

IGC INDUSTRIES LIMITED

(Formerly known as IGC Foils Limited)

CIN: L51909WB1980PLC032950

Regd. Office: Imax Lohia Square, Office No. 4B, 4th Floor, Premises No.23, Gangadhar Babu Lane,
Kolkata, West Bengal-700012

Email ID: igcfoils@gmail.com

Website: www.igcindustriesltd.com

Date: 27th September, 2019

To
The Listing Department,
Bombay Stock Exchange Ltd.
Phirozee Jeejeebhoy Towers,
Dalal Street, 25th Floor,
Mumbai — 400001.

Scrip Code: 539449

Ref: Proceedings of 38th Annual General Meeting of IGC Industries Limited (“Company”) held on 27th September, 2019, pursuant to Regulation 30 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements), Regulations 2015.

Dear Sir(s)/Madam,

Pursuant to Regulation 30 read with Para A of Schedule III of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“Listing Regulations”), please find enclosed herewith proceedings of the 38th Annual General Meeting of the Company held on Friday, 27th September, 2019 which started at 11.00 A.M. at Unit No. 3/A, Imax Lohia Square, 23, Gangadhar Babu Lane, 4th Floor, Kolkata, Mumbai – 700 012.

Kindly take the same on record and acknowledge the receipt.

Thanking You,

For IGC Industries Limited



Bhavesh Vora
Director
DIN: 02365683

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Proceedings of 38th Annual General Meeting of IGC Industries Limited

The 38th Annual General Meeting ("**AGM**") of the Company was held on Friday, 27th September, 2019 at 11.00 A.M., at Unit No. 3/A, Imax Lohia Square 23, Office No. 4B, 4th floor, Premises No. 23, Gangadhar Babu Lane, Kolkata – 700 012, West Bengal.

Ms. Swati Dhanuka, Company Secretary, welcomed the members to the 38th Annual General Meeting of the Company and introduced the Directors on the Dais.

She then requested Ms. Prachi Marwah, Chairman & Managing Director, to occupy the Chair & conduct the proceedings.

Ms. Prachi Marwah, Chairman of the Company chaired the proceedings of the Meeting.

The Chairman declared that the requisite quorum was present.

The Chairman declared that all the books and records required under the Companies Act, 2013 to be kept at the Annual General Meeting are available for inspection.

With the permission of the members, the Chairman declared that the Notice convening the Meeting, having been circulated to the members to be taken as read.

The Chairman then read out qualification, observations or comments on financial transactions or matters, which have adverse effects on the functioning of the company as mentioned in the statutory and/or Secretarial auditors' report as specified under section 145 of the Companies Act, 2013. The Chairman then also mentioned that explanation of the management on the same has been mentioned in the Director's Report.

She then delivered her speech. She explained the members the performance and various other operational aspects of the Company.

Ms. Shabnam Parveen, Company Secretary, informed that pursuant to Section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014 along with amendments thereto and Regulation 44 of the SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015 and Secretarial Standard - 2 issued by the Institute of Company Secretaries of India, the Company had provided facility for remote e-voting ("**e-voting**") to all the members as on the cut-off date as mentioned in the notice of AGM through NSDL in respect of all the items to be transacted at this AGM. The remote e-voting period was commenced on 24th September, 2019 (9.00 a.m. IST) and ended on 26th September, 2019 (5.00 p.m. IST).

In e-voting, the shareholders have voting rights in proportion to their shares in the paid up equity capital and therefore to maintain the parity, poll is being called on all resolutions, instead of show of hands.

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Member's who have already voted through e-voting process, shall not be debarred from participation in the meeting, but he / she shall not be entitled to vote again in meeting and the vote cast by him / her through e-voting shall be treated as final.

Ms. Namita Agarwal, Practicing Company Secretary was appointed as Scrutinizer to conduct the poll in a fair and transparent manner and report on the results of the poll. The consolidated results of the poll and e-voting will be declared within 48 hours and it will be filed with Stock Exchanges and uploaded on the website of the Company and NSDL. In the usual course, the Members are requested to propose and second the Resolutions before the poll is taken on all the Resolutions.

The following businesses were put up for Shareholders approval at the Meeting as set out in the Notice of 38th AGM:

SN	Particulars	Nature of Resolution
Ordinary Business		
1	To receive, consider and adopt the audited accounts of the Company for the year ended on 31st March, 2019 along with the reports of the Directors and Auditors thereon.	Ordinary Resolution
2	To Appoint M/s. PMPK & Company, Chartered Accountants, as Statutory Auditors of the Company.	Ordinary Resolution
Special Business		
3	Appointment of Mr. Bhavesh Vora (Din no.: 02365683) as an Independent Director.	Ordinary Resolution
4	Appointment of Mr. Shailesh Muknak (Din no.:08480694) as a Whole Time Director	Special Resolution
5	Appointment of Mrs. Prachi Marwah (DIN: 08480611) as Managing Director of the Company.	Special Resolution
6	Approval of Related Party Transaction	Special Resolution
7	Approval of charges for service of documents on the shareholders	Ordinary Resolution
8	Approval of the limits for the Loans and Investment by the Company in terms of the provisions Section 186 of the Companies Act, 2013.	Special Resolution

Several Members raised the queries pertaining to certain items which were suitably replied by the Chairman cum Managing Director.

The Chairman then requested scrutinizer to complete the poll process and then submit the report to her / person authorized by him.

The members then cast their votes on the ballot papers and deposited the same in the Poll box placed in the meeting hall. The Chairman informed the members that the consolidated result of e-voting and poll

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would be announced within 48 hours and also be intimated to the Stock Exchanges and posted on the website of the Company as well as of NSDL. The result would be also displayed on the notice board at the registered office and corporate office of the Company.

Voting results and other details in prescribed format as per SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 to be filed separately as per online filing requirement.

The Chairman thanked the members present and declared the meeting as closed.

The meeting concluded at 11.50 A.M. after the members present at the meeting cast their votes.

This is for your information and record.

Thanking you,

Yours faithfully,

For IGC Industries Limited

A blue circular stamp with the text "IGC INDUSTRIES LIMITED" around the perimeter and a star in the center. A handwritten signature in blue ink is written over the stamp.

Bhavesh Vora
Director
DIN: 02365683