

Date: September 1, 2016

BSE Limited
Corporate Relationship Department
1st Floor, New Trading Wing,
Rotunda Building,
P J Towers, Dalal Street, Fort,
Mumbai - 400001

Dear Sirs,

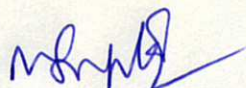
Subject: Proceedings of the 83rd AGM of the Company

In compliance with the requirements of Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with Para A of Part A of Schedule III to the said Regulations, we are hereby enclosing a copy of the Proceedings of the 83rd Annual General Meeting of the Members of Bata India Limited held at KALAMANDIR, 48, Shakespeare Sarani, Kolkata - 700017 on Thursday, August 4, 2016 between 10:00 a.m and 01:10 p.m. alongwith the Voting Results declared by the Chairman of the Meeting as an Annexure thereto.

Please take the above intimation on records and acknowledge receipt.

Thanking you.

Yours faithfully,
for BATA INDIA LIMITED



MALLOY KUMAR GUPTA
Company Secretary

Encl.: As above.

Copy to:

(1) The Manager
Listing Department
National Stock Exchange of India Limited
Exchange Plaza, 5th Floor, Plot No. C/1, G Block,
Bandra - Kurla Complex, Bandra (E),
Mumbai - 400051

(2) The Secretary
The Calcutta Stock Exchange Limited
7, Lyons Range,
Kolkata - 700001

BATA INDIA LIMITED

CIN : L19201WB1931PLC007261

Registered Office : 27B, Camac Street, 1st Floor, Kolkata-700016 || Tel : (033) 3980 2001 || Fax : (033) 2289 5748

E-mail : corporate.relations@bata.com || Website : www.bata.in

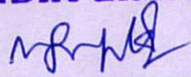
BATA INDIA LIMITED

**MINUTES OF THE PROCEEDINGS OF THE 83RD ANNUAL GENERAL
MEETING OF THE MEMBERS OF BATA INDIA LIMITED AT
KALAMANDIR, 48, SHAKESPEARE SARANI, KOLKATA - 700 017
ON THURSDAY, AUGUST 4, 2016 COMMENCED AT 10.00 A.M.
AND CONCLUDED AT 01.10 P.M.**

PRESENT:

MR. UDAY KHANNA	CHAIRMAN & MEMBER & CHAIRMAN OF THE STAKEHOLDERS RELATIONSHIP COMMITTEE and as the Authorised Representative of Bata (BN) B.V., the major shareholder of the Company
MR. RAJEEV GOPALAKRISHNAN	MANAGING DIRECTOR
MR. RAM KUMAR GUPTA	DIRECTOR FINANCE & MEMBER
MR. RAVINDRA DHARIWAL	INDEPENDENT DIRECTOR & CHAIRMAN OF THE AUDIT COMMITTEE
MS. ANJALI BANSAL	INDEPENDENT DIRECTOR & CHAIRPERSON OF THE NOMINATION & REMUNERATION COMMITTEE
MR. AKSHAY CHUDASAMA	INDEPENDENT DIRECTOR & CHAIRMAN OF CORPORATE SOCIAL RESPONSIBILITY COMMITTEE
MR. SHAIBAL SINHA	NON-EXECUTIVE DIRECTOR
MR. MALOY KUMAR GUPTA	COMPANY SECRETARY
MR. B. N. KUNDU	MEMBER
MR. TAPAS KUMAR DUTTA	MEMBER
MR. GAUTAM NANDY	MEMBER
MR. K. L. MALLICK	MEMBER
MR. F. TANDON	MEMBER
MR. ASIT KUMAR PATHAK	MEMBER
MR. SHYAM LAL RATHI	MEMBER
MR. TAMAL KUMAR MAZUMDER	MEMBER
MR. RAM GOPAL CHAKRABORTY	MEMBER
MS. DEEPA MAITY	MEMBER ¹
MR. S.S. BHATTACHARYA	MEMBER
MR. TARAK NATH CHAKRABORTY	MEMBER
MR. S.N. PAL	MEMBER
MR. A. K. ROY	MEMBER

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**(MALOY KUMAR GUPTA)
COMPANY SECRETARY**

MR. KRISHNENDU DAS	MEMBER
MR. BINAY KUMAR GHOSH	MEMBER
MR. SANTOSH SARAF	MEMBER
MR. MANOJ GUPTA	MEMBER
MR. AMIT BANERJEE	MEMBER
MR. A. K. PAL	MEMBER
MR. S. K. SUKHANI	MEMBER
MR. GIRISH BHATIA	MEMBER

3174 other Members (including Authorized Representatives in terms of Section 113 of the Companies Act, 2013) were present in person. 161 Members (holding in aggregate 253,246 shares) also attended the meeting through their proxies and their attendances were recorded in the Attendance Register maintained for the purpose.

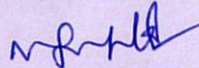
Mr. Uday Khanna, Chairman of the Board of Directors, took the Chair in terms of Article 66 of the Articles of Association of the Company and announced that the quorum of the meeting being present in terms of Section 103 of the Companies Act, 2013, the 83rd Annual General Meeting (AGM) of the Members of the Company was called to order.

The Audited Financial Statements of the Company for the financial year ended March 31, 2016 (both Standalone and Consolidated basis), as approved and signed on behalf of the Board of Directors, Auditors' Reports thereon and the Board's Report thereto were laid at the Meeting. Copies of all documents as mentioned in the Notice dated May 30, 2016 convening the AGM and the Register of Directors and Key Managerial Personnel and their shareholdings, Register of Contracts with Related Party and Contracts and Bodies, etc. in which Directors are interested and the Proxy Register, required to be placed at the AGM as per the Companies Act, 2013 and Rules framed thereunder, were tabled at the meeting and made available for inspection by the Members present.

At the outset, the Chairman welcomed the Members of the Company to the 83rd AGM and introduced the Board Members on the dais, viz., Mr. Rajeev Gopalakrishnan, Managing Director, Mr. Ram Kumar Gupta, Director Finance, Mr. Ravindra Dhariwal, Independent Director and Chairman of the Audit Committee, Ms. Anjali Bansal, Independent Director and Chairperson of the Nomination and Remuneration Committee, Mr. Akshay Chudasama, Independent Director and Chairman of the Corporate Social Responsibility Committee, and Mr. Shaibal Sinha, Non-Executive Director to the Members present at the meeting. The Chairman also introduced Mr. Maloy Kumar Gupta, Company Secretary to the Members present. The Chairman informed that Mr. Christopher Kirk was the only member of the Board who could not make it convenient to attend the 83rd AGM due to his urgent pre-occupation and business exigencies and conveyed Mr. Kirk's best wishes to the Members.

The Chairman informed the Members that Mr. Prateek Agrawal, Engagement Manager, representative of M/s. S.R. Batliboi & Co. LLP, Chartered Accountants, the Statutory Auditors of the Company and Mr. Pawan Kumar Sarawagi, Proprietor – M/s. P. Sarawagi & Associates, Company Secretaries, the Secretarial Auditors of the Company were present at the meeting.

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The Chairman mentioned that the Annual Report 2015-16 including Notice dated May 30, 2016 convening the 83rd AGM had been dispatched to the Members by e-mail or post or through courier. The dispatch of Notice was completed on July 9, 2016. With the consent of the Members present, the Notice dated May 30, 2016 convening the 83rd AGM, was taken as read.

Before taking up the formal items of business to be transacted at the Meeting, the Chairman read out his Statement dated August 4, 2016 highlighting, *inter alia*, the following:

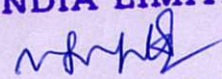
- (i) Affairs of the Company during the financial year ended March 31, 2016 including the financial performance of the Company, sub-division of Equity Shares from Rs.10/- each into two Equity Shares of Rs.5/- each, number of individual shareholders crossed the 1 lakh mark and recommendation of a dividend @ Rs.3.50 per share, i.e., @70%;
- (ii) The Financial Highlights in the Board's Report contained a comparison of the Company's performance for the 12-month period ended March 31, 2016 with the previous 12-month period, although the previous financial year was for a period of 15 months;
- (iii) Indian Economic Environment;
- (iv) Performance of various Business categories of the Company, e.g., Retail, Digital Multi-Channel Business, Non-Retail, Manufacturing & Sourcing;
- (v) Corporate Social Responsibility;
- (vi) Human Resources and Industrial Relations;
- (vii) Policies adopted by the Company;
- (viii) Board of Directors and Management including support from Bata Shoe Organization;
- (ix) Outlook.

In his speech the Chairman also congratulated the Management, Employees & Staff of the Company for achieving a gross turnover of Rs.2,451 crores and registering a growth of 9.8% for the financial year ended March 31, 2016 as compared to the gross turnover of Rs.2,237 crores for the twelve month period ended March 31, 2015 and thanked the shareholders of the Company for their unstinted support and encouragement.

Thereafter, an audio-visual presentation was shown to the Members present at the meeting, to apprise them, *inter alia*, with the new range of products launched by the Company and future plans of the Company to achieve better performances.

The Chairman informed the Members that the Auditors' Report and the Secretarial Audit Report in the Annual Report 2015-16, circulated to the Members, did not contain any qualification, observation or comment which would have any adverse effect on the functioning of the Company. Hence, the Auditors' Report was not required to be read at the 83rd AGM.

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(MALOY KUMAR GUPTA)
COMPANY SECRETARY

The Chairman mentioned to the Members present that pursuant to the Notification dated March 19, 2015 issued by the Ministry of Corporate Affairs (MCA), Government of India and in compliance with the provisions of Section 108 of the Companies Act, 2013, the Companies (Management & Administration) Amendment Rules, 2015 and Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company had provided remote e-voting facilities to all the Members through the services of National Securities Depository Limited (NSDL) in respect of each of the items contained in the Notice convening AGM. Such remote e-voting was opened on August 1, 2016 at 9:00 A.M. and concluded on August 3, 2016 at 5:00 P.M. Mr. Pawan Kumar Sarawagi, a Company Secretary in whole-time practice was appointed as the Scrutinizer for the purpose of the remote e-voting and also for the votes cast through electronic means by the Members at the AGM Venue. The Chairman thanked all the Members who voted through the remote e-voting facility and informed the Members who for any reason, could not cast their vote through remote e-voting, that the Company had also provided the facility of voting by electronic means at the AGM Hall, which would be conducted after transaction of all the businesses as mentioned in the Notice convening the AGM. The Chairman also mentioned that those Members who had already cast their vote through remote e-voting would not be eligible to cast votes through electronic means at the AGM venue and even if they cast their votes, the same would not be considered while declaring the results. The Scrutinizer had been authorized to submit combined results of the remote e-voting and electronic voting at the AGM Venue to enable the Chairman to announce the results on August 5, 2016.

The Chairman, thereafter, proceeded to transact the businesses of the Meeting in terms of the Notice convening the AGM, *ad seriatim*:

1. ADOPTION OF AUDITED FINANCIAL STATEMENTS OF THE COMPANY FOR THE FINANCIAL YEAR ENDED MARCH 31, 2016:

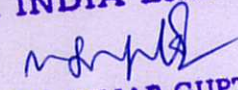
The Chairman informed the Members that for the purpose of adoption of the audited Financial Statements of the Company for the financial year ended March 31, 2016 in terms of the Companies Act, 2013 the following Resolution was recommended as an Ordinary Resolution:

“RESOLVED THAT the Audited Financial Statements of the Company for the financial year ended March 31, 2016 (both Standalone and Consolidated basis), together with the Reports of the Auditors thereon and the Boards’ Report as circulated and laid in this Annual General Meeting be and are hereby received, considered and adopted.”

The aforesaid Resolution was proposed by Mr. B.N. Kundu, a Member and seconded by Mr. A.K. Pathak, a Member.

The Chairman informed that the Resolution had been duly proposed and seconded and had already been put to vote through remote e-voting.

Before putting the Resolution to vote through electronic means at the AGM Hall, the Chairman invited the Members present to share their views/ comments/ suggestions, if any, on the Reports and Accounts of the Company for the financial year ended March 31, 2016.

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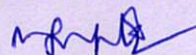
Some of the Members present at the AGM came to the podium one by one and commented/raised questions, *inter alia*, on the following matters:

Colourful Annual Report, positive development all around, highest ever turnover and net profit, dividend has increased, strong financials, debt free Company, plans for increasing Promoter's holding beyond 52.96%, Annual Report was received on time, 20% Discount Coupons should continue, to consider factory visit by shareholders, Financial highlights in Board's Report giving comparative figures is easy for the stakeholders to understand, financial implication of settlement of litigation relating to 'Sparx', happy that Company has received various awards and recognitions, details of R&D expenses, net cash flow from operating activities has increased, what professional services are being provided by M/s. Shardul Amarchand Mangaldas & Co., request to print some photographs of AGM in the Annual Report, earlier there were two foreign Directors on the Board and now there is only one – please clarify why, happy to have two efficient Finance Directors on the Board – Mr. R K Gupta and Mr. Shaibal Sinha, revenue has increased, training of the Retail Managers – especially 'Passion to Serve' is good, Balance Sheet is good but expect better results next year, like other big companies Bata should try to diversify, innovative thinking and modern technology should take the Company to new heights, six sigma has been introduced in Batanagar – what about the other factories, how many stores have been closed, how many stores are in the shopping malls, Company should focus on industrial safety shoes, school shoes and sports shoes, Bata Club can give points to customers for every purchase and organize programs in Schools like Quiz Contest, e-commerce should not hamper retail sales, Company should participate in Trade Fairs, intimation should be sent to shareholders before their unpaid and unpaid and unclaimed dividend is transferred to the Investor Education & Protection Fund, Company is spending on R & D and also paying Technical Service fees – why, what is the ICRA rating of the Company, what is the debt equity ratio, any plans of accepting public deposits, is energy audit conducted at factories, what is the energy cost at Batanagar, participation in the Ganga Action Plan is a good effort on the part of the Company, Rain water harvesting should be done in West Bengal also, what is the bio-fuel being used and what will be the cost effectiveness, what will be the total investment in Batanagar modernization program, any plans for Employees Stock Option, Reserves & Surplus is high – any plan for Bonus Shares or Non Convertible Debentures, amount of Foreign Exchange used, clarify why Company was not able to spend the total amount allotted for CSR activities, does the Company have a Dividend Policy, more stringent quality control measures should be taken, expect more products in Ladies category, request exclusive showrooms for women, more women sales persons in stores, guarantee period for products should be for 6 months, Company should have their own building in the city, top line growth is important, apparel business should be encouraged, why did the Company sale its brand – 'Sparx', tie-ups with hyper markets, ratio of products produced in our factories and purchased from China / Thailand, any plans for interim dividend, plans to utilize the constructed space at Batanagar, Company should do customer satisfaction survey, three subsidiaries of the Company – what is the purpose, high profile Board which should help in achieving better performance, litigations has increased.

The Chairman and Mr. Rajeev Gopalakrishnan, Managing Director replied to the queries raised by the Members to their satisfaction and thanked the Members for their comments, suggestions and keen interest in the affairs of the Company. The Chairman also acknowledged the support and confidence reposed by Members on the Board of Directors and Management to take the Company forward in achieving better results.

The Shareholders also mentioned that they were grateful to the Chairman for his readiness to accept all criticism and take suggestions seriously from them.

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COMPANY SECRETARY

The Chairman mentioned that the Resolution had already been put to vote through remote e-voting. The voting at the AGM venue through electronic means for this item of business would commence once the remaining items of business as mentioned in the Notice convening the AGM were transacted.

Thereafter, the Chairman proceeded to transact the remaining businesses of the meeting as contained in the Notice convening the AGM.

2. DECLARATION OF DIVIDEND @ Rs.3.50 PER EQUITY SHARE OF Rs.5/- EACH, FULLY PAID-UP (i.e.70%) FOR THE FINANCIAL YEAR ENDED MARCH 31, 2016.

The Chairman informed the Members that for the purpose of seeking approval of the Members to the dividend recommended by the Board of Directors for the financial year 2015-16, the following Resolution was recommended as an Ordinary Resolution:

“RESOLVED that a dividend @ Rs. 3.50/- per share on an equity share of par value of Rs.5/- each (i.e., 70%) be declared and paid to the Members whose names appear in the Register of Members of the Company as on August 4, 2016 after giving effect to the valid requests for transfers/ transmissions of shares received till the close of business on July 20, 2016 in case of shares held in physical form and to those ‘beneficial owners’ whose names appear on the statements of beneficial ownership furnished by National Securities Depository Limited and Central Depository Services (India) Limited at the close of business hours on July 20, 2016 in case of shares held in electronic form, subject to the provisions of the Companies Act, 2013 read with the Rules framed thereunder, as applicable and that the said dividend be paid by the Company to its Members within 30 days from the date of declaration thereof.”

The aforesaid Resolution was proposed by Mr. Ashok Kumar Roy, a Member and seconded by Mr. Gautam Nandi, a Member.

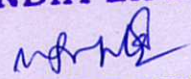
The Chairman mentioned that the Resolution was duly proposed and seconded and had already been put to vote through remote e-voting. The voting at the AGM venue through electronic means for this item of business would commence once the remaining items of business as mentioned in the Notice convening the AGM were transacted.

3. RE-APPOINTMENT OF MR. SHAIBAL SINHA AS A DIRECTOR OF THE COMPANY

The Chairman informed the Members that in order to seek approval of the Members to the re-election of Mr. Shaibal Sinha as a Director who retired by rotation and being eligible offered himself for re-appointment, the following Resolution was recommended as an Ordinary Resolution:

“RESOLVED THAT Mr. Shaibal Sinha [DIN: 00082504] be and is hereby re-appointed as a Director of the Company, liable to retire by rotation.”

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**(MALOY KUMAR GUPTA)
COMPANY SECRETARY**

The aforesaid Resolution was proposed by Mr. J.N. Kundu, a Member and seconded by Mr. S. Kejriwal, a Member.

The Chairman mentioned that the Resolution was duly proposed and seconded and had already been put to vote through remote e-voting. The voting at the AGM venue through electronic means for this item of business would commence once the remaining items of business as mentioned in the Notice convening the AGM were transacted.

4. RE-APPOINTMENT AND REMUNERATION OF THE AUDITORS

The Chairman informed the Members that in order to re-appoint M/s. S.R. Batliboi & Co. LLP, Chartered Accountants, retiring Auditors as the Auditors of the Company, the following Resolution was recommended as an Ordinary Resolution:

"RESOLVED THAT pursuant to the provisions of Sections 139, 141, 142 and other applicable provisions, if any, of the Companies Act, 2013 and Rules framed thereunder, M/s. S. R. Batliboi & Co. LLP, Chartered Accountants (Registration No.: 301003E issued by the Institute of Chartered Accountants of India), be and are hereby re-appointed as the Auditors of the Company to hold office from the conclusion of this Annual General Meeting until the conclusion of the next Annual General Meeting of the Company.

FURTHER RESOLVED THAT the Audit Committee of the Board of Directors of the Company be and is hereby authorized to determine the remuneration payable to the Auditors."

The aforesaid Resolution was proposed by Mr. Manoj Gupta, a Member and seconded by Mr. A.K. Pathak, a Member.

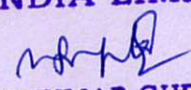
The Chairman mentioned that the Resolution was duly proposed and seconded and had already been put to vote through remote e-voting. The voting at the AGM venue through electronic means for this item of business would commence once the remaining items of business as mentioned in the Notice convening the AGM were transacted.

5. APPOINTMENT OF MR. CHRISTOPHER MACDONALD KIRK AS A DIRECTOR OF THE COMPANY, LIABLE TO RETIRE BY ROTATION

The Chairman informed the Members that for the purpose of seeking approval of the Members to the appointment of Mr. Christopher MacDonald Kirk, Bata Group Chairman as a Director on the Board of Directors of the Company, the following Resolution was recommended as an Ordinary Resolution:

"RESOLVED THAT Mr. Christopher MacDonald Kirk (DIN: 07425236) who was appointed as an Additional Director on the Board of Directors of the Company on February 10, 2016 to hold office up to the date of this Meeting pursuant to the provisions of Section 161 of the Companies Act, 2013, be and is hereby appointed as a Director of the Company."

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**(MALOY KUMAR GUPTA)
COMPANY SECRETARY**

The aforesaid Resolution was proposed by Mr. S.N. Pal, a Member and seconded by Mr. T.N. Chakraborty, a Member.

The Chairman mentioned that the Resolution was duly proposed and seconded and had already been put to vote through remote e-voting. The voting at the AGM venue through electronic means for this item of business would commence once the remaining items of business as mentioned in the Notice convening the AGM were transacted.

6. RE-APPOINTMENT OF MR. RAJEEV GOPALAKRISHNAN AS THE MANAGING DIRECTOR OF THE COMPANY AND FIXING HIS REMUNERATION

The Chairman informed the Members that in order to seek consent of the Members to the re-appointment of Mr. Rajeev Gopalakrishnan as the Managing Director of the Company for another term of five years, the following Resolution was recommended as a Special Resolution:

“RESOLVED THAT pursuant to the provisions of Sections 2(54), 196, 197 and 198 read with Schedule V of the Companies Act, 2013, consent of the Company be and is hereby accorded to the re-appointment of Mr. Rajeev Gopalakrishnan (DIN: 03438046), as the Managing Director of the Company (with such designation or designations as the Board of Directors may determine and deem fit to confer to Mr. Rajeev Gopalakrishnan, from time to time) for a period of five consecutive years with effect from February 23, 2016 on the terms and conditions contained in the Agreement executed by and between Mr. Rajeev Gopalakrishnan and the Company, salient features of which are specified in the Explanatory Statement under Section 102 of the Companies Act, 2013 annexed to this Notice, with liberty to the Board of Directors to vary the terms including increase in remuneration within the limits prescribed under the Act and as may be mutually agreed between Mr. Rajeev Gopalakrishnan and the Company from time to time.”

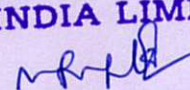
The aforesaid Resolution was proposed by Mr. Madhusudan Dey, a Member and seconded by Mr. A. K. Pal, a Member:

The Chairman mentioned that the Resolution has been duly proposed and seconded and had already been put to vote through remote e-voting. The voting at the AGM venue through electronic means for this item of business would commence once the remaining items of business as mentioned in the Notice convening the AGM were transacted.

7. APPOINTMENT OF MR. RAM KUMAR GUPTA AS A DIRECTOR OF THE COMPANY

The Chairman informed the Members that for the purpose of seeking approval of the Members to the appointment of Mr. Ram Kumar Gupta as a Director on the Board of Directors of the Company, the following Resolution was recommended as an Ordinary Resolution:

“RESOLVED THAT Mr. Ram Kumar Gupta (DIN: 01125065) who was appointed as an Additional Director on the Board of Directors of the Company on August 19, 2015 to hold office up to the date of this Meeting pursuant to the provisions of Section 161 of the Companies Act, 2013, be and is hereby appointed as a Director of the Company.”

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(MALOY KUMAR GUPTA)
COMPANY SECRETARY

The aforesaid Resolution was proposed by Mr. J.N. Kundu, a Member and seconded by Mr. Madhusudan Dey, a Member.

The Chairman mentioned that the Resolution was duly proposed and seconded and had already been put to vote through remote e-voting. The voting at the AGM venue through electronic means for this item of business would commence once the remaining items of business as mentioned in the Notice convening the AGM were transacted.

8. APPOINTMENT OF MR. RAM KUMAR GUPTA AS A WHOLE-TIME DIRECTOR OF THE COMPANY AND FIXING HIS REMUNERATION

The Chairman informed the Members that in order to seek consent of the Members to the appointment of Mr. Ram Kumar Gupta as Wholetime Director of the Company for a period of five years, the following Resolution was recommended as a Special Resolution:

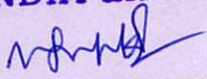
“RESOLVED THAT pursuant to the provisions of Sections 2(94), 196, 197 and 198 read with Schedule V to the Companies Act, 2013, consent of the Company be and is hereby accorded to the appointment of Mr. Ram Kumar Gupta (DIN: 01125065), as a Whole-time Director of the Company designated as Director Finance (with such other designation or designations as the Board of Directors may determine and deem fit to confer to Mr. Ram Kumar Gupta from time to time) for a period of five consecutive years with effect from August 19, 2015 on the terms and conditions contained in the Agreement executed by and between Mr. Ram Kumar Gupta and the Company, salient features of which are specified in the Explanatory Statement under Section 102 of the Companies Act, 2013 annexed to this Notice, with liberty to the Board of Directors to vary the terms including increase in remuneration within the limits prescribed under the Act and as may be mutually agreed to between Mr. Ram Kumar Gupta and the Company from time to time.”

The aforesaid Resolution was proposed by Mr. T.N. Chakraborty, a Member and seconded by Mr. Ujjal Chakraborty, a Member.

The Chairman mentioned that the Resolution was duly proposed and seconded and had already been put to vote through remote e-voting. The voting at the AGM venue through electronic means for this item of business would commence once the remaining items of business as mentioned in the Notice convening the AGM were transacted.

Thereafter, the Chairman advised Mr. Pawan Kumar Sarawagi, the Scrutinizer present at the AGM and Mr. Maloy Kumar Gupta, Company Secretary to facilitate voting through electronic means by the eligible Members present at the AGM Hall and authorized Mr. Pawan Kumar Sarawagi to submit the Scrutinizer's Report based on combined voting Results. The Chairman informed the Members present that the combined Results of the remote e-voting and votes cast through electronic means at the AGM Hall would be announced on or before Friday, August 5, 2016 at 11.00 a.m. and the same would be available on the Notice Board of the Company at its Registered Office in Kolkata and Corporate Office in Gurgaon and would also be uploaded on the website of the Company at www.bata.in.

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**(MALOY KUMAR GUPTA)
COMPANY SECRETARY**

11. VOTE OF THANKS

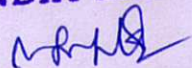
The meeting concluded with a vote of thanks to the Chair proposed by Mr. S.K. Sukhani, a Member.

12. DECLARATION OF RESULTS

Based on the Scrutinizer's Report submitted by Mr. Pawan Kumar Sarawagi, Scrutinizer, on August 4, 2016, the Chairman announced the combined results of remote e-voting and votes cast through electronic means at the AGM Hall, as enclosed and marked as Annexure – I. Accordingly, all Resolutions in respect of the items of business mentioned in the Notice dated May 30, 2016 and transacted at the 83rd AGM of the Company, were declared carried with requisite majority.

sd/-
UDAY KHANNA
CHAIRMAN

Place: Mumbai
Date: August 31, 2016.

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(MALOY KUMAR GUPTA)
COMPANY SECRETARY

Annexure-I**Bata****BATA INDIA LIMITED**

83rd Annual General Meeting (AGM) held at Kalamandir, Kolkata on Thursday, August 4, 2016
Declaration of Results of Remote E-voting and E-voting at the AGM Venue

The 83rd Annual General Meeting (AGM) of the Members of Bata India Limited ('the Company') was held at KALAMANDIR, 48, Shakespeare Sarani, Kolkata - 700017 on Thursday, August 4, 2016 at 10:00 a.m. As per the provisions of Section 108 of the Companies Act, 2013, Rule 20 of Companies (Management and Administration) Amendment Rules, 2015 and Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company had provided remote e-voting facility to the Members through National Securities Depository Limited (NSDL) to enable them to cast their votes electronically on the Resolutions proposed in the Notice convening the 83rd AGM. In line with the amended Rule 20 of the Companies (Management and Administration) Amendment Rules, 2015, the facility for voting through electronic means were also provided to the Members present at the AGM venue.

The remote e-voting commenced on Monday, August 1, 2016 at 9:00 A.M. and concluded on Wednesday, August 3, 2016 at 5:00 P.M.

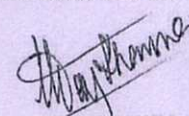
Mr. Pawan Kumar Sarawagi of M/s. P. Sarawagi & Associates, Company Secretaries was appointed as the Scrutinizer for remote e-voting and e-voting at the AGM. The Scrutinizer has carried out the scrutiny of all the votes cast through the electronic voting system provided at the AGM venue and remote e-voting, as unblocked by NSDL after the conclusion of the AGM, and submitted his Report to the Chairman on August 4, 2016.

Based on the Scrutinizer's Report dated August 4, 2016, the combined results of the votes cast are as under:

Sl. No.	Items of Business <i>(as per the Notice convening the 83rd AGM)</i>	% Votes cast in favour	% Votes cast against
1.	Adoption of the Financial Statements of the Company for the financial year ended March 31, 2016 (both Standalone and Consolidated basis) together with the Reports of the Auditor's thereon and the Board's Report. (As an Ordinary Resolution)	99.9999	0.0001
2.	Declaration of dividend @ Rs.3.50 per Equity Share of Rs. 5/- each, fully paid-up, for the financial year ended March 31, 2016. (As an Ordinary Resolution)	99.9998	0.0002
3.	Re-appointment of Mr. Shaibal Sinha (DIN: 00082504), as a Director, liable to retire by rotation. (As an Ordinary Resolution)	98.2394	1.7606
4.	Re-appointment of Auditors and fixation of their remuneration. (As an Ordinary Resolution)	99.8687	0.1313
5.	Appointment of Mr. Christopher MacDonald Kirk (DIN: 07425236) as a Director of the Company. (As an Ordinary Resolution)	99.9858	0.0142
6.	Re-appointment of Mr. Rajeev Gopalakrishnan (DIN: 03438046) as the Managing Director of the Company and fixation of his remuneration. (As a Special Resolution)	99.7762	0.2238
7.	Appointment of Mr. Ram Kumar Gupta (DIN: 01125065) as a Director of the Company. (As an Ordinary Resolution)	99.9993	0.0007
8.	Appointment of Mr. Ram Kumar Gupta as a Whole-time Director (DIN: 01125065) of the Company and fixation of his remuneration. (As a Special Resolution)	99.9966	0.0034

Accordingly, all the Resolutions in respect of the items of business mentioned above are declared carried with requisite majority by the Members of the Company.

For BATA INDIA LIMITED


UDAY KHANNA
 Chairman
 (DIN: 00079129)

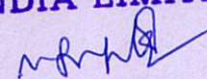
Place: Kolkata
 Date: August 4, 2016

BATA INDIA LIMITED

CIN: LT0201WB1931PLC007261

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Certified True Copy
BATA INDIA LIMITED


(MALOY KUMAR GUPTA)
COMPANY SECRETARY