

"हिंदी केवल एक भाषा नहीं बल्कि हमारी राष्ट्रीय पहचान है।"



आईटीआई लिमिटेड

पंजीकृत एवं निगमित कार्यालय
आईटीआई भवन, दूरवाणीनगर,
बैंगलूरु - 560 016 भारत
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वेबसाइट : www.itilt-d-india.com
सी आई एन : L32202KA1950GoI000640

ITI LIMITED

Registered & Corporate Office
ITI Bhavan, Dooravaninagar,
Bengaluru - 560 016, India
Phone : +91 (80) 2561 4466
Fax : +91 (80) 2561 7525
Website : www.itilt-d-india.com
CIN : L32202KA1950GoI000640

Ref: K/NSE & BSE/ 2018-19

Date: 27.09.2018

The Secretary,
BSE Limited,
Phiroze Jeejeebhoy Towers,
Dalal Street,
Mumbai-400001

The Manager,
National Stock Exchange of India Limited,
Exchange Plaza,
Bandra Kurla Complex,
Bandra (E)
Mumbai-400051

Dear Sir,

Sub: Proceeding of Annual General Meeting.

Pursuant to Regulation 30(2) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015, please find the enclosed proceeding of the Annual General Meeting of the Company held on 26th September, 2018 at 11.30 A.M. at ITI Officers' club- New Wing (First Floor of Shakthi Bakery Building), ITI Township, Doorvani Nagar, Bangalore-560016 for your records.

Thanking you,

Yours faithfully
For ITI Limited

(S. Shanmuga Priya)
Company Secretary

एस.शानमुगा प्रिया / S.Shanmuga Priya
कम्पनी सचिव / Company Secretary
आईटीआई लिमिटेड / ITI Limited
पंजीकृत एवं निगमित कार्यालय / Regd. & Corporate Office
आईटीआई भवन, दूरवाणीनगर / ITI Bhavan, Dooravaninagar
बैंगलूरु / BANGALORE - 560 016



**GIST OF THE PROCEEDINGS OF THE ANNUAL GENERAL MEETING OF ITI LIMITED
HELD ON WEDNESDAY, 26ST SEPTEMBER 2018.**

The 68th Annual General Meeting of the members of the Company was held on 26st September 2018 at 11.30 a.m. at ITI Officers Club - New Wing (1st Floor of Shakthi Bakery Building) ITI Township, Doorvani Nagar, Bengaluru - 560 016.

The Company Secretary informed the Members that Government of India, vide its order No F No.26(3) EO/2004(ACC) & No.24/8/2018-EO(ACC) dated 31st May 2018 and 30th August 2018 respectively has entrusted Shri K. Alagesan, Director - Production with additional charge as Chairman and Managing Director, w.e.f 1st June 2018.

The requisite quorum being present, Company Secretary called the meeting to order and Shri K. Alagesan, Director - Production / addl. charge Chairman and Managing Director chaired the proceedings of the meeting.

Total 132 Members attended the meeting as per the records of attendance including the Authorised representative of President of India and Governor of Karnataka

The Chairman gave an overview of the financial performance of the Company for the financial year ended 31st March 2018 and its future outlook.

The Chairman informed the Members that pursuant to the provisions of the Companies Act, 2013 and the related rules there under and SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015, the Company had offered remote e-voting facility for transacting the business set out in the notice of the Annual General Meeting.

The Chairman then informed that Members who have not cast their vote through remote e-voting may exercise their vote through ballot papers, which have been distributed to the shareholders at the time of registration.

He further informed that the Board of Directors have engaged the services of Central Depository Services (India) Limited (CDSL) to provide e-voting facility and have appointed Shri D Venkateswarlu, Company Secretary in Practice, Bengaluru as scrutinizer for scrutinizing the voting process (electronically and poll) in a fair and transparent manner.

The Chairman explained the objectives and implications of the items mentioned in the notice viz.,

I. Ordinary Business:

1. Adoption of the Audited Financial Statements for the year ended 31.03.2018 and the Reports of the Board of Directors and Auditors thereon. **(Ordinary Resolution)**

2. Re-appointment of Shri R M Agarwal (DIN: 07333145) as Director, retiring by rotation. **(Ordinary Resolution)**
3. Re-appointment of Shri K Alagesan (DIN: 07439659) as Director, retiring by rotation. **(Ordinary Resolution)**
4. Fixing of remuneration of Statutory and Branch Auditor **(Ordinary Resolution)**

II. Special Business

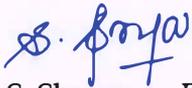
5. Appointment of Shri Chittaranjan Pradhan (DIN: 08094340) as Director of the Company. **(Ordinary Resolution)**
6. Appointment of Shri Suresh Chandra Panda (DIN: 05201584) as Independent Director of the Company. **(Ordinary Resolution)**
7. Appointment of Dr. Akhilesh Dube (DIN: 08195896) as Independent Director of the Company. **(Ordinary Resolution)**
8. Appointment of Shri Mayank Gupta (DIN: 03501227) as Independent Director of the Company. **(Ordinary Resolution)**
9. Appointment of Shri Rajen Vidyarthi (DIN: 08196235) as Independent Director of the Company. **(Ordinary Resolution)**
10. Appointment of Shri Rajesh Sharma, DDG (SU), DoT (DIN: 08200125) as Government Nominee Director of the Company. **(Ordinary Resolution)**
11. Approval of Remuneration to Cost Auditor for the year 2018-19. **(Ordinary Resolution)**.
12. Appointment of Shri K. R. Shanmugam (DIN: 08211253) as Independent Director of the Company. **(Ordinary Resolution)**

and invited the members for discussion of these items. The Chairman answered the queries raised by members. Members gave some suggestions.

Thereafter, poll was taken at the meeting. The Chairman announced that the e-voting results along with the consolidated scrutineser's report shall be placed on the website of the Company, Notice Board of the Company at the Corporate Office and website of Central Depository Services (India) Limited (CDSL).

The Chairman thanked the Members for their participation and suggestion and announced that the proceedings of the 68th Annual General Meeting as closed after the completion of the Poll.

For ITI Limited



S. Shanmuga Priya
Company Secretary

एस.शानमुगा प्रिया / S. Shanmuga Priya
कम्पनी सचिव / Company Secretary
आईटीआई लिमिटेड / ITI Limited
पंजीकृत एवं निगमित कार्यालय / Regd. & Corporate Office
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