McDOWELL HOLDINGS LIMITED

28th September, 2018

The Manager
Dept. of Corporate Services
BSE Limited
Phiroze Jeejeebhoy Tower
Dalal Street, Mumbai-400001

The Asst. Vice President
Listing Department
National Stock Exchange of India Ltd.
Exchange Plaza, C-1, Block – G
Bandra-Kurla Complex, Bandra (East)
Mumbai-400051

BSE Scrip Code:532852

NSE Symbol: MCDHOLDING

Sub: Proceedings of the 14th Annual General Meeting of the Company held on 28th September, 2018.

Dear Sirs,

Pursuant to Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, summary of the proceedings of the 14th Annual General Meeting of the Company held on Friday, 28th September, 2018 at Conference Hall, Level-1, UB Tower, UB City, No. 24, Vittal Mallya Road, Bangalore – 560 001 at 02:30 PM is enclosed herewith.

The same may please be treated as compliance of the applicable provisions.

Thanking you

Yours Faithfully

For **McDowell Holdings Limited**

Manoj Kumar
DGM-Legal & Company Secretary

McDOWELL HOLDINGS LIMITED

SUMMARY OF THE PROCEEDINGS OF THE 14TH ANNUAL GENERAL MEETING OF McDOWELL HOLDINGS LIMITED HELD ON FRIDAY, 28th SEPTEMBER, 2018 AT CONFERENCE HALL, 1ST FLOOR, UB TOWER, UB CITY, NO. 24, VITTAL MALLYA ROAD, BANGALORE – 560 001 AT 02:30 PM.

Present:

Mr. M. S. Kapur	Chairman of the Board [Chairman of the Audit Committee, Nomination and Remuneration Committee, Stakeholders Relationship Committee and Corporate Social Responsibility Committee]
Mrs. Tushita Patel	Director
Mr. Nitin Kochhar	Director
Mr. Manoj Kumar	DGM-Legal & Company Secretary
Mr. Arindam Ash	Chief Financial Officer
Mr. Ajay Kumar Vijay	Group Executive

47 members/corporate representative were present in persons representing 856 equity shares.

The Statutory Register as per the Companies Act, 2013, Auditors Report, Secretarial Audit Report and documents referred to in the Notice convening the Annual General Meeting were placed at the meeting and were available for inspection by the members of the Company.

Mr. M. S. Kapur, the Chairman of the Board who is also the Chairman of the Audit Committee, Nomination and Remuneration Committee, Stakeholders Relationship Committee and Corporate Social Responsibility Committee, Statutory Auditors and Secretarial Auditor of the Company were present at the meeting in person.

Mr. M. S. Kapur took the Chair as the Chairman of the Meeting and he called the Meeting to order after being confirmed by the Company Secretary that the quorum as per the provisions of Section 103 of the Companies Act, 2013 was present.

The Chairman of the Meeting welcomed the Members and introduced the Board Members and others on the dais and thereafter reviewed the operations of the Company and future prospects.

McDOWELL HOLDINGS LIMITED

With the permission of the Members present, the Notice of the Annual General Meeting was taken as read

As required under the Companies Act, 2013 the Chairman requested the Secretary to read the qualifications in the Statutory Audit Report and the Secretarial Audit Report. The same were read by the Company Secretary.

The Members were informed of the remote e-voting concluded on 27th September, 2018. The remote e-voting was open for three days i.e. 25-09-2018 to 27-09-2018 and the Members who have not voted through e-voting may cast their vote through ballot.

Thereafter, before the Poll, the resolutions as set out in following item Nos. 1 and 2 of the Notice convening this AGM were taken up ad-seriatim.

Ordinary Business:

1. Adoption of Accounts for the year ended March 31, 2018 and the Reports of the Auditors and Directors thereon.(Ordinary Resolution).

2. Re-appointment of Mrs. Tushita Patel as Director (DIN-07017591), liable to retire by rotation. (Ordinary Resolution).

Mr. Sudhir V. Hulyalkar, Company Secretary in Practice and a shareholder, was appointed as the Scrutinizer for the ballot process. Mr. Sudhir Hulyalkar who was also Scrutinizer for remote e-voting.

The Resolutions were put to vote through ballot for those who have not cast their vote through remote e-voting.

The poll started at 2:40 pm and concluded at 2:45 pm.

The Chairman informed that the results of remote e-voting and poll will be announced on receipt of the Scrutinizer's Report and will be placed on the Company's website and sent to the stock exchanges within the prescribed time and authorized the Company Secretary to report the proceedings of this meeting to the stock exchanges.

MG

McDOWELL HOLDINGS LIMITED

The voting result shall form part of the proceedings of this Annual General Meeting.

There after the Chairman thanked the Members for their participation and formally announce closure of the 14th Annual General Meeting of the Company at 2:50 pm.

M S Kapur
[Chairman]

Bangalore
Date: 28/09/2018