



EMAMI FRANK ROSS LTD.

OIC

Date: 29.09.2016

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

Dear Sir,

Proceeding of 98th 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 98th Annual General Meeting (AGM) of the Company, held on 28th September, 2016 at 7, Jawaharlal Nehru Road, Kolkata-700013.

This is for your information & record.

Thanking You,

Yours Faithfully,

For Emami Frank Ross Limited

Anurag Jais

Director
DIN No: 01184323

Encl: As stated above



Emami Group Venture

Emami Frank Ross Ltd., 7, Jawaharlal Nehru Road, Kolkata - 700 013, Phone : 2228 6042 / 0066 / 0067, Fax : 2228 5821

E-mail : info@frankrosspharmacy.com, Website : www.frankrosspharmacy.com

CIN No. L24232WB1919PLC003123

Summary of proceedings of the 98th Annual General Meeting

The 98th Annual General Meeting (AGM) of the Members of Emami Frank Ross Limited was convened at 11:00 A.M. on Wednesday, 28th September, 2016 at 7, Jawaharlal Nehru Road, Kolkata-700013 and concluded at 12.30 P.M.

- Mr. Rajendra Kumar Jatia was elected as the Chairman of the meeting. The business before the meeting was taken up as the quorum was present, which remained present throughout the meeting. 39 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 12 below. Mr. Pramod Bajoria, Director chaired the proceedings in respect of the items of business where Mr. Rajendra Kumar Jatia was deemed to be interested.
- Facility of casting votes by remote e-voting was provided to the members from Sunday, 25th September, 2016 from 10:00 a.m. and ends on Tuesday, 27th September, 2016 5:00 p.m. (IST) as well as Ballot voting facility was also provided at the venue.

The following items of business as per notice of 98th Annual General Meeting were transacted:

Ordinary Business & Ordinary Resolution

- 1) Adoption of Audited Financial Statements for the financial year ended 31st March, 2016, together with the Reports of the Board of Directors and Auditors thereon.
- 2) Appointment of Mrs. Chadaravalli Srinivasa Bhatta Nalini (DIN: 06806913) as Director, who retires by rotation & being eligible, offers herself for re-appointment.
- 3) Ratification of appointment of M/s S. K. Agrawal & Co. Chartered Accountants, (Firm Registration No. 306033E) as Statutory Auditors for the Financial Year 2016-17 and to fix their remuneration.

Special Business & Ordinary Resolution

- 4) Approval to contribute to charitable and other funds not directly related to the business of the company or the welfare of its employees u/s 81 of the Companies Act 2013.
- 5) Appointment/Regularization of Mr. Pramod Kumar Shah (DIN 00343256) as an Independent Director of the Company for the period of five years.



Rajendra Kumar Jatia

Special Business & Special Resolution

- 6) Approval to give power to Board for Borrowings u/s 180 (1) (c) of the Companies Act, 2013
- 7) Approval for reappointment & fixing remuneration of Mr. Rajendra Kumar Jatia (DIN 00083054) as a Managing Director of the Company.
- 8) Approval for reappointment & fixing remuneration of Mr. Anurag Jatia (DIN 01184328) as a Whole Time Director of the Company.
- 9) Approval for fixing remuneration of Mrs. Chadaravalli Srinivasa Bhatta Nalini (DIN 06806913), Whole Time Director of the Company.
- 10) Approval for reappointment of Mr. Rajendra Kumar Jatia (DIN 00083054) who has attained the age above Seventy Years as a Managing Director of the Company.
- 11) Approval to give power to Board u/s 180 (1) (a) of the Companies Act, 2013
- 12) Approval to give power to Board to give any loan, guarantee or acquiring by way of subscription in any other body corporate in excess of limit prescribed in section 186.

All the Resolutions as per the agenda of the 98th AGM were passed by the Members by the requisite majority through e-voting.



Anurag Jatia