

MP Birla Group
Udyog Vihar, P.O. Chorhata,
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**BRIEF PROCEEDINGS OF THE 26TH ANNUAL GENERAL MEETING OF
BIRLA CABLE HELD ON 31ST JULY, 2018**

The 26th Annual General Meeting of the members of the Company was held on 31st July, 2018 at 2.30 P.M. at the Registered Office of the Company at Udyog Vihar, P.O. Chorhata, Rewa-486006 (M.P.).

Shri R.C Tapuriah, Director of the Company took the Chair and presided the meeting in accordance with the Article 66 of the Articles of Association of the Company. Shri R.C. Tapuriah is the Chairman of the Audit Committee, Nomination & Remuneration Committee and Stakeholders Relationship Committee.

Sixty Three (63) Members were present in person including Fifteen (15) Body Corporate Members present through their authorised representatives and Six (6) Members were represented by their Proxies.

The quorum was present at the commencement of the Meeting as well as at the time of consideration of each item of business. The Chairman confirmed the compliance with the applicable provisions of the Companies Act, 2013 and rules made thereunder, applicable provisions of the Secretarial Standard on General Meetings (SS-2) issued under Section 118 (10) of the Companies Act, 2013 with respect to calling, convening and conducting the Annual General Meeting.

The Register of Directors and Key Managerial Personnel and their Shareholding maintained under Section 170 of the Companies Act, 2013 read with Rule 17 of the Companies (Appointment and Qualification of Directors) Rules, 2014; the Register of Contracts or Arrangements in which Directors are interested maintained under Section 189 of the Companies Act, 2013; Register of Proxies; Audited financial statements for the year ended 31st March, 2018; Independent Auditors' Report on the audited financial statements of the Company; Secretarial Audit Report; Memorandum and Article of Association of the Company, were open and accessible during the continuance of the meeting to any member having a right to attend the Meeting.

The Chairman informed the members that pursuant to provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended by the Companies (Management and Administration) Amendment Rules, 2015 and Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company has extended to its members facility to exercise their right to vote by electronic means in respect of the business to be transacted at the Twenty Sixth Annual General Meeting. The remote e-voting commenced on 27th July, 2018 (at 9:00 am) and ended on 30th July, 2018 (at 5:00 pm). Shri Rajesh Kumar Mishra, Practicing Company Secretary or failing him Shri R.S. Bajaj, Practicing Company Secretary was appointed as Scrutinizer to scrutinize the remote e-voting process in a fair and transparent manner. The facility for voting through Ballot process by distributing ballot/poll paper has been



The Chairman apprised the members about the performance of the Company during the financial year 2017-18 and the prevailing business condition in Cable Industry. The Chairman then invited the Members to ask questions, if any, and/or otherwise offer their view/comments. The queries raised and suggestions made by Members in the Meeting were duly and satisfactorily replied by the Chairman.

The Chairman then proceeded with the business of the Meeting for the items of Ordinary and Special Business as per Notice of the 26th AGM of the Company. All the 4 (Four) resolutions were moved for consideration and approval of the Members. The resolutions, briefly, related to:

ORDINARY BUSINESS:

1. Resolution No.1: Ordinary Resolution

Adoption of audited financial statements of the Company for the financial year ended 31st March, 2018 and the reports of the Board of Directors and Auditors thereon.

2. Resolution No.2: Ordinary Resolution

Declaration of Dividend at the rate of Rs. 1/- (Rupee One) only per equity share of the face value of Rs. 10/- (Rupees Ten) each fully paid-up for the financial year ended 31st March, 2018.

3. Resolution No.3: Ordinary Resolution

Re-appointment of Shri D.R. Bansal (DIN:00050612) as a Director, who retires by rotation at the Annual General Meeting and being eligible, offers himself for re-appointment.

SPECIAL BUSINESS:

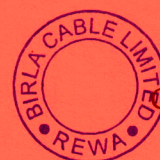
4. Resolution No.4: Ordinary Resolution

Ratification of remuneration to be paid to Messers D. Sabyasachi & Co., Cost accountants, the Cost Auditors of the Company for the financial year ending 31st March, 2019.

Thereafter, the Chairman ordered for a poll to be taken at the Meeting on all the 4 (four) resolutions for the Ordinary as well as Special Business as set out under Item No(s). 1, 2, 3 and 4 of the Notice of the 26th AGM of the Company. The Scrutinizers inspected and locked the empty Ballot box in the presence of the Members and proxies present in the Meeting. The Chairman then requested the Members and proxies present in the Meeting to cast their vote(s) and put the ballot papers in the Ballot box, if they have not voted through remote e-voting facility made available by the Company.

After completion of poll process, the Chairman informed that based on consolidated Scrutinizer's Report, the combined results of remote e-voting and voting at the Meeting (poll) will be declared on 1st August, 2018 at 3.00 p.m. at the Registered Office of the Company at Udyog Vihar, P.O. Chorhata, Rewa - 486006 (M.P.).

For Birla Cable Limited



Somesh Laddha
(Somesh Laddha)
Company Secretary