

**FCL: SEC: SE: 2019: 199**  
**19<sup>th</sup> September 2019**

**Bombay Stock Exchange Limited**  
**National Stock Exchange of India Limited**  
**Luxembourg Stock Exchange**

Dear Sir,

Re: Proceedings of the 51<sup>st</sup> Annual General Meeting of the Company held on Wednesday, 18<sup>th</sup> September, 2019

Pursuant to Regulation 30 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (SEBI Listing Regulations), we enclose gist of proceedings of the 51<sup>st</sup> Annual General Meeting of the Company held on Wednesday, 18<sup>th</sup> September, 2019.

Kindly arrange to take the above on your record.

Thanking you,

Yours faithfully  
For FINOLEX CABLES LIMITED

  
Gayatri Kulkarni  
Compliance Officer

**Gist of Proceedings of the 51<sup>st</sup> Annual General Meeting of Finolex Cables Limited Held on Wednesday, 18<sup>th</sup> September, 2019**

**1. Date Time and Venue of the Meeting :**

The 51<sup>st</sup> Annual General Meeting ("AGM") of the Company was held on Wednesday, 18<sup>th</sup> September, 2019 held at the Auditorium of Auto Cluster Development and Research Institute, 'H' Block, Plot C-181, Near D'Mart, Chinchwad, Pune – 411019 and the meeting commenced at 11.30 a.m. The meeting concluded at 12.40 p.m. on the same day.

**2. Brief details of items deliberated at the meeting and results thereof:**

- a) Mr. Deepak K Chhabria, Executive Chairman chaired the proceedings of the meeting.
  - b) The requisite quorum being present, the Executive Chairman called the meeting in order.
  - c) The Executive Chairman thereafter delivered his speech. Copy of the Chairman's Speech was delivered to the Stock Exchanges separately.
  - d) The Executive Chairman informed that remote e-voting had commenced at 9.00 a.m. on Sunday, 15<sup>th</sup> September, 2019 and ended at 5.00 p.m. on Tuesday, 17<sup>th</sup> September, 2019. Further, the Chairman informed the members that the facility of e-voting is made available at the venue of the meeting for members who have not cast their vote through the remote e-voting process.
3. The Chairman briefed the members with respect to the business to be transacted at the meeting. As per Notice dated 14<sup>th</sup>, August, 2019 convening the 51<sup>st</sup> Annual General Meeting of the Company, the following business was transacted at the meeting. The Chairman stated that Resolution Nos. 1 to 3 was proposed to be passed as Ordinary Business and Resolution Nos. 4 to 9 was proposed to be passed as a Special Business.

**Ordinary Business:**

- a) To receive, consider and adopt the audited financial statement (including the audited consolidated financial statements) of the Company for the financial year ended 31st March, 2019 and the reports of the Board of Directors' and Auditors' thereon.
- b) To declare a dividend on equity shares for the financial year ended 31st March, 2019
- c) To appoint a Director in place of Mr Mahesh Viswanathan [DIN: 02780987], who retires by rotation, and being eligible, offers himself for reappointment.

**Special Business:**

- d) Appointment of Mr. Mohan Lal Jain (DIN 00148677), as Non-Executive Director liable to retire by rotation.
- e) Appointment of Mrs. Shruti Udeshi (DIN 06900182), as Non-Executive, Independent Director

- f) Appointment of Mr. P G Pawar (DIN 00018995), as Non-Executive, Independent Director
- g) To ratify remuneration payable to M/s Joshi Apte & Associates, Cost Accountants, Pune (Firm Registration No.00240) pursuant to their appointment as Cost Auditor of the Company for the financial year 2019-20.
- h) To offer or invite subscriptions for secured/unsecured redeemable non-convertible debentures, in one or more series/tranches, aggregating upto Rs.150 Crores (Rupees One Hundred Fifty Crores Only) on private placement basis.
- i) Approval for the Company to continue to purchase optical fibre from Corning Finolex Optical Fibre Private Limited as set out at item No.9 of the Notice.

Satisfactory clarifications were provided to the queries raised by the Members present at the meeting.

The Executive Chairman informed the Members that Mrs. Kanchan Limaye, Practising Company Secretary (CP No.17326) or failing her Mr. Mandar Jog, Practising Company Secretary (CP No. 9798) of M/s. Jog Limaye Associates, Company Secretaries was appointed as the Scrutinizer for the purpose of scrutinizing the remote e-voting and InstaPol voting process at the venue of the Meeting.

The Executive Chairman informed the Members that the results of e-voting will be made available on the website of the Company and that of M/s. National Securities and Depositories Limited within 48 hours of the conclusion of the Meeting.