RICO AUTO INDUSTRIES LIMITED
REGD. & CORP. OFFICE : 38 K.M. STONE, DELHI-JAIPUR HIGHWAY, GURUGRAM -122001, HARYANA (INDIA)
EMAIL : rico@ricoauto.in WEBSITE : www.ricoauto.in TEL.: +91 124 2824000 FAX : +91 124 2824200
CIN : L34300HR1983PLC023187

RAIL:SEC:2017 September 22, 2017

BSE Limited Phiroze Jeejeebhoy Towers Dalal Street Mumbai - 400001 Scrip Code - **520008**	National Stock Exchange of India Limited Exchange Plaza, 5th Floor, Plot No.C/1, G Block Bandra-Kurla Complex Bandra (E), Mumbai - 400 051 Scrip Code - **RICOAUTO**

Sub : **Proceedings of 34th Annual General Meeting – 22nd September, 2017**

Dear Sir/Madam,

We wish to inform you that pursuant to Regulation 30 of SEBI (LODR) Regulations, 2015, the 34th Annual General Meeting (AGM) of the Company was held today i.e. on 22nd September, 2017 at 12.00 Noon at the Registered Office of the Company at 38 KM Stone, Delhi-Jaipur Highway, Gurugram - 122001 (Haryana).

We are enclosing herewith the copies of Proceedings and Chairman's Speech.

We request you to kindly take the same on records.

Thanking you,

Yours faithfully,
for **Rico Auto Industries Limited**

B.M. Jhamb
Company Secretary
FCS : 2446

Encl : As above

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SUMMERY OF PROCEEDING OF THE 34TH ANNUAL GENERAL MEETING OF RICO AUTO INDUSTRIES LIMITED

The 34th Annual General Meeting (AGM) of the members of the Company was held on Friday, 22nd day of September, 2017 at 12.00 Noon at the Registered Office of the Company at 38 K.M Stone, Delhi-Jaipur Highway, Gurugram - 122001, Haryana.

Shri Arvind Kapur, Chairman, CEO & Managing Director chaired the Meeting. He welcomed the members. The requisite quorum being present, the Chairman called the meeting to order and commenced the proceedings.

Shri Amarjit Chopra, Chairman of the Audit Committee and Stakeholder's Relationship Committee and Member of Nomination and Remuneration Committee, was present at the meeting. The other Directors present were Shri Arun Kapur, Shri Rakesh Kapur and Smt Upasna Kapur. The remaining Directors, due to their pre-occupation, could not attend the meeting. The representative of Statutory Auditors and Secretarial Auditors were also present at the meeting.

With the consent of all members present, the Notice of AGM and Directors' Report were taken as read. Shri B.M. Jhamb, Company Secretary read the Auditor's Report.

The copies of the Chairman's speech were circulated amongst the members present at the meeting. The members were briefed about the financial performance, overall business review and future outlook of the Company. Thereafter, the members were invited to ask questions and seek clarifications. The Chairman responded to the questions raised.

The members were informed that pursuant to Section 108 of the Companies Act, 2013, read with Rules made thereunder and Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company had provided remote e-voting facility to all its members to exercise their right to vote by electronic means from Tuesday, 19th September, 2017 ((9:00 a.m. IST) to Thursday, 21st September, 2017 (5.00 p.m. IST). Those members who had not exercised their votes through remote e-voting process, the facility to vote through Ballot Paper was made available to the members present at AGM venue. The following items were transacted at the meeting through polling by Ballot Paper:

ORDINARY BUSINESS

1. Adoption of the Audited Financial Standalone & Consolidated Statements for the year ended 31st March, 2017, together with the reports of the Board of Directors and Auditors thereon.

2. Declaration of dividend of Re.0.75 per equity share for the financial year ended 31st March, 2017.

3. Re-appointment of Shri Rakesh Kapur (DIN: 00100359), Director who retires by rotation and being eligible, offers himself for re-appointment.

4. Appointment of Statutory Auditors of the Company and to fix their remuneration.

SPECIAL BUSINESS

5. Ratification of the remuneration of Cost Auditors for the financial year 2017-18.

6. Approval of Related Party Transactions.

7. Approval of payment of Remuneration to Shri Arvind Kapur (DIN:00096308) Chairman, CEO & Managing Director of the Company.

The Chairman further informed the members that the Board of Directors has appointed Shri K.K Sachdeva, of M/s. K.K Sachdeva & Associates, Company Secretaries as Scrutinizer to scrutinize the remote e-voting process and voting at the AGM in a fair and transparent manner.

The Chairman announced that the combined results of the e-voting and poll will be announced within 48 hours from the conclusion of Meeting and the same shall be posted on the website of the Company, intimated to National Securities Depository Limited (NSDL) and notified to Stock Exchanges, where the equity shares of the company are listed. Further, a copy of the results shall also be placed on the Notice Board at the Registered Office of the Company.

The Chairman then thanked the members present and declared the meeting as closed. The meeting concluded at 12.50 p.m. with a vote of thanks to the Chair.

Thanking you,

Yours faithfully,
for **Rico Auto Industries Limited**

B.M Jhamb
Company Secretary
FCS: 2446