

Ref: SEC/SE/2017-18/51
Date: July 27, 2017



Scrip Symbol: NSE & MSEI – DABUR, BSE Scrip Code: 500096

To,
Corporate Relation Department
Bombay Stock Exchange Ltd.
Phiroze Jeejeebhoy Towers
Dalal Street, Mumbai- 400001

National Stock Exchange of India Ltd.
Exchange Plaza, 5th Floor
Plot No. C/1, G Block Bandra – Kurla Complex
Bandra (E), Mumbai – 400051

Metropolitan Stock Exchange Limited (MSEI)
4th Floor, Vibgyor Towers, Plot No. C-62
G-Block, Opposite Trident Hotel,
Bandra Kurla Complex,
Bandra (E), Mumbai - 400098

Sub: Summary of Proceedings of 42nd Annual General Meeting ("AGM")

Dear Sir(s),

We would like to inform you that the 42nd AGM of Dabur India Limited (hereinafter "**the Company**") was held on 26th July 2017 at 11.00 A.M. at the Air Force Auditorium, Subroto Park, New Delhi – 110010, to transact the businesses as stated in the Notice dated May 1, 2017 convening the AGM.

In this regard, please find enclosed herewith summary of proceedings of the AGM of the Company as required under Regulation 30, Part A of the Schedule – III of the SEBI (Listing Obligations and Disclosure Requirements, 2015 (hereinafter "**SEBI LODR Regulations**") – **Annexure – 1**.

This is for your information and records.

Thanking You,

Yours faithfully,

For **Dabur India Limited**


(A.K. Jain)

V P (Finance) and Company Secretary


Encl: as above



Annexure-1 – Summary of Proceedings of the 42nd Annual General Meeting ("AGM") of Dabur India Ltd.

The 42nd AGM of the Company was held on Wednesday, July 26, 2017 at 11.00 A.M. at the Air Force Auditorium, Subroto Park, New Delhi – 110010.

Dr. Anand C Burman, Chairman of the Company, presided over the meeting & welcomed the members to the 42nd AGM. The Chairman declared the meeting as validly convened on the advice of Company Secretary that the requisite quorum as per Companies Act, 2013 (hereinafter "**the Act**") read with Article of Association of the Company ("AOA") was fulfilled and present.

The Chairman of the Company introduced the directors sitting on the dais & informed the members that Mr. P N Vijay, Non-Executive, Independent Director, Chairman of Audit Committee & Chairman of Stakeholders Relationship Committee and Dr. S. Narayan, Non-Executive, Independent Director & Chairman of Nomination & Remuneration Committee are present to answer the queries of the members. The Chairman read his speech & informed the members that the Company on a standalone basis has made Profit After Tax of Rs. 998.33 crores for the FY ended on March 31, 2017 as compared to Profit After Tax of Rs. 937.26 crores for the FY ended on March 31, 2016 & on a consolidated basis has made Profit After Tax of Rs. 1280.06 crores for the FY ended on March 31, 2017 as compared to Profit After Tax of Rs. 1253.90 crores for the FY ended on March 31, 2016.

The Chairman then informed the members that as per the applicable provisions of the Act, rules enacted thereunder read with SEBI LODR Regulations and Secretarial Standard – 2 issued by the Institute of the Company Secretaries of India on General Meetings ("SS-2"), the Company has provided remote e-voting facility to the members to cast their vote on AGM agenda items between Sunday, July 23, 2017 (9.00 A.M.) to Tuesday, July 25, 2017 (5.00 P.M.) in proportion to their shareholding as on cut off date Wednesday, July 19, 2017. Further, he also informed that the members who have not cast their vote via remote e-voting can vote via polling paper at the AGM.

He further informed that Mr. Navneet K Arora, Company Secretary in Whole Time Practice (Certificate of Practice No. 3005) and Managing Partner of M/s Navneet K Arora & Co LLP was appointed as Scrutinizer to scrutinize the remote e-voting process & Voting through Polling Paper at the AGM in a fair and transparent manner.

As per notice dated May 01, 2017, convening the AGM of the Company, the following business was transacted at the AGM:

1. Adoption of the Audited Standalone Financial Statements for the Financial Year ended on March 31, 2017, reports of Directors and Auditors thereon.
2. Adoption of the Audited Consolidated Financial Statements for the Financial Year ended on March 31, 2017 and reports of Auditors thereon.
3. Confirmation of interim dividend already paid and declaration of 100% final dividend on equity shares for the Financial Year ended on March 31, 2017.
4. Re-appointment of Mr. Mohit Burman (DIN: 00021963) as director, who retires by rotation.
5. Re-appointment of Mr. Amit Burman (DIN: 00042050) as director, who retires by rotation.
6. Appointment of M/s Walker Chandio & Co LLP, Chartered Accountants as Statutory Auditors of the Company for a terms of 5 consecutive years, subject to their ratification at every AGM, to hold office from the conclusion of this 42nd AGM until the conclusion of 47th AGM of the Company and to fix their remuneration.



7. Approval and ratification of remuneration payable to Cost Auditors for Financial Year 2016-17 and Financial Year 2017-18.
8. Re-appointment of Mr. P.D. Narang (DIN: 00021581) as a Whole Time Director of the Company for a period of 5 years with effect from 01.04.2018 to 31.03.2023, not subject to retirement by rotation.

Members present were also given opportunity to ask questions and seek clarifications. Post question and answer session, the Chairman thanked the members present at the meeting and authorized Mr. Navneet K Arora, Managing Partner of M/s Navneet K Arora & Co LLP, the Scrutinizer appointed for the Poll, to take over the Poll proceedings and submit his report thereon. He informed the members that the voting results will be made available at the website of the Company and Karvy Computershare Private Limited (Agency) appointed for providing remote e-voting facility beside their submission to the stock exchanges where equity shares of the Company are listed.

For **Dabur India Limited**

(A K Jain)

V P (Finance) and Company Secretary