

14th August, 2013

1. The Secretary
Bombay Stock Exchange Limited
Phiroze Jeejeebhoy Towers,
Dalal Street, Fort
Mumbai 400 023
Fax No: 022-22722039/3121/3132
22723719 / 2037
2. 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 400 051
Fax No: 022-26598237 / 8238

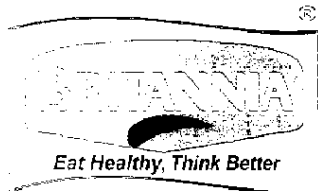
Dear Sirs,

Sub: Information pursuant to Clause 31(d) and 35 A of the Listing Agreement – Proceedings at the Annual General Meeting

Pursuant to Clause 31(d) read with Clause 35A of the Listing Agreement, the requisite information relating to the Annual General Meeting (AGM) of the Company held on Monday, 12th August 2013, at 11.00 a.m. at The Hyatt Regency, JA-1, Sector 3, Salt Lake City, Kolkata - 700 098, is furnished below:-

Date of the AGM	12 th August, 2013
Total number of shareholders on record date	42,343
No. of Shareholders present in the meeting either in person or through proxy	
• Promoters and Promoter Group	7
• Public	4032
No. of Shareholders attended the Meeting through Video Conferencing	
• Promoters and Promoter Group	NIL
• Public	



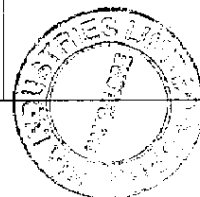


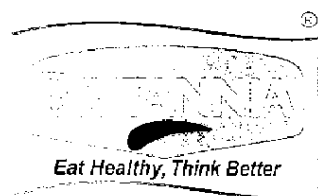
CONTINUATION

DETAIL OF THE AGENDA:

The Shareholders transacted the following Business-

Item Nos	Details of the Agenda	Resolution Required (Ordinary/ Special)	Mode of Voting: (Show of hands/Poll/ Postal Ballot/ E-Voting)	Remarks
1.	To receive, consider and adopt the Audited Statement of Profit and Loss for the year ended 31 March 2013 and the Balance Sheet as on that date and the Reports of the Directors and the Auditor's thereon.	Ordinary	Show of hands	Resolution was Passed with requisite Majority
2.	To declare dividend of Rs. 8.50 per share of Rs. 2/- each.	Ordinary	Show of hands	Resolution was Passed with requisite Majority
3.	To appoint a Director in place of Mr. Nasser Munjee who retires by rotation and being eligible, offers himself for re-appointment.	Ordinary	Show of hands	Resolution was Passed with requisite Majority
4.	To appoint a Director in place of Mr. Ness N Wadia who retires by rotation and being eligible, offers himself for re-appointment.	Ordinary	Show of hands	Resolution was Passed with requisite Majority
5.	To appoint a Director in place of Dr. Vijay L Kelkar who retires by rotation and being eligible, offers himself for re-appointment.	Ordinary	Show of hands	Resolution was Passed with requisite Majority
6.	To appoint a Director in place of Mr. Nusli N Wadia who retires by rotation and being eligible, offers himself for re-appointment.	Ordinary	Show of hands	Resolution was Passed with requisite Majority
7.	To appoint Messrs B S R & Co., Chartered Accountants, (Reg. No. 101248W) as Auditors of the Company to hold office from the conclusion of this Annual General Meeting upto the conclusion of the Ninety-fifth Annual General Meeting of the Company and to authorise the Board of Directors of the Company to fix their remuneration.	Ordinary	Show of hands	Resolution was Passed with requisite Majority





CONTINUATION

In case of Poll/Postal ballot/ E-Voting: Not Applicable

Promoter/ Public	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstan din g 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	NA	NA	NA	NA	NA	NA	NA
Public – Institutional holders	NA	NA	NA	NA	NA	NA	NA
Public-Others	NA	NA	NA	NA	NA	NA	NA
Total	NA	NA	NA	NA	NA	NA	NA

Please take the same on record and acknowledge.

Yours faithfully,

For Britannia Industries Limited


Vivek P Raizada

Head - Legal & Company Secretary

