



PADMANABH
MAFATLAL
GROUP

Creating value. Sharing value.



June 29, 2017

Bombay Stock Exchange Ltd.,
Phiroze Jeejeebhoy Towers,
Dalal Street, Fort,
Mumbai 400 001.
Scrip Code: 532504

National Stock Exchange of India Ltd.,
Exchange Plaza,
Bandra Kurla Complex,
Bandra (E),
Mumbai 400 051
Scrip Code: NAVINFLUOR EQ

Dear Sirs,

Sub: Summary of proceedings of 19th Annual General Meeting

In terms of Regulation 30 Part-A of Schedule III of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we submit herewith the summary of proceedings of the 19th Annual General Meeting of the Company held on 29th June, 2017 at Rama & Sundri Watumull Auditorium, K.C. College, Dinshaw Wacha Road, Churchgate, Mumbai 400020:

Kindly take the above on record.

Thanking you,

Yours faithfully,
For Navin Fluorine International Limited,

Niraj B. Mankad
Vice-President Legal & Company Secretary

Encl: as above.



PADMANABH
MAFATLAL
GROUP

Creating value. Sharing value.



Summary of proceedings of 19th Annual General Meeting

The 19th Annual General Meeting (AGM) of the Members of Navin Fluorine International Ltd. was held on Thursday, the 29th June, 2017 at 3.00 P.M. at Rama & Sundri Watumull Auditorium, K.C. College, Dinshaw Wacha Road, Churchgate, Mumbai 400020.

Shri V.P. Mafatlal, Chaired the Meeting. All the Board Members were present. The Chairman welcomed the members and requisite quorum being present, he called the meeting to order. Thereafter, he introduced all the Directors, Company Secretary and the representative of the Auditors sitting on the dais. The Chairman then delivered his speech. He further informed that the Company had provided facility for remote e-voting to the Members through Karvy Computershare Pvt. Ltd. in respect of all the items to be transacted at this AGM. The e-voting period commenced on 25th June, 2017 at 9 AM and ended on 28th June, 2017 at 5 PM. In remote e-voting, the shareholders have voting rights in proportion to their shares in the paid-up equity capital and therefore to maintain the parity, poll is being called on all the Resolutions, instead of show of hands. Members, who have already voted through remote e-voting process, shall not be debarred from participation in the meeting, but he/she shall not be entitled to vote again in the meeting and the vote cast by him/her through remote e-voting shall be treated as final. Shri Dharmesh Zaveri, Practicing Company Secretary is appointed as Scrutinizer to conduct the poll in a fair and transparent manner and report on the results of the poll. The consolidated results of the poll and remote e-voting will be declared within 48 hours and it will be filed with the Stock Exchanges and uploaded on the website of the Company. In the usual course, the Members are requested to propose and second the Resolutions before the poll is taken on all the Resolutions.

The following items of business as per the Notice of AGM dated 28th April, 2017, were transacted at the Meeting:

Ordinary Business:

1. Adoption of Directors Report, the Audited Financial Statements (including the Consolidated Financial Statements) for the Financial year ended 31st March, 2017 and Auditor's Report thereon.
2. Confirmation of payment of interim dividend for the year 2016-17 and declaration of final dividend for the financial year 2016-17.
3. Appointment of a Director in place of Shri A.K. Srivastava (DIN 00046776) who retires by rotation and being eligible offered himself for reappointment.
4. Appointment of M/s. Price Waterhouse Chartered Accountants LLP (Firm Registration No.012754N/N500016) as Statutory Auditors of the Company from the conclusion of this Meeting until the concluding of the 24th Annual General Meeting.



PADMANABH
MAFATLAL
GROUP

Creating value. Sharing value.



Special Business:

5. Special Resolution U/s.196, 197 an 203 of the Companies Act, 2013 for appointment of Shri V.P. Mafatlal as Executive Chairman designated as Chairman of the Company.
6. Ordinary Resolution U/s.61(1)(d) of the Companies Act, 2013 for sub-division of face value of equity shares.
7. Ordinary Resolution U/s.61(1)(d) of the Companies Act, 2013 for substitution of Clause V of the Memorandum of Association of the Company.
8. Special Resolution U/s.62 of the Companies Act, 2013 for grant of ESOPs to eligible employees and Directors of the Company.
9. Special Resolution U/s.62 of the Companies Act, 2013 for grant of ESOPs to eligible employees and Directors of the Subsidiary Companies.
10. Ordinary Resolution U/s.197 of the Companies Act, 2013 for payment of commission to Non-Executive Directors.
11. Ordinary Resolution U/s.148(3) of the Companies Act, 2013 for approval of remuneration of Cost Auditor.

The Chairman invited comments and questions from the Members. Queries raised by the Members were answered by the Chairman.

Voting was conducted by poll on all the resolutions as set out in the Notice dated 28th April, 2017.

After completion of the voting, the meeting concluded with a vote of thanks to the Chair.

Based on the Scrutinizer's Report, all the Resolutions as set out in the Notice have been passed with requisite majority.

For Navin Fluorine International Limited

Niraj Mankad
Vice-President Legal & Company Secretary