

Summary of Proceedings of the 22nd (Twenty Second) Annual General Meeting

The 22nd (Twenty Second) Annual General Meeting ("AGM" or "the Meeting") of the Shareholders of Astec LifeSciences Limited ("the Company") was held on Tuesday, 26th July, 2016 at 3.30 p.m. (IST) at the Auditorium, "Godrej One", Pirojshanagar, Eastern Express Highway, Vikhroli (East). Mumbai - 400 079, Maharashtra.

Mr. Nadir B. Godrei (Chairman) chaired the AGM.

The requisite quorum being present, the Chairman called the Meeting to order.

All the Directors of the Company (including Chairman of the Audit Committee) and the representatives of M/s. Shah & Kathariya (Statutory Auditors) and M/s. P. K. Pandya & Co. (Secretarial Auditors) attended the AGM.

The Chairman welcomed all the Shareholders and with the consent of the Shareholders present. took the Report of Board of Directors and of the Auditors and the Standalone and Consolidated Audited Financial Statements for the Financial Year ended 31st March, 2016 as read.

The Chairman then delivered his speech to the Shareholders.

The Chairman informed the Shareholders that the Company had provided to the Shareholders, the facility to cast their vote electronically through remote e-voting facility provided by National Securities Depository Limited which had commenced on Friday, 22nd July, 2016 at 9.00 a.m. (IST) upto Monday, 25th July, 2016 till 5.00 p.m. (IST), on all resolutions set forth in the Notice of the AGM. Shareholders who were present at the AGM and had not cast their vote electronically were provided an opportunity to cast their votes though Ballot Form at the end of the Meeting. The Shareholders were informed that the Board of Directors had appointed Mr. Vikas R. Chomal, Practicing Company Secretary as the Scrutinizer to supervise the remote e-voting and Ballot voting process.

The following items of business as per the Notice of the AGM dated 4th May, 2016 were transacted at the AGM:

1. Adoption of Audited Standalone and Consolidated Financial Statements of the Company for the Financial Year ended 31st March, 2016 together with the Reports of the Board of Directors and the Statutory Auditors thereon.









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- Re-appointment of M/s Shah & Kathariya, Chartered Accountants, Mumbai as Statutory Auditors of the Company from conclusion of this Annual General Meeting till the conclusion of the next Annual General Meeting.
- 3. Appointment of Mr. Nadir B. Godrej (DIN: 00066195) as a "Director" of the Company.
- 4. Appointment of Mr. Balram Singh Yadav (DIN: 00294803) as a "Director" of the Company.
- 5. Appointment of Mr. Rakesh Dogra (DIN: 07334098) as a "Director" of the Company.
- 6. Appointment of Mr. Arijit Mukherjee (DIN: 07334111) as a "Director" of the Company.
- 7. Appointment of Dr. Brahma Nand Vyas (DIN: 02796071) as an "Independent Director" of the Company.
- 8. Appointment of Mr. Vijay Kashinath Khot (DIN: 03520249) as an "Independent Director" of the Company.
- Ratification of Remuneration of M/s. NNT & Co., Cost Accountants, Mumbai as the Cost Auditors of the Company for the Financial Year ending 31st March, 2017.
- 10. Appointment of Mr. Arijit Mukherjee (DIN: 07334111) as a "Whole Time Director" of the Company.
- 11. Approval of Increase in Remuneration of Mr. Ashok V. Hiremath, Managing Director (DIN: 00349345) of the Company.
- 12. Approval for Increase in Borrowing Powers of the Company under Section 180(1)(c) of the Companies Act, 2013.
- 13. Alteration of Articles of Association of the Company.
- 14. Alteration / Amendment of Employee Stock Options Scheme, 2015 ("ESOS 2015").

Clarifications were then provided to the queries raised by the Shareholders.

The Chairman then declared that the results of the voting shall be declared within 48 (forty-eight) hours from the conclusion of the AGM and the same will be submitted to the BSE Limited and the National Stock Exchange of India Limited and will also be put up on the Company's website, www.astecls.com.







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The AGM ended at 5.20 p.m. (IST) with a vote of thanks to the Chair.

It may also please be noted that as per the Report of the Scrutinizer dated 28th July, 2016 issued by Mr. Vikas R. Chomal, Practicing Company Secretary, all the above mentioned 14 (fourteen) Resolutions stand passed with requisite majority.

For Astec LifeSciences Limited

Tejal Jariwala

Company Secretary & Compliance Officer (ACS 32441)









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Annexure 2

Voting results as per Regulation 44(3) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015

	26 th July, 2016
Total number of Shareholders on record date	10,949 Shareholders as on Tuesday, 19 th July, 2016
No. of Shareholders present in the Meeting either in person or through proxy:-	
Promoters and Promoter Group:	
No. of Shareholders attended the Meeting through Video Conferencing:-	
Promoter and Promoter Group: Nil Public:	



Agenda wise disclosure: 1)

9	99.99	138	1,24,07,540	63.69	1,24,07,678	1,94,82,655		Total
9	99.50	138	27,154	0.39	27,292	68,98,509	Total (III)	
							(if applicable)	
- 1		1		*	¥.	68,98,509	Postal Ballot	Institutions
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5	98.95	138	13,021	0.19	13,159		E-voting	Public-
-		-			1	2,03,760	Total (III)	
							(if applicable)	
		000	(6)	ı	1)	2,03,760	Postal Ballot	
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7		66	8	ı	ı	1,23,80,386	Postal Ballot	Group
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0.04	99.96	4,300	1,24,03,378	63.69	1,24,07,678	1,94,82,655		Total (I+II+III)
15.75	84.25	4,300	22,992	0.39	27,292	68,98,509	Total (III)	
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			•	204.0	ı		Postal	Institutions
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mbai as Statutory	ed Accountants, Mu	hariya, Chartere	M/s Shah & Kat	Re-appointment of M/s Shah & Kathariya, Chartered Accountants, Mumbai as Statutory		ary	Resolution required: Ordinary	Resolution I



	100.00	•	1,24,07,678	63.69	1,24,07,678	1,94,82,655		Total (I+II+III)
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				•	-		E-voting	Public-
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e Company.	as a "Director" of th	DIN: 00066195)	Nadir B. Godrej (Appointment of Mr. Nadir B. Godrej (DIN: 00066195) as a "Director" of the Company.		ary	Resolution required: Ordinary	Kesolution



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Public-	E-voting		13,159	0.19	13,159		100.00	
Non-	Poll		14,133	0.20	14,133	•	100.00	
Institutions	Postal	68.98.509	1	6	1	0*	<u> </u>	
	Ballot							
	(if							
	applicable)							
	Total (III)	68,98,509	27,292	0.38	27,292		100.00	
Total		1,94,82,655	1,24,07,678	63.69	1,24,07,678	-	100.00	



### Control of the Postal of t		100.00	•	1,24,07,678	63.69	1,24,07,678	1,94,82,655		(1+11+111)
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