McLEOD RUSSEL
Believe in tea

9th August 2016

The Secretary
Bombay Stock Exchange Ltd
P.J. Towers, 25th Floor
Dalal Street,
MUMBAI –400 001
Scrip Code:532654

The Secretary
National Stock Exchange
of India Ltd, Listing Dept.
Exchange Plaza, 5th Fl.
Plot No.C/1, G-Block
Bandra-Kurla Complex
Bandra (E)
MUMBAI – 400 051
Scrip Code:MCLEODRUSS

The Secretary
The Calcutta Stock -
Exchange Association Ltd
7, Lyons Range
KOLKATA 700001
Scrip Code:10023930

Dear Sir,

Sub: PROCEEDINGS OF THE 18TH ANNUAL GENERAL MEETING HELD ON 8TH AUGUST 2016

In accordance with Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (Listing Regulations) we submit hereunder the Result of voting on various Resolutions placed before the Members at the 18th Annual General Meeting (AGM) of the Company held on 8th August 2016 at 11:00 a.m. at Kala Mandir, 48 Shakespeare Sarani, Kolkata – 700017.

The Result given below is in terms of the Report dated 9th August 2016 furnished by Mr. A. K. Labh, a Practicing Company Secretary who was appointed as the Scrutinizer to scrutinize the voting process in respect of the Resolutions placed at the 18th AGM in a fair and transparent manner:

Item No.	Resolution	Ordinary/Special	Result
Ordinary Business			
1	Adoption of the Audited Financial Statements of the Company for the financial year ended 31st March 2016, the Consolidated Financial Statements for the said financial year and the Reports of the Board of Directors and the Auditors.	Ordinary	Passed by requisite majority
2	Declaration of dividend for the Financial Year ended 31st March 2016.	Ordinary	Passed by requisite majority
3	Appointment of a Director in place of Mr. Brij Mohan Khaitan (holding DIN:00023771), who retires by rotation and being eligible, offers himself for re-appointment.	Ordinary	Passed by requisite majority
4	Appointment of a Director in place of Mr. Azam Monem (holding DIN:00023799), who retires by rotation and being eligible, offers himself for re-appointment.	Ordinary	Passed by requisite majority
5	Appointment of Messrs. Price Waterhouse, Chartered Accountants, as the Statutory Auditors of the Company and to authorize the Board of Directors to fix their remuneration.	Ordinary	Passed by requisite majority

(Contd....2

McLEOD RUSSEL INDIA LIMITED Kolkata

Item No.	Resolution	Ordinary/Special	Result
Special Business			
6	Special Resolution for approval of payment of remuneration for 2015-16 and waiver of recovery of excess remuneration paid to Mr. Aditya Khaitan (DIN:00023788) as the Managing Director of the Company during the year ended 31st March 2016.	Special	Not passed by requisite majority
7	Special Resolution for waiver of recovery of excess remuneration paid to Mr. R. Takru (DIN:00023796) as a Wholetime Director of the Company during the year ended 31st March 2016.	Special	Passed by requisite majority
8	Special Resolution for waiver of recovery of excess remuneration paid to Mr. A. Monem (DIN:00023799) as a Wholetime Director of the Company during the year ended 31st March 2016.	Special	Passed by requisite majority
9	Special Resolution for waiver of recovery of excess remuneration paid to Mr. K. K. Baheti (DIN:00027568) as a Wholetime Director of the Company during the year ended 31st March 2016.	Special	Passed by requisite majority
10	Ratification of remuneration payable to the Cost Auditors in terms of Section 148 of the Companies Act, 2013.	Ordinary	Passed by requisite majority

The voting on all the above Resolutions was conducted by way of voting through electronic means from any place other than the venue of the Meeting (remote e-voting) as also by way of voting through Ballot at the AGM venue to enable the Members attending the AGM, who had not already cast their votes by remote e-voting, to exercise their voting rights at the AGM.

Please take the above on record.

Thanking you,

Yours faithfully,
McLEOD RUSSEL INDIA LIMITED

(A. GUHA SARKAR)
SENIOR VICE PRESIDENT &
COMPANY SECRETARY

McLEOD RUSSEL INDIA LIMITED Kolkata