



emami* limited

To,

Date: 5th August, 2016

The Secretary,
National Stock Exchange Ltd.
Plot no. C/1, G Block
Bandra Kurla Complex
Bandra (E)
Mumbai - 400 051

The Secretary,
The Bombay Stock Exchange Limited.
Phiroze Jeejeebhoy Towers,
Dalal Street
Mumbai - 400 001.

The Secretary,
The Calcutta Stock Exchange,
7, Lyons Range,
Kolkata-700001

Dear Sirs,

33rd Annual General Meeting

In compliance of Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, please find the enclosed summary of the proceedings of the 33rd Annual General meeting (AGM) of the Company held on 3rd August, 2016 at Kolkata.

This is for your information and record.

Thanking You,

Yours faithfully,
For Emami Limited,

A K Joshi
Company Secretary & VP-Legal
Encl: As Above

Summary of the proceedings of the 33rd Annual General Meeting

The 33rd Annual General Meeting (AGM) of the Members of Emami Limited was convened at 11:30 a.m. on Wednesday, 3rd August, 2016, at South City International School, Kolkata- 700068 and concluded at 1:50 p.m.

- Shri R.S. Agarwal, Chairman of the Company, chaired the Meeting. The business before the meeting was taken up as the quorum was present, which remained present throughout the meeting. 568 members were present in person or through proxy in the meeting.
- The Chairman addressed the members covering highlights on the performance of the company.
- The Chairman gave the opportunity to the Members to ask questions/ seek clarifications on the agenda items and the members' queries/clarifications were replied.
- The Chairman covered the items of Ordinary as well as Special business before the meeting, as listed under serial No. 1 to 13 below. Shri R.S. Goenka, whole time Director chaired the proceedings in respect of the items of business where Shri R.S. Agarwal was deemed to be interested.
- Facility of casting votes by remote e-voting was provided to the members from 30th July to 2nd August, 2016 at 5:00 p.m. e-voting as well as Ballot voting facility was also provided at the venue.

The following items of businesses as per the notice of 33rd AGM were transacted :

Ordinary Business

1. Adoption of the Audited Financial Statements (including Audited Consolidated Financial Statements) for the Financial Year ended March 31, 2016, together with the Reports of the Board of Directors and Auditors thereon.(Ordinary Resolution)
2. Declaration of Dividend on Equity Shares. (Ordinary Resolution)
3. Appointment of Smt. Priti A Sureka (holding DIN 00319256) as Director, who retires by rotation and being eligible, offers herself for re-appointment. (Ordinary Resolution)
4. Appointment of Shri Prashant Goenka (holding DIN 00703389) as Director, who retires by rotation and being eligible, offers himself for re-appointment. (Ordinary Resolution)



5. Appointment of Shri A. V. Agarwal (holding DIN 00149717) as Director, who retires by rotation and being eligible, offers himself for re-appointment. (Ordinary Resolution)
6. Ratification of appointment of M/s S. K. Agrawal & Co., Chartered Accountants, (Firm registration No. 306033E) as Statutory Auditors for financial year 2016-17 and to fix their remuneration. (Ordinary Resolution)

Special Business

7. Approval to reappointment of Shri Mohan Goenka (holding DIN 00150034) as a Whole-time Director of the Company. (Ordinary Resolution)
8. Approval to reappointment of Shri H.V. Agarwal (holding DIN 00150089) as a Whole-time Director of the Company. (Ordinary Resolution)
9. Approval to reappointment of Shri S.K. Goenka (holding DIN 00149916) as a Managing Director of the Company. (Ordinary Resolution)
10. Regularization/Appointment of Smt. Rama Bijapurkar (holding DIN 00001835) as an Independent Director of the Company for the period of three years. (Ordinary Resolution)
11. Approval to continuation of holding of office by Shri R. S. Agarwal (holding DIN 00152996) as an Executive Chairman of the Company after attaining the age of 70 years during his term of appointment. (Special Resolution)
12. Approval to continuation of holding of office by Shri R. S. Goenka (holding DIN 00152880) as Whole-time Director of Company upon attaining the age of 70 years during his term of appointment. (Special Resolution)
13. Ratification of the fee of Rs.1,35,000 (Rupees One lakh thirty five thousand only) payable to M/S V. K. Jain & Co, Cost Auditors for conducting audit of the cost records of the Company for the financial year 2016-17. (Ordinary Resolution)

All the Resolutions as per the agenda of the 33rd AGM were passed by the Members by the requisite majority through e-voting and ballot voting.

