



Ref: DIC/DIC_let6/65
Date: 25.04.2016

The Calcutta Stock Exchange Ltd.
7 Lyons Range, Kolkata - 700001
Scrip Code: **10013217**

The Corporate Relationship Department
The BSE Limited
P.J. Towers, Dalal Street, Mumbai - 400001
Scrip Code: **500089**

National Stock Exchange of India Limited
Exchange Plaza, 5th Floor
Plot No C/1, G Block, Bandra Kurla Complex
Bandra(E), Mumbai - 400051
Scrip Code: **DICIND**

Dear Sir,

Sub: Outcome of the 68th Annual General Meeting

We wish to inform you that the shareholders of the Company at the 68th Annual General Meeting held at the Williamson Magor Hall, Bengal Chamber of Commerce & Industry, Royal Exchange, 6, Netaji Subhas Road, Kolkata – 700 001 on Friday, 22nd April, 2016 have approved the following businesses with requisite majority:

1. Adopted the audited Balance Sheet and Profit & Loss Account for the year ended 31st December 2015 and the report of the Directors and the Auditors thereon.
2. Dividend at the rate of Rs. 4/- per share (i.e. 40%) was declared.
3. Re-appointment of Dr. P K Dutt as Director of the Company.
4. Appointment of M/s. Lovelock & Lewes, Chartered Accountants as the Statutory Auditors of the Company for the year ended 31st December 2016.
5. Remuneration payable to M/s Sinha Chaudhuri & Associates, Cost Accountants as Cost Auditors of the Company

The scrutinizer report given by Mr. Tarun Chatterjee of M/s. T Chatterjee & Associates, Company Secretary in Practice is attached herewith. This is for your information and record.

Thanking you.

Yours truly,

For **DIC India Limited**

(Banibrata DeSarkar)

Company Secretary

b.desarkar@dic.co.in

DIC INDIA LIMITED

Corporate Identity Number (CIN) No. L24223WB1947PLC015202
Transport Depot Road, Kolkata - 700 088, West Bengal, India
Telephone : (033) 2449 6591-96, 2449 3984/85
Fax : (033) 2448-9039, 2449-2311 / 0433 / 8650
E-mail ID : dic.custcare@dic.co.in Website : www.dicindiaLtd.co

CONSOLIDATED SCRUTINIZER'S REPORT

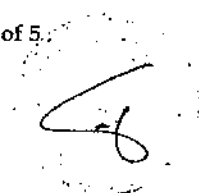
[Pursuant to Sections 108 of the Companies Act, 2013 read with Rules 20 and 21 (1) of the Companies (Management and Administration) Rules, 2014]

To,

The Chairman of Sixty Eighth Annual General Meeting of the Members of DIC India Limited (the Company) held on Friday, 22nd April, 2016 at 11 a.m., at the Williamson Magor Hall in the premises of The Bengal Chamber of Commerce & Industry, Royal Exchange, No. 6, Netaji Subhas Road, Kolkata 700001.

Sir,

1. I, Tarun Chatterjee, a Company Secretary in whole time Practice, have been appointed by the Chairman of the 68th Annual General Meeting of DIC India Limited, as a Scrutinizer for the purpose of Scrutinizing the vote casted by the Equity Shareholders of the Company on ballot carried out as per the provisions of section 108 of the Companies Act, 2013 read with Rules 20 and 21 of the Companies (Management and Administration) Rules, 2014 on the resolutions contained in the notice dated 5th February 2016 of the 68th Annual General Meeting (AGM) of the members of the Company, held on 22nd April, 2016 at The Williamson Magor Hall in the premises of the Bengal Chamber of Commerce & Industry, Royal Exchange, No. 6, Netaji Subhas Road, Kolkata - 700001.
 - After the declaration of voting by ballot by the Chairman, the ballot box kept for voting was locked in my presence with due identification mark placed by me.
 - The locked ballot box was subsequently opened in the presence of two witness and ballot papers were diligently scrutinized. The ballot papers were reconciled with the records maintained by the Registrar and Transfer Agents of the Company and the authorizations / proxies lodged with the company.
 - The ballot papers, which were incomplete and /or which were otherwise found defective have been treated as invalid and kept separately.



2. The Company had also provided the e-voting facility for its members as per the Provisions of section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 which remained open from 19th April, 2016 (9:00 A.M) to 21st April, 2016 (5.00 P.M). The Board of Directors of DIC India Limited, appointed me as a Scrutinizer for the purpose of scrutinizing the e-voting process and voting on ballot in respect of resolutions contained in the Notice calling 68th Annual General Meeting dated 22-04-2016.
3. The management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and Rules thereto relating to e-voting, voting by ballot at Annual General meeting on the resolutions contained in the Notice dated 5th February 2016 of the 68th Annual General Meeting (AGM) of the members of the Company. My responsibility as a Scrutinizer of remote e-voting and ballots is limited to prepare and submit Scrutinizer's report of the votes casted "in favour" or "against" the resolutions by the members of the Company, as required by the Act.
4. I do hereby submit the Consolidated Report of vote casted on ballot at the meeting as well as on e-voting process on the resolutions contained in the Notice of the 68th Annual General Meeting (AGM) dated 5th February 2016 of the members of the Company:-

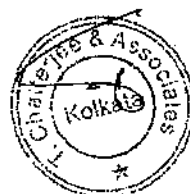
Item No. 1: Adoption of Accounts for the year ended 31st December, 2015 (Ordinary Business)

Ordinary Resolution:

To receive and consider the Statement of Profit & Loss for the financial year ended 31st December 2015, the Balance Sheet as at that date and the Reports of the Directors and Auditors thereon.

The Results of voting conducted are as under:

	E-voting	Poll	Total
Number of Shareholders voted	16	27	43
Number of shares held	6593870	370	6594240
Number of voters voted in favour of the Resolution	16	27	43
Number of voters voted against the Resolution	0	0	0
Number of votes in favour of the Resolution	6593870	370	6594240
Percentage of votes in favour of the Resolution	100	100	100
Number of votes against the Resolution	0	0	0
Percentage of votes against the Resolution	0	0	0



Item No. 2: Declaration of Dividend for the financial year ended 31st December 2015 (Ordinary Business)

Ordinary Resolution:

To declare final dividend of Rs 4.00 per equity share, to be paid for the financial year ended 31st December 2015.

The Results of voting conducted are as under:

	E-voting	Poll	Total
Number of Shareholders voted	17	27	44
Number of shares held	6593890	370	6594260
Number of voters voted in favour of the Resolution	17	27	44
Number of voters voted against the Resolution	0	0	0
Number of votes in favour of the Resolution	6593890	370	6594260
Percentage of votes in favour of the Resolution	100	100	100
Number of votes against the Resolution	0	0	0
Percentage of votes against the Resolution	0	0	0

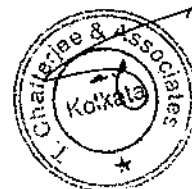
Item No. 3: Appointment of Dr. Prabir Kumar Dutt (DIN: 00026833) as a Director (Ordinary Business)

Ordinary Resolution:

To appoint a Director in place of Dr. Prabir Kumar Dutt (DIN: 00026833), who retires by rotation and being eligible, seeks re-appointment.

The Results of voting conducted are as under:

	E-voting	Poll	Total
Number of Shareholders voted	16	27	43
Number of shares held	6593870	370	6594240
Number of voters voted in favour of the Resolution	16	27	43
Number of voters voted against the Resolution	0	0	0
Number of votes in favour of the Resolution	6593870	370	6594240
Percentage of votes in favour of the Resolution	100	100	100
Number of votes against the Resolution	0	0	0
Percentage of votes against the Resolution	0	0	0



Item No. 4: Appointment of Statutory Auditors and to fix their remuneration (Ordinary Business)

Ordinary Resolution:

“RESOLVED that pursuant to the provisions of Section 139 and other applicable provisions, if any, of the Companies Act, 2013 and the Rules made thereunder, as amended from time to time, M/s. Lovelock & Lewes, Chartered Accountants (ICAI Firm Registration No.301056E), the retiring Auditors of the Company, be and are hereby re-appointed as Auditors of the Company to hold office from the conclusion of this Annual General Meeting (AGM) until the conclusion of the Sixty Ninth AGM of the Company, on such remuneration plus travelling and out-of-pocket expenses, as may be mutually agreed upon between the Auditors and the Board of Directors of the Company.”

The Results of voting conducted are as under:

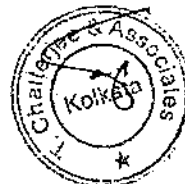
	E-voting	Poll	Total
Number of Shareholders voted	16	27	43
Number of shares held	6593870	370	6594240
Number of voters voted in favour of the Resolution	15	27	42
Number of voters voted against the Resolution	1	0	1
Number of votes in favour of the Resolution	6593869	370	6594239
Percentage of votes in favour of the Resolution	99.99	100	99.99
Number of votes against the Resolution	1	0	1
Percentage of votes against the Resolution	0.00	0	0.00

Item No. 5: Ratification of the remuneration paid to M/s Sinha Chaudhuri & Associates, Cost Accountants as Cost Auditors of the Company (Special Business)

Ordinary Resolution:

“RESOLVED THAT pursuant to the provisions of Section 148 and other applicable provisions, if any, of the Companies Act, 2013 and the Companies (Audit and Auditors) Rules, 2014, as amended from time to time, M/s Sinha Chaudhuri & Associates (Firm Registration No. 000057) appointed as the Cost Auditors of the Company, to conduct the audit of the cost records of the Company for the year ending on 31st December 2016, be paid a remuneration of Rs.30,000/-, exclusive of service tax and out of pocket expenses incurred by them in connection with the aforesaid audit.

FURTHER RESOLVED THAT the Board of Directors of the Company be and is hereby authorized to do all acts and take all such steps as may be necessary, proper or expedient to give effect to this resolution.”



The Results of voting conducted are as under:

	E-voting	Poll	Total
Number of Shareholders voted	16	27	43
Number of shares held	6593870	370	6594240
Number of voters voted in favour of the Resolution	16	27	43
Number of voters voted against the Resolution	0	0	0
Number of votes in favour of the Resolution	6593870	370	6594240
Percentage of votes in favour of the Resolution	100	100	100
Number of votes against the Resolution	0	0	0
Percentage of votes against the Resolution	0	0	0

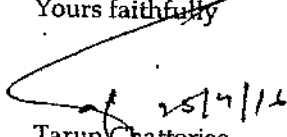
Total Number of Ballot Forms Rejected

Number of Ballot Paper rejected	4
Number of shares held	115
Reason of Rejection	
• Folio Number not mentioned.	1 case
• Wrong Folio Number.	1 case
• Signature Mismatch.	2 cases

5. The Poll papers and all other relevant records were sealed and handed over to the Company Secretary authorised by the Board for safe keeping.

Thanking you,

Yours faithfully


Tarun Chatterjee
Practicing Company Secretary
Membership No. 17195

Place: Kolkata
Date: 25-04-2016

