



August 11, 2017

To
The Listing Department,
National Stock Exchange of India Ltd,
Exchange Plaza,
Bandra (East),
Mumbai 400 051.

Madam/Sir,

SUB : Proceedings of the 63rd Annual General Meeting of the Company as required under Regulation 30 together with Voting results as required under Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements), Regulations 2015

REF : Symbol: INDIANCARD; Scrip Code: 509692

This is to inform you that the 63rd Annual General Meeting (AGM) of the Company held today at the registered office of the Company at Mumbai – Pune Road, Pimpri, Pune – 411 018.

In this regard, please find enclosed the following:

- 01) Summary of the proceedings of the 63rd Annual General Meeting as required under Regulation 30, Part-A of Schedule - III of the SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015
- 02) Voting results as required under Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015;
- 03) Report of the Scrutinizer dated August 11, 2017, pursuant to Section 108 of Companies Act, 2013 ("Act") and Rule 20 (4) (xii) of the Companies (Management and Administration) Rules 2014.

The above details are uploaded on the Company's website (www.cardindia.com)

You are requested to take the same on your record.

Thanking you,

Yours Faithfully,
For The Indian Card Clothing Company Limited,

Amogh Barve
Company Secretary
Membership No. : A33080



Encl: As above

SUMMARY OF THE PROCEEDINGS OF THE 63rd ANNUAL GENERAL MEETING

The 63rd Annual General Meeting (AGM) of the Members of The Indian Card Clothing Company Limited ('the Company') was held on Friday, August 11, 2017 at 12.00 noon (IST) at the registered office of the Company at Mumbai – Pune Road, Pimpri, Pune – 411 018.

Mr. Prashant Trivedi, chaired the meeting and welcomed all the members present at the meeting. As per the attendance record, in aggregate, 43 members were present at the AGM, out of which 40 members were present in person and 3 members were present through proxy. The requisite quorum being present, the Chairman called the meeting to be in order. The members were informed that the Register of Directors' shareholdings, Register of Contract & Arrangement and other statutory registers were open for inspection of the members.

The Chairman of Audit Committee, Nomination & Remuneration Committee, Stakeholder's Relationship Committee were present at the meeting.

The Chairman informed the members that due to certain unavoidable circumstances, Mr. Sudhir Merchant, Independent Director had communicated his inability to attend the Annual General Meeting.

The Chairman acknowledged the presence of the representatives of Statutory Auditors and Secretarial Auditors.

The Chairman, then briefed the members about the performance of the Company.

Thereafter, with the permission of the members, the notice of the 63rd Annual General Meeting of the Company was taken as read.

The Chairman then informed the members that there were no qualifications, observations or comments on financial transactions or matters mentioned in the auditors' report, which would have any adverse effect on the functioning of the Company. Therefore, with the permission of the members, the Auditors' Report was taken as read.

The Chairman provided an opportunity to the members to speak and raise any questions/queries on the agenda items. Some members spoke at the meeting and addressed their queries to the Chairman. The Chairman replied to all the queries raised by the members.

The Chairman then informed the members that as required under the provisions of the Companies Act, 2013, the Company had offered e-voting to all shareholders through recognized platform of Karvy Computershare Pvt. Ltd. ("Karvy"). E-voting was open from 9:00 a.m. on 8th August, 2017 to 5:00 p.m. on 10th August, 2017.

Thereafter, to enable the members who did not vote through e-voting or did not send the Ballot Forms through a pre-postage paid envelope provided by the Company, the Chairman ordered poll under Section 109 of the Companies Act, 2013 in respect of the following 5 resolutions:

Ordinary Business:

- 1) Adoption of the Audited Standalone and Consolidated Financial Statements of the Company for the financial year ended March 31, 2017 together with the reports of the Board of Directors and the Auditors;
- 2) Declaration of final dividend on equity shares for the year ended March 31, 2017;



- 3) Appointment of Director in place of Mr. Mehul K. Trivedi (DIN: 00030481), who retires by rotation and being eligible, offers himself for re-appointment;
- 4) Appointment of M/s. P.G. Bhagwat, Chartered Accountants, Pune (Firm Registration No.: 101118W) as the Statutory Auditors to hold the office for a period of five years commencing from the conclusion of this Annual General Meeting (AGM) and to fix their remuneration;

The brief profile of M/s. P.G. Bhagwat is as given below:

Late Mr P. G. Bhagwat (Membership Number 131) started M/s. P.G. Bhagwat, Chartered Accountants (Firm Registration No. : 101118W) in Mumbai as a proprietary firm in the year 1938. This was converted into Partnership in the year 1955. Since then the firm continues to be a partnership firm. Over last 77 years, the Firm has gained varied experience in the audit, assurance & management services. M/s. P.G. Bhagwat has employee strength of 137-142 persons, including 13 Partners. M/s. P.G. Bhagwat provides services of Assurance And Audit, Information System Audit And Management Services. The Firm works as Statutory Auditor to many large and mid-sized companies including listed companies across sectors.

Special Business:

- 5) Appointment of Mr. Vinod Vazhapulli as "Manager" of the Company designated as "Chief Executive Officer" for a period of three years with effect from January 16, 2017.

To ensure transparency, the Ballot Box was locked in front of all the members and was kept ready for voting.

The Chairman, then requested all the members to fill up and sign the Ballot Form provided to them for casting their vote on the resolutions and to deposit the same in the Ballot Box provided.

The Chairman, informed the members that the Scrutinizer shall count the votes and submit his report on the result of voting. Further, the voting results shall be filed with the stock exchanges within forty eight hours and shall also be published on Company's website, www.cardindia.com.

Thereafter, the Chairman thanked all the members for attending the meeting and for their co-operation in conducting the meeting in an orderly manner.

The 63rd Annual General Meeting of the Company was then concluded by the Chairman at 12.45 p.m.

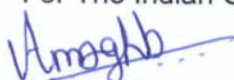
The Scrutinizer's Report was subsequently received and accordingly all the resolutions as set out in the notice were declared as passed.

This is for your information and records.

Thanking you,

Yours Faithfully,

For The Indian Card Clothing Company Limited,



Amogh Barve
Manager (Legal) & Company Secretary
Membership No.: A33080

Encl: Result of the Voting



RESULT OF THE VOTING ON THE RESOLUTIONS SET OUT IN THE NOTICE OF THE
63rd ANNUNAL GENERAL MEETING

Sr. No.	Agenda	Resolution Required (Ordinary / Special)	Mode of Voting	Remark
1.	Adoption of the Audited Standalone and Consolidated Financial Statements of the Company for the financial year ended March 31, 2017 together with the reports of the Board of Directors and the Auditors;	Ordinary	Ballot Forms received through Post, e-Voting and voting through poll conducted at the AGM.	Passed with requisite majority
2.	Declaration of final dividend on equity shares for the year ended March 31, 2017	Ordinary	Ballot Forms received through Post, e-Voting and voting through poll conducted at the AGM.	Passed with requisite majority
3.	Appointment of Director in place of Mr. Mehul K. Trivedi (DIN: 00030481), who retires by rotation and being eligible, offers himself for re-appointment.	Ordinary	Ballot Forms received through Post, e-Voting and voting through poll conducted at the AGM.	Passed with requisite majority
4.	Appointment of M/s. P.G. Bhagwat, Chartered Accountants, Pune (Firm Registration No.: 101118W) as the Statutory Auditors to hold the office for a period of five years commencing from the conclusion of this Annual General Meeting (AGM) and to fix their remuneration.	Ordinary	Ballot Forms received through Post, e-Voting and voting through poll conducted at the AGM.	Passed with requisite majority
5.	Appointment of Mr. Vinod Vazhapulli as "Manager" of the Company designated as "Chief Executive Officer" for a period of three years with effect from January 16, 2017	Special	Ballot Forms received through Post, e-Voting and voting through poll conducted at the AGM.	Passed with requisite majority



Name of the Company	THE INDIAN CARD CLOTHING CO.LTD.
Date of the AGM/EGM	11-08-2017
Total number of shareholders on record date	10147
No. of shareholders present in the meeting either in person or through proxy:	
Promoters and Promoter Group:	0
Public:	42
No. of Shareholders attended the meeting through Video Conferencing	
Promoters and Promoter Group:	Not Applicable
Public:	Not Applicable

Resolution No.	1							
Resolution required: (Ordinary/ Special)	ORDINARY - Adoption of the Audited Standalone and Consolidated Financial Statements of the Company for the financial year ended March 31, 2017 together with the reports of the Board of Directors and the Auditors.							
Whether promoter/ promoter group are interested in the agenda/resolution?	No							
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	2610166	2610166	100.0000	2610166	0	100.0000	0.0000
	Poll		0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000
	Total		2610166	100	2610166	0	100	0
Public- Institutions	E-Voting	2057	0	0.0000	00	0	0.0000	0.0000
	Poll		0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000
	Total		0	0	0	0	0	0
Public- Non Institutions	E-Voting	1938897	2	0.0001	02	0	100.0000	0.0000
	Poll		3414	0.1761	3414	0	100.0000	0.0000
	Postal Ballot (if applicable)		1108	0.0571	1108	0	100.0000	0.0000
	Total		4524	0.2333	4524	0	100	0
	Total	4551120	2614690	57.4516	2614690	0	100.0000	0.0000



Name of the Company	THE INDIAN CARD CLOTHING CO.LTD.
Date of the AGM/EGM	11-08-2017
Total number of shareholders on record date	10147
No. of shareholders present in the meeting either in person or through proxy:	
Promoters and Promoter Group:	0
Public:	42
No. of Shareholders attended the meeting through Video Conferencing	
Promoters and Promoter Group:	Not Applicable
Public:	Not Applicable

Resolution No.	2							
Resolution required: (Ordinary/ Special)	ORDINARY - Declaration of final dividend on equity shares for the year ended March 31, 2017.							
Whether promoter/ promoter group are interested in the agenda/resolution?	No							
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	2610166	2610166	100.0000	2610166	0	100.0000	0.0000
	Poll		0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000
	Total		2610166	100	2610166	0	100	0
Public- Institutions	E-Voting	2057	0	0.0000	00	0	0.0000	0.0000
	Poll		0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000
	Total		0	0	0	0	0	0
Public- Non Institutions	E-Voting	1938897	2	0.0001	02	0	100.0000	0.0000
	Poll		3414	0.1761	3414	0	100.0000	0.0000
	Postal Ballot (if applicable)		1108	0.0571	1108	0	100.0000	0.0000
	Total		4524	0.2333	4524	0	100	0
	Total	4551120	2614690	57.4516	2614690	0	100.0000	0.0000



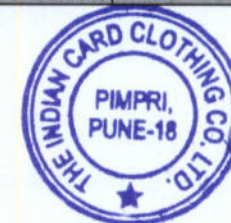
Name of the Company	THE INDIAN CARD CLOTHING CO.LTD.
Date of the AGM/EGM	11-08-2017
Total number of shareholders on record date	10147
No. of shareholders present in the meeting either in person or through proxy:	
Promoters and Promoter Group:	0
Public:	42
No. of Shareholders attended the meeting through Video Conferencing	
Promoters and Promoter Group:	Not Applicable
Public:	Not Applicable

Resolution No.	3							
Resolution required: (Ordinary/ Special)	ORDINARY - Appointment of Director in place of Mr. Mehul K. Trivedi (DIN: 00030481), who retires by rotation and being eligible, offers himself for re-appointment.							
Whether promoter/ promoter group are interested in the agenda/resolution?	No							
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	2610166	2610166	100.0000	2610166	0	100.0000	0.0000
	Poll		0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000
	Total		2610166	100	2610166	0	100	0
Public- Institutions	E-Voting	2057	0	0.0000	00	0	0.0000	0.0000
	Poll		0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000
	Total		0	0	0	0	0	0
Public- Non Institutions	E-Voting	1938897	2	0.0001	02	0	100.0000	0.0000
	Poll		3414	0.1761	3414	0	100.0000	0.0000
	Postal Ballot (if applicable)		1108	0.0571	958	150	86.4620	13.5379
	Total		4524	0.2333	4374	150	96.6844	3.3156
	Total	4551120	2614690	57.4516	2614540	150	99.9943	0.0057



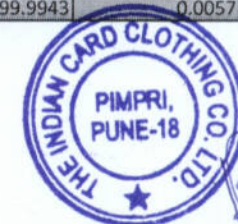
Name of the Company	THE INDIAN CARD CLOTHING CO.LTD.
Date of the AGM/EGM	11-08-2017
Total number of shareholders on record date	10147
No. of shareholders present in the meeting either in person or through proxy:	
Promoters and Promoter Group:	0
Public:	42
No. of Shareholders attended the meeting through Video Conferencing	
Promoters and Promoter Group:	Not Applicable
Public:	Not Applicable

Resolution No.	4							
Resolution required: (Ordinary/ Special)	ORDINARY - Appointment of M/s. P.G. Bhagwat, Chartered Accountants, Pune (Firm Registration No.: 101118W) as the Statutory Auditors to hold the office for a period of five years commencing from the conclusion of this Annual General Meeting (AGM) and to fix their remuneration.							
Whether promoter/ promoter group are interested in the agenda/resolution?	No							
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	2610166	2610166	100.0000	2610166	0	100.0000	0.0000
	Poll		0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000
	Total		2610166	100	2610166	0	100	0
Public- Institutions	E-Voting	2057	0	0.0000	00	0	0.0000	0.0000
	Poll		0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000
	Total		0	0	0	0	0	0
Public- Non Institutions	E-Voting	1938897	2	0.0001	02	0	100.0000	0.0000
	Poll		3414	0.1761	3414	0	100.0000	0.0000
	Postal Ballot (if applicable)		1108	0.0571	958	150	86.4620	13.5379
	Total		4524	0.2333	4374	150	96.6844	3.3156
	Total	4551120	2614690	57.4516	2614540	150	99.9943	0.0057



Name of the Company	THE INDIAN CARD CLOTHING CO.LTD.
Date of the AGM/EGM	11-08-2017
Total number of shareholders on record date	10147
No. of shareholders present in the meeting either in person or through proxy:	
Promoters and Promoter Group:	0
Public:	42
No. of Shareholders attended the meeting through Video Conferencing	
Promoters and Promoter Group:	Not Applicable
Public:	Not Applicable

Resolution No.	5							
Resolution required: (Ordinary/ Special)	SPECIAL - Appointment of Mr. Vinod Vazhapulli as "Manager of the Company designated as "Chief Executive Officer for a period of three years with effect from January 16, 2017							
Whether promoter/ promoter group are interested in the agenda/resolution?	No							
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	2610166	2610166	100.0000	2610166	0	100.0000	0.0000
	Poll		0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000
	Total		2610166	100	2610166	0	100	0
Public- Institutions	E-Voting	2057	0	0.0000	00	0	0.0000	0.0000
	Poll		0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000
	Total		0	0	0	0	0	0
Public- Non Institutions	E-Voting	1938897	2	0.0001	02	0	100.0000	0.0000
	Poll		3414	0.1761	3414	0	100.0000	0.0000
	Postal Ballot (if applicable)		1108	0.0571	958	150	86.4620	13.5379
	Total		4524	0.2333	4374	150	96.6844	3.3156
	Total	4551120	2614690	57.4516	2614540	150	99.9943	0.0057



REPORT OF SCRUTINIZER

[Pursuant to Section 108 of the Companies Act, 2013 and Rule 20 (4) (xii) of the Companies (Management and Administration) Rules, 2014]

August 11, 2017

To
The Chairman

63rd (Sixty Third) Annual General Meeting (AGM) of the Equity Shareholders of **THE INDIAN CARD CLOTHING COMPANY LIMITED** held on **Friday, August 11, 2017** at **12:00 Noon** at Registered Office of the Company at **Bombay-Poona Road, Penicilin Factory, Pimpri, Pune – 411 018.**

Dear Sir,

Sub.: Consolidated Scrutinizer's Report on e-voting conducted pursuant to the provisions of Section 108 of the Companies Act, 2013 ('Act') read with the Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended by the Companies (Management and Administration) Amendment Rules, 2015 and voting through Physical Ballot Forms* (by post or in person* attending the AGM of THE INDIAN CARD CLOTHING COMPANY LIMITED held on Friday, August 11, 2017 at 12:00 noon.

I, Ved Prakash, Designated Partner of S. Anantha & Ved LLP, Practising Company Secretary (ACS:36837; CP: 16986) was appointed as the Scrutinizer by the Board of Directors of **THE INDIAN CARD CLOTHING COMPANY LIMITED** (the 'Company') vide resolution dated May 26, 2017, pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014, to scrutinize and report on the electronic voting ('remote e-voting') and the voting through Ballot by the shareholders of the Company in respect of the resolutions proposed to be passed at the **63rd** (Sixty Third) Annual General Meeting of the members of the Company to be held on **Friday, August 11, 2017 at 12:00 noon at the Registered Office of the Company at Bombay-Poona Road, Penicilin Factory, Pimpri, Pune – 411 018**, and I submit my report as under:

1. The Compliance with the provisions of the Companies Act, 2013 and the Rules made thereunder relating to voting through electronic means ('remote e-voting') and voting by use of ballot by the shareholders on the resolutions proposed in the notice of the **63rd** Annual General Meeting of the Company is the responsibility of the management. My responsibility as a Scrutinizer is to ensure that the voting process both through electronic means and through ballot are conducted in a fair and transparent manner and submit the consolidated Scrutinizer's Report of the total votes cast in favour or against, if any, to the Chairman on the resolutions, based on the report generated electronically or by voting through ballot.

**(by the shareholder himself or through authorised representative or by proxy attending the AGM)*

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2. As per the Notice of 63rd Annual General Meeting of the Shareholders and the 'Advertisement' published pursuant to Rule 20 (4) (v) of the Companies [(Management and Administration) Rules, 2014] (Amendment Rules, 2015) on 23rd July, 2017, in "Indian Express" and "Loksatta", the remote e-voting opened at 09.00 a.m. on August 08, 2017 and would remain open until 05.00 p.m. on August 10, 2017.
3. The Shareholders holding the Equity Shares of the Company as on August 04, 2017 viz. the "**cut-off date**", were entitled to vote on the resolutions stated in the Notice of the 63rd Annual General Meeting of the Company.
4. The voting by the Shareholders of the Company, who have sent the physical ballot forms upto the closing hours of Thursday, 10th August, 2017 (05.00 p.m. IST) have been considered as valid for the purpose of voting.
5. After the declaration of voting by use of ballot by the Chairman at the meeting, ballot box was locked and kept for voting duly marked by identification mark placed on them. The ballot box subsequently on close of voting hours was opened in the presence of two witnesses who are not the employees of the Company, and ballots received were serially numbered, sorted, signatures verified and were scrutinized and initialed by the scrutinizer. The ballots were reconciled with the records maintained by the Company/ Registrar and Transfer Agents (R&TA) of the Company and the Authorizations / proxies lodged with the Company.
6. The ballots, which were incomplete and / or which were otherwise found defective have been treated as invalid and kept separately.
7. The votes on remote e-voting were unblocked, in the presence of two witnesses who are not the employees of the Company, at around 12.52 p.m. after conclusion of voting at the AGM and the e-voting results / list of Equity Shareholders who voted for and against were downloaded from the e-voting website of Karvy Computershare Private Limited ("**KARVY**") i.e. <https://evoting.karvy.com> and the same are being handed over to the Chairman.

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8. The total votes cast in favour or against for all the resolutions proposed in the Notice of the AGM are as under:

A. Resolution No. 1: Ordinary Resolution

Receive, consider and adopt the Audited Standalone and Consolidated Financial Statements of the Company for the financial year ended March 31, 2017 together with the reports of the Board of Directors and Auditors:

- (i) Voted **in favour** of the resolution:

Mode of voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	4	26,10,168	99.827
Voting by Ballot at the AGM	34	3,414	0.131
Ballot Form Received through Post	11	1,108	0.042
Total	49	26,14,690	100.000

- (ii) Voted **against** the resolution:

Mode of voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	-	-	-
Voting by Ballot at the AGM	-	-	-
Ballot Form Received through Post	-	-	-
Total	-	-	-

- (iii) **Invalid** votes:

Total Number of Members whose votes were declared invalid	Total number of votes cast by them
-	-

Summary of Total valid votes for Resolution No. 1

Particulars	Number of votes cast by them	% of total number of valid votes cast
Votes in Favour	26,14,690	100.000
Votes against	-	-
Total	26,14,690	100.000

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B. Resolution No. 2: Ordinary Resolution**Declaration of Final Dividend on Equity Shares for the year ended on March 31, 2017:**(i) Voted **in favour** of the resolution:

Mode of voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	4	26,10,168	99.827
Voting by Ballot at the AGM	34	3,414	0.131
Ballot Form Received through Post	11	1,108	0.042
Total	49	26,14,690	100.000

(ii) Voted **against** the resolution:

Mode of voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	-	-	-
Voting by Ballot at the AGM	-	-	-
Ballot Form Received through Post	-	-	-
Total	-	-	-

(iii) **Invalid** votes:

Total Number of Members whose votes were declared invalid	Total number of votes cast by them
-	-

Summary of Total valid votes for Resolution No. 2

Particulars	Number of votes cast by them	% of total number of valid votes cast
Votes in Favour	26,14,690	100.000
Votes against	-	-
Total	26,14,690	100.000

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C. Resolution No. 3: Ordinary Resolution

Appointment of Director in place of Mr. Mehul K. Trivedi (DIN:00030481), who retires by rotation at this Annual General Meeting and being eligible offers himself for re-appointment:

(i) Voted **in favour** of the resolution:

Mode of voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	4	26,10,168	99.833
Voting by Ballot at the AGM	34	3,414	0.131
Ballot Form Received through Post	10	958	0.036
Total	48	26,14,540	100.000

(ii) Voted **against** the resolution:

Mode of voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	-	-	-
Voting by Ballot at the AGM	-	-	-
Ballot Form Received through Post	1	150	100.000
Total	1	150	100.000

(iii) **Invalid** votes:

Total Number of Members whose votes were declared invalid	Total number of votes cast by them
-	-

Summary of Total valid votes for Resolution No. 3

Particulars	Number of votes cast by them	% of total number of valid votes cast
Votes in Favour	26,14,540	99.994
Votes against	150	0.006
Total	26,14,690	100.000

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Vedprakash

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D. Resolution No. 4: Ordinary Resolution

Appointment of M/s. P. G. Bhagwat, Chartered Accountants, Pune, (Firm Registration No.101118W) as the Statutory Auditors of the Company for a period of five consecutive years commencing from the conclusion of this Annual General Meeting and to fix their remuneration:

i) Voted in favour of the resolution:

Mode of voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	4	26,10,168	99.833
Voting by Ballot at the AGM	34	3,414	0.131
Ballot Form Received through Post	10	958	0.036
Total	48	26,14,540	100.000

(ii) Voted against the resolution:

Mode of voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	-	-	-
Voting by Ballot at the AGM	-	-	-
Ballot Form Received through Post	1	150	100.000
Total	1	150	100.000

(iii) Invalid votes:

Total Number of Members whose votes were declared invalid	Total number of votes cast by them
-	-

Summary of Total valid votes for Resolution No. 4

Particulars	Number of votes cast by them	% of total number of valid votes cast
Votes in Favour	26,14,540	99.994
Votes against	150	0.006
Total	26,14,690	100.000

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E. Resolution No. 5: Special Resolution

Appointment of Mr. Vinod Vazhapulli as “Manager” of the Company designated as “Chief Executive Officer” for a period of three years with effect from January 16, 2017:

(iii) Voted in favour of the resolution:

Mode of voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	4	26,10,168	99.833
Voting by Ballot at the AGM	34	3,414	0.131
Ballot Form Received through Post	10	958	0.036
Total	48	26,14,540	100.000

(ii) Voted against the resolution:

Mode of voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	-	-	-
Voting by Ballot at the AGM	-	-	-
Ballot Form Received through Post	1	150	100.000
Total	1	150	100.000

(iii) Invalid votes:

Total Number of Members whose votes were declared invalid	Total number of votes cast by them
-	-

Summary of Total valid votes for Resolution No. 5

Particulars	Number of votes cast by them	% of total number of valid votes cast
Votes in Favour	26,14,540	99.994
Votes against	150	0.006
Total	26,14,690	100.000

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9. All relevant records of voting will remain in my custody until the Chairman considers, approves and signs the minutes of 63rd Annual General Meeting and the same shall be handed over thereafter to the Chairman/ Company Secretary for safe keeping.

Thanking You,

Yours Faithfully,
For **S. ANANTHA & VED LLP**
Company Secretaries

Vedprakash

Ved Prakash
Designated Partner
ACS: 36837; CP: 16986



Witnesses:

1. *Salpe*
Salpe
S/o. J. L. Salpe
Add: C/o. S. Anantha & Ved LLP
C 316, 3rd Floor, Nirmal Avior - Galaxy
LBS Marg, Mulund (W), Mumbai - 400 080
Occupation: Service

2. *Haren*
Haren Gaurade
11/8 Rajesh Nilas
Dumboli (w)
Service

Counter signed
For **THE INDIAN CARD CLOTHING COMPANY LIMITED**

Prashant

Prashant K Trivedi
Chairman of the 63rd Annual General Meeting
DIN: 00167782

