



Excel Industries Ltd.

Corporate & Registered Office



27th July, 2016

BSE Ltd.
Listing Department,
Pheeroze Jeejeebhoy Towers,
Dalal Street,
Fort,
Mumbai-400 001

National Stock Exchange of India Ltd.
Listing Department,
Exchange Plaza,
Bandra-Kurla Complex, Bandra (E),
Mumbai-400 051

Sub: Proceedings of the Annual General Meeting

Ref: BSE Script Code: 500650; NSE Script Code: EXCELINDUS

Dear Sir,

This is to inform you that the 55th Annual General Meeting of the Company was held on 26th July, 2016 at Rama & Sundri Watumull Auditorium, K C College, Dinshaw Wachha Road, Churchgate, Mumbai-400 020.

In this regard, please find attached Proceedings of the Annual General Meeting under Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirement) Regulations, 2015

Thanking you,

Yours faithfully,
For Excel Industries Limited

S K Singhvi
Company Secretary

Encl: as above



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PROCEEDINGS OF THE FIFTY-FIFTH ANNUAL GENERAL MEETING OF THE MEMBERS OF EXCEL INDUSTRIES LIMITED HELD ON TUESDAY, THE 26TH JULY, 2016, AT 3.00 P.M. AT RAMA & SUNDRI WATUMULL AUDITORIUM, KISHINCHAND CHELLARAM COLLEGE, DINSHAW WACHHA ROAD, CHURCHGATE, MUMBAI-400 020

DIRECTORS PRESENT

Mr. A C Shroff, Chairman & Managing Director
Mrs. Usha A Shroff, Executive Vice Chairperson
Mr. Ravi A Shroff, Executive Director
Mr. Dipesh K Shroff, Chairman of Stakeholders' Relationship Committee
Mr. Atul G Shroff
Mr. H. N. Motiwalla, Chairman of Audit Committee and
Nomination and Remuneration Committee
Mr. P. S. Jhaveri
Mr. R.N. Bhogale
Mr. M. B. Parekh
Mr. S. S. Vaidya
Mr. R. M. Pandia
Mr R K Sood

Other Attendees Mr. S K Singhvi, Company Secretary
Mr. Jayesh Gandhi, Partner, S R B C & Co. LLP, Statutory Auditors
Mr. Prashant Diwan, Practicing Company Secretary, the Scrutinizer and Secretarial Auditor

116 shareholders were present.
10 proxies representing 5843419 shares were received.

Mr. Ashwin C. Shroff, Chairman & Managing Director of the Company, took the Chair and welcomed the members and introduced the Directors and other invitees on the dais.

The requisite quorum being present the Chairman commenced the meeting at 3.00 p.m.

He mentioned that following registers were open to shareholders for inspection as required under Companies Act, 2013.

- (i) The Register of Directors and Key Managerial Personnel with their shareholding,
- (ii) The Register of Contracts and Arrangements,
- (iii) The Register of Proxies, and
- (iv) Report of Statutory Auditors and Secretarial Auditor



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He then, with the consent of the Members, took the Notice convening the Meeting as read.

The Chairman stated that Statutory Auditors and Secretarial Auditor of the Company had given unqualified audit report for the year ended 31st March, 2016.

Thereafter, the Chairman made his speech. The Chairman invited the members to express their views and ask questions, if any, on audited financial statements for the year 2015-16 and the Resolutions contained in the Notice of the AGM. All the questions raised by the members were answered satisfactorily.

The Chairman stated the members that as per the requirements of Listing Regulations and the Companies Act, 2013, the Company had provided remote e-voting facility to the Members to vote on all the Resolutions set out in the notice convening the Meeting and the remote e-voting was duly conducted between 23rd July, 2016 and 25th July, 2016.

He further stated that for the members who had not availed the remote e-voting facility, for them the Company had made arrangement for voting through ballot paper, in accordance with the provisions of the Companies Act, 2013 and Mr. Prashant Diwan, an experienced Practicing Company Secretary, had been appointed as a scrutinizer to scrutinize the remote e-voting and ballot paper process.

He then requested the Scrutinizer to show the empty ballot box to the Members.

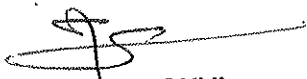
Thereafter, the Chairman requested members to cast their votes and drop the ballot paper in the ballot box.

The members having deposited the ballot papers in the ballot box, the scrutinizer sealed the ballot box.

The Chairman, informed that the combined results along with the Scrutinizer's Report would be intimated to the concerned Stock Exchanges and would be placed on the Company's website and on the website of Central Depository Services (India) Limited within 48 hours of the conclusion of the meeting.

The meeting then ended with a vote of thanks to the Chair at 4.35 p.m.

For **EXCEL INDUSTRIES LIMITED**


S. K. SINGHVI
Company Secretary