



Harrisons Malayalam Limited

24/1624, Bristow Road, Willingdon Island, Cochin 682003

CIN: L01119KL1978PLC002947

Website: www.harrisonsmalayalam.com Email id: secretarial@harrisonsmalayalam.com

Tel: 0484-2668023 Fax: 0484-2668024

27th September, 2014

Listing Department BSE Limited 25 th Floor, PJ Towers, Dalal Street Mumbai - 400 001	Listing Department NSE Limited Exchange Plaza, C-1 Block G Bandra Kurla Complex, Bandra, East Mumbai - 400 051	Cochin Stock Exchange Ltd. Gaffoor Memorial Cultural Complex, 36/1585, 4 th floor, Judges Avenue Cochin 682017
--	---	--

Dear Sir

Sub : Proceedings of 37th Annual General Meeting of the Company held on 26th September 2014

Pursuant to the provision of the clause 31(d) of the Listing Agreement, it is hereby informed that the 37th Annual General Meeting of the Company was duly held on Friday, the 26th day of September 2014 at 10.00 AM at Kerala Fine Arts Hall, Fine Arts Avenue, Foreshore Road, Cochin – 682016

The proper quorum was present and all the items of business as mentioned in the Annual General Meeting Notice dated 8th August 2014 were discussed and based on the report of the Scrutinizer, all the resolutions were declared as duly passed by requisite majority by e-voting and by Poll.

Ordinary Business

1. To receive, consider and adopt the audited financial statements for the year ended March 31, 2014 and the audited consolidated financial statements for the year ended on that date and the Reports of the Board of Directors and Auditors thereon.
2. To declare a dividend.
3. To appoint a Director in place of Shri. Sanjiv Goenka (DIN: 00074796) who retires by rotation and, being eligible, offers himself for reappointment.
4. To appoint a Director in place of Shri. Ajit Singh Chouhan (DIN: 02284557) who retires by rotation and, being eligible, offers himself for reappointment.



①



5. To appoint Messrs. Price Waterhouse, Chartered Accountants (Firm Registration No.301112E) as the Auditors of the Company for a period of three years and to fix their remuneration.

Special Business

6. To appoint Shri. Haigreve Khaitan (DIN: 00005290) as Non - Executive Independent Director of the Company to hold office for a period of 5 (five) consecutive years with effect from October 1, 2014 upto September 30, 2019.
7. To appoint Shri. Golam Momen (DIN: 00402662) as Non-Executive Independent Director of the Company to hold office for a period of 5 (five) consecutive years with effect from October 1, 2014 upto September 30, 2019.
8. To appoint Shri. J M Kothary (DIN: 00015254) as Non-Executive Independent Director of the Company to hold office for a period of 5 (five) consecutive years with effect from October 1, 2014 upto September 30, 2019.
9. To appoint Shri. Umang Kanoria (DIN: 00081108) as Non-Executive Independent Director of the Company to hold office for a period of 5 (five) consecutive years with effect from October 1, 2014 upto September 30, 2019.
10. To appoint Smt. Sucharita Basu (DIN: 06921540) as a Director with immediate effect and also as an Independent Director of the Company to hold office for a period of 5 (five) consecutive years with effect from October 1, 2014 upto September 30, 2019.
11. To appoint Shri. Ashok Bachan Goyal (DIN: 00035392) as a Whole-Time Director of the Company and to pay remuneration for the period from April 14, 2014 to July 24, 2014.
12. To appoint Shri. N. Dharmaraj (DIN: 00912004) as a Whole-Time Director of the Company and to pay remuneration for the period from August 8, 2014 to December 31, 2015.
13. To revise the remuneration for Shri. V. Venugopal, Manager of the Company for the period of 1 year from August 14, 2014 to August 13, 2015.
14. To approve under Section 180(1)(c) of the Companies Act 2013 to borrow not exceeding Rs.150 Crores over and above the aggregate of the paid up capital and free reserves.
15. To authorize the Board of Directors to lease or mortgage or create charge and/or hypothecate the whole or substantially the whole of the undertakings of the Company as per section 180(1)(a) of the Companies Act, 2013.



16. To Ratify the Remuneration of M/s. Shome & Banerjee, Kolkata (Firm Regn No. 000001) Cost Auditors of the Company for the year ending 31st March 2015.

Please note that the voting results were intimated to the Stock Exchanges in the format prescribed under clause 35A of the Listing Agreement on 27th September 2014.

A copy of the Scrutinizer Report is also attached.

Kindly take this intimation on record.

Thanking you

Yours faithfully
For HARRISONS MALAYALAM LIMITED



RAVI A
Company Secretary

