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insecticides
(INDIA) LIMITED

September 21, 2016

Bombay Stock Exchange Limited
Phiroze Jeejeebhoy Towers,
Dalal Street, Mumbai- 400 001
Scrip Code: 532851

National Stock Exchange of India Limited
Exchange Plaza, Bandra Kurla Complex,
Bandra (E), Mumbai- 400 051
Scrip Code: INSECTICID

Sub: Proceeding of 19th Annual General Meeting of the Company held on 21st September, 2016

In pursuant to Regulation 30 of the SEBI (Listing Obligation and Disclosure Requirement) Regulations, 2015, we are hereby enclosing a copy of the Proceedings of the 19th Annual General Meeting of the Company held on Wednesday, 21st day of September, 2016 at M.P.C.U. Shah Auditorium, Civil Lines, Delhi – 110054 at 11.30 a.m. and concluded at 12.20 p.m.

Kindly accept the copy of proceeding for your reference and record.

Thanking you,

For Insecticides (India) Limited


(Pankaj Gupta)
Company Secretary & Compliance Officer

Encl: a/a

PROCEEDINGS OF THE 19th ANNUAL GENERAL MEETING OF INSECTICIDES (INDIA) LIMITED HELD ON WEDNESDAY, 21ST DAY OF SEPTEMBER, 2016 AT 11.30 A.M. AT M.P.C.U. SHAH AUDITORIUM, CIVIL LINES, DELHI - 110 054, DULY COMMENCED AT 11.30 A.M. AND CONCLUDED AT 12.20 P.M.

Mr. Hari Chand Aggarwal, Chairman of the Company welcomed the members to the 19th Annual General Meeting of the Company. After ascertaining that the requisite Quorum for the Meeting, being present, he declared the meeting open and in order.

The Chairman informed the members that the Register of Directors, Key Managerial Personnel and their respective Shareholdings', Register of Proxy and Register of Contracts was kept open for the inspection and the Members could inspect the same at any time during the meeting.

The Chairman also acknowledged the presence of other invitees. The Chairman briefed about the performance of the Company during the last fiscal year and also plans for the future years.

Members also presented their views on the Chairman's address and offered some suggestions which were taken note of for subsequent review by the Board.

Electronic Voting and Poll

The Chairman stated that the Company had provided to its members facility to exercise their right to vote at the 19th Annual General Meeting by electronic means and the businesses were transacted through e-voting services provided by Central Depository Services (India) Limited (CDSL) as per the provisions of Section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended from time to time. The e-voting period had commenced on and from 17th September, 2016 (10.00 a.m.) and ended on 20th September, 2016 (5.00 p.m.). He further, informed that the Company had also arranged the facilities for its members who were unable to cast their vote through remote e-voting, to vote at the meeting by way of Ballot.

M/s. Akash Gupta & Associates, Practicing Company Secretary had been appointed as Scrutinizer to independently carry out the electronic voting and poll in a fair and transparent manner and to submit the combined results for notification to the Stock Exchanges and for posting on the CDSL e-voting portal and on the Company's website.

The Chairman then took up the formal proceedings of the meeting and the Notice convening the meeting together with Financial Statements, Director's Report and Auditor's Report were taken as read with the consent of the members present.

Thereafter, the Chairman were read out all the resolutions in relation to the items (1 to 11) of the notice dated 23th August, 2016 and he also informed to the shareholders that all the resolution had already been put to vote by way of remote e-voting and physical voting by way of Ballot, were transacted.

Thereafter, the Company invited the members for their queries comments/suggestions or clarification, if any on the agenda items as set out in the notice of 19th Annual General Meeting. All the queries from the members were replied by Mr. Rajesh Aggarwal, Managing Director of the Company. The distributions of Ballot Papers were arranged by the Company's persons for carrying out the poll proceedings.

Thereafter, the Chairman ordered the poll on the resolutions of Ordinary and Special Business as set out in items 1 to 11 of the notice of 19th Annual General Meeting and requested all the members present to participate in the poll and cast their vote.

The meeting concluded with a Vote of Thanks to the Chair.

The list of items transacted at the 19th Annual General Meeting are given below:

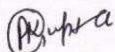
Ordinary Business

1. (i) Audited Financial Statements of the Company for the year ended March 31, 2016 together with the Reports of Board of Directors and Auditors thereon;
(ii) Audited Consolidated Financial Statements of the Company for the year ended March 31, 2016 together with the Report of Auditors thereon
2. Confirm the payment of Interim Dividend on Equity Shares
3. Re-appointment of Mr. Hari Chand Aggarwal, who retires by rotational
4. Appointment of Statutory Auditors and to fix their remuneration

Special Business

5. Appointment of Mr. Vinod Kumar Mittal as an Independent Director
6. Appointment of Mr. Jayaraman Swaminathan as an Independent Director
7. Appointment of Mr. Deepak Gupta as an Independent Director
8. Approval of remuneration payable to Cost Auditors for the financial year 2016-17
9. Approval for increase the remuneration of Mr. Hari Chand Aggarwal as Chairman cum whole-time Director
10. Approval for increase the remuneration of Mr. Rajesh Aggarwal as Managing Director
11. Approval for increase the remuneration of Mrs. Nikunj Aggarwal as Whole-time Director

For Insecticides (India) Limited



(Pankaj Gupta)
Company Secretary & Compliance Officer