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GIL:SEC:17/18:
August 5, 2017

Bombay Stock Exchange Limited
The Corporate
Relationship Department
1st Floor, New Trading Ring,
Rotunda Bldg., P.J.Towers,
Dalal Street,
Mumbai 400 001.

Scrip Code – 509488
Sir,

The Manager
Listing Department
National Stock Exchange
Exchange Plaza, 5th Floor,
Plot No-C/1, G Block,
Bandra-Kurla Complex,
Bandra (E)
Mumbai 400 051
Symbol - GRAPHITE

Sub: 42nd Annual General Meeting of the Company held on 4th August, 2017


Ref: Regulation 30 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015

In terms of Regulation 30 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, we are enclosing herewith a summary of the proceedings of 42nd Annual General Meeting (AGM) of the Company held on Friday, 4th August, 2017 at Kolkata.

Kindly take the same on record.

Thanking you,

Yours faithfully,
For Graphite India Limited


B. Shiva
Company Secretary

d\from April 2017\ stock exchange from April 2017

GRAPHITE INDIA LIMITED

Summary of the proceedings of the 42nd Annual General Meeting pursuant to Regulation 30 of SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015.

The 42nd Annual General Meeting (AGM) of the members of Graphite India Limited (GIL) was convened at 12.30 P.M. on Friday, 4th August, 2017 at Satyajit Ray Auditorium, Indian Council for Cultural Relations (ICCR), 9A, Ho Chi Minh Sarani, Kolkata 700071. Mr. K K Bangur, Chairman, chaired the meeting.

The quorum being present, the Chairman called the meeting to order. There were 792 members present in person or through proxy and the quorum was present throughout the meeting. The Chairman delivered his speech to the shareholders. The Chairman there-after put forth the items to be transacted before the meeting as set out in the Notice of 42nd AGM and invited queries / comments from members or seek clarifications, if any on the agenda items. There-after, he responded to the queries / comments of the members.

It was informed that the facility of casting votes by –

- Remote e-voting was provided to members from Tuesday, 1st August, 2017 (9.00 A.M. IST) and ended on Thursday, 3rd August, 2017 (5.00 P.M. IST) and
- Facility for voting through ballot paper was made available at the AGM venue to enable members attending the meeting who had not cast their vote electronically, to exercise their right to vote at the meeting venue.
- Members who have already electronically voted are not entitled to vote through ballot paper.

The following items of business were transacted at the 42nd AGM:

Ordinary Business:

- Consider and adopt the Audited Financial Statements (standalone & consolidated) of the Company for the financial year ended 31st March, 2017 and the Reports of Directors and Auditors thereon.
- Declare dividend @ Rs. 2/- per equity share for the year ended 31st March, 2017.
- Appointment of a Director in place of Mr. J D Curavala, (DIN 00277426) who retired by rotation and being eligible, offered himself for re-appointment.
- Appointment of S R Batliboi and Co. LLP, Chartered Accountants, (Firm Registration No. 301003E/E300005) as the Auditors of the Company for a term of five consecutive years to hold office from conclusion of the 42nd AGM until the conclusion of the 47th AGM of the Company (in place of Price Waterhouse, Chartered Accountants) and fixation of their remuneration. (Ordinary Resolution)

Special Business:

- Authority to Board of Directors, pursuant to Section 197 and other provisions of Companies Act, 2013 (“Act”) to pay remuneration by way of commission at its discretion to one or more of the directors, other than the Executive Director of the Company, upto overall limit prescribed in the Act for a period of five financial years commencing from 01.04.2017 (Ordinary Resolution).
- Approve remuneration payable to Cost Auditors for financial year ending 31.03.2018 (Ordinary Resolution).
- Approve issue of non-convertible debentures / bonds upto Rs. 2000 crore for cash at par on private placement basis (Special Resolution).
- Adoption of new Articles of Association in substitution of the existing Articles of Association of the Company (incorporating provisions in line with the provisions of Companies Act, 2013) (Special Resolution).

Voting results in the prescribed format would be separately informed.


B. Shiva 5/8/2017
Company Secretary