	-	100.0000	-
Public Non Institutions	E-Voting	7720107	5737	0.0743	5653	84	98.5356	1.4644
	Ballot at AGM		1141	0.0148	941	200	82.4715	17.5285
	Postal Ballot		-	-	-	-	-	-
	Total		6878	0.0891	6594	284	95.8703	4.1297
Total		85284223	75706191	88.7693	75705907	284	99.9996	0.0004



Linde India Limited
82nd Annual General Meeting held on 16 April 2018
Agenda-wise Results

3 - Re-appointment of Ms. Desiree Co Bacher (DIN: 07097389) as a Director of the Company, liable to retire by rotation.

Resolution Required : (Ordinary)

Whether promoter/ promoter group are interested in the agenda/resolution?

No

Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes –Against	% of Votes in favour on votes polled	% of Votes against on votes polled
		[1]	[2]	[3]={[2]/[1]}*100	[4]	[5]	[6]={[4]/[2]}*100	[7]={[5]/[2]}*100
Promoter and Promoter Group	E-Voting	63963167	-	-	-	-	-	-
	Ballot at AGM		63963167	100.0000	63963167	-	100.0000	0.0000
	Postal Ballot		-	-	-	-	-	-
	Total		63963167	100.0000	63963167	-	100.0000	0.0000
Public Institutions	E-Voting	13600949	11736146	86.2892	11412486	323660	97.2422	2.7578
	Ballot at AGM		-	-	-	-	-	-
	Postal Ballot		-	-	-	-	-	-
	Total		11736146	86.2892	11412486	323660	97.2422	2.7578
Public Non Institutions	E-Voting	7720107	5737	0.0743	4323	1414	75.3487	24.6513
	Ballot at AGM		1141	0.0148	1141	-	100.0000	-
	Postal Ballot		-	-	-	-	-	-
	Total		6878	0.0891	5464	1414	79.4387	20.5613
Total		85284223	75706191	88.7693	75381117	325074	99.5706	0.4294



Linde India Limited
82nd Annual General Meeting held on 16 April 2018
Agenda-wise Results

4 - Ratification of appointment of M/s. Deloitte Haskins & Sells LLP, Chartered Accountants, as the Auditors of the Company.

Resolution Required : (Ordinary)

Whether promoter/ promoter group are interested in the agenda/resolution?

No

Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes –Against	% of Votes in favour on votes polled	% of Votes against on votes polled
		[1]	[2]	[3]={[2]/[1]}*100	[4]	[5]	[6]={[4]/[2]}*100	[7]={[5]/[2]}*100
Promoter and Promoter Group	E-Voting	63963167	-	-	-	-	-	-
	Ballot at AGM		63963167	100.0000	63963167	-	100.0000	-
	Postal Ballot		-	-	-	-	-	-
	Total		63963167	100.0000	63963167	-	100.0000	-
Public Institutions	E-Voting	13600949	11736146	86.2892	11736146	-	100.0000	-
	Ballot at AGM		-	-	-	-	-	-
	Postal Ballot		-	-	-	-	-	-
	Total		11736146	86.2892	11736146	-	100.0000	-
Public Non Institutions	E-Voting	7720107	5737	0.0743	5737	-	100.0000	-
	Ballot at AGM		1141	0.0148	1141	-	100.0000	-
	Postal Ballot		-	-	-	-	-	-
	Total		6878	0.0891	6878	-	100.0000	-
Total		85284223	75706191	88.7693	75706191	-	100.0000	-



Linde India Limited
82nd Annual General Meeting held on 16 April 2018
Agenda-wise Results

5 - Ratification of payment of remuneration to M/s. Bandyopadhyaya Bhaumik & Co., Cost Accountants, for the year ended 31 December 2018.

Resolution Required : (Ordinary)

Whether promoter/ promoter group are interested in the agenda/resolution?

No

Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes –Against	% of Votes in favour on votes polled	% of Votes against on votes polled
		[1]	[2]	[3]={[2]/[1]}*100	[4]	[5]	[6]={[4]/[2]}*100	[7]={[5]/[2]}*100
Promoter and Promoter Group	E-Voting	63963167	-	-	-	-	-	-
	Ballot at AGM		63963167	100.0000	63963167	-	100.0000	-
	Postal Ballot		-	-	-	-	-	-
	Total		63963167	100.0000	63963167	-	100.0000	-
Public Institutions	E-Voting	13600949	11736146	86.2892	11736146	-	100.0000	-
	Ballot at AGM		-	-	-	-	-	-
	Postal Ballot		-	-	-	-	-	-
	Total		11736146	86.2892	11736146	-	100.0000	-
Public Non Institutions	E-Voting	7720107	5737	0.0743	5737	-	100.0000	-
	Ballot at AGM		1141	0.0148	1141	-	100.0000	-
	Postal Ballot		-	-	-	-	-	-
	Total		6878	0.0891	6878	-	100.0000	-
Total		85284223	75706191	88.7693	75706191	-	100.0000	-

