

August 30, 2016

**National Stock Exchange of India Limited**Exchange Plaza, 5th Floor,  
Plot No. C-1, G Block,  
Bandra Kurla Complex, Bandra (East)  
Mumbai - 400 051.**BSE Limited**Phirozee Jeejeebhoy Towers,  
Dalal Street,  
Mumbai - 400 001.**Subject: Gist of Proceedings of Annual General Meeting of the Company****Reference: Regulation 30 of the Listing Regulations**

Dear Sir / Madam,

Pursuant to Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations"), we submit gist of the proceedings of the Annual General Meeting of the Company held on Tuesday, August 30, 2016 at 11.00 a.m. IST at the Registered Office of the Company at E 1, MIDC Industrial Area, Waluj, Aurangabad -431 136, Maharashtra, India.

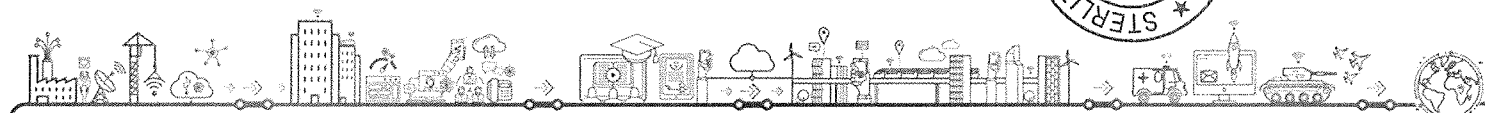
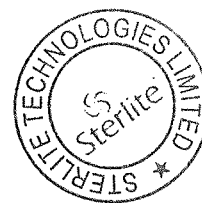
Shri Arun Todarwal, Chairman of the Audit Committee, chaired the proceedings of the meeting. Requisite members necessary to form quorum attended the meeting.

The Chairman informed the members that pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended from time to time, the Company had provided facility to the members to exercise their votes on the items of business given in the Notice dated May 26, 2016 through electronic voting system (remote e-voting). The e-voting period remained open from August 27, 2016 (10.00 a.m.) till August 29, 2016 (5.00 p.m.). The Board of Directors had engaged services of Karvy Computershare Private Limited ('Karvy') as the agency to provide remote e-voting facility. Chairman further informed that voting through physical ballot papers is also available for members who have not already cast their votes through remote e-voting.

Mr. B Narasimhan (Proprietor BN & Associates) a practicing Company Secretary, was appointed by the Board of Directors of the Company as a Scrutinizer for scrutinizing the voting process through remote e-voting and physical ballot.

On the invitation of the Chairman, several Members addressed the Meeting, gave their suggestions and sought clarifications on the Company's accounts, CSR activities and businesses. The Chairman addressed the few questions and then instructed Chief Financial Officer to provide necessary information and clarification to respective Members after conclusion of the Meeting.

Thereafter the resolutions set out in AGM Notice were proposed and seconded. The Chairman requested the members to fill up and sign the ballot papers and deposit the same in ballot box. Post polling, Chairman requested the Scrutinizer to take charge of the Ballot Box containing the Ballot Papers.



The Chairman informed the members that Scrutinizer will submit a composite report on remote e-voting and voting through ballot papers. The same would also be made available on the Company's website and website of Karvy.

The resolutions passed by the members, briefly, related to –

#### ORDINARY BUSINESSES:

1. Adoption of Standalone and Consolidated Balance Sheet, Statement of Profit & Loss, Report of the Board of Directors and Auditors for the financial year ended March 31, 2016.
2. Declaration of Dividend for the financial year ended March 31, 2016.
3. Appointing a director in place of Mr. Pratik Agarwal, who retires by rotation and being eligible, offers himself for re-appointment.
4. Ratification of M/s. S R B C & Co. LLP, Chartered Accountants as the Statutory Auditors of the Company.

#### SPECIAL BUSINESSES:

5. Approval of remuneration of the Cost Auditors (Ordinary Resolution)
6. To offer or invite for subscription of Non-Convertible Debentures on private placement basis. (Special Resolution)
7. Raising of the funds through Qualified Institutions Placement (QIP)/ External Commercial Borrowings (ECBs) with rights of conversion into Shares/ Foreign Currency Convertible Bonds (FCCBs)/ American Depository Receipts (ADRs)/ Global Depository Receipts (GDRs) /Optionally or Compulsorily Convertible Redeemable Preference Shares (OCPs/CCPs) etc. pursuant to Section 62 of Companies Act, 2013. (Special Resolution)

The report of the Scrutinizer is uploaded on the website of the Company as well as of Karvy. Further, the results in the format prescribed were notified to the Stock Exchanges under Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

Kindly take this on your record and acknowledge the same.

Yours faithfully,

For **Sterlite Technologies Limited**

*A.V. Deshpande*



**Amit Deshpande**  
Company Secretary (ACS 17551)

