

August 2, 2018

BSE Limited  
Phiroze Jeejeebhoy Towers,  
Dalal Street,  
Mumbai – 400 001  
BSE Scrip Code: 531642

The National Stock Exchange of India Limited  
Exchange Plaza, C-1 Block G  
Bandra Kurla Complex, Bandra (East)  
Mumbai 400 051  
NSE Scrip Symbol: MARICO

Dear Sir/Madam,

**Sub: Proceedings of the 30<sup>th</sup> Annual General Meeting of the Company held on August 2, 2018**

Pursuant to Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“the SEBI Regulations”) read with Part A of Schedule III to the SEBI Regulations, please find enclosed the summary of the proceedings of the 30<sup>th</sup> AGM duly convened on Thursday, August 2, 2018 at the Mumbai Educational Trust, 1<sup>st</sup> Floor, Convention Centre, Bandra Reclamation, Bandra (West), Mumbai - 400 050.

Request you to take the above on record and oblige.

Thank you.

Yours faithfully,  
For **Marico Limited**



**Hemangi Ghag**  
**Company Secretary & Compliance Officer**



Encl: As above.

## SUMMARY OF PROCEEDINGS OF 30<sup>th</sup> ANNUAL GENERAL MEETING OF THE COMPANY

The 30<sup>th</sup> Annual General Meeting (“30<sup>th</sup> AGM” or “the Meeting”) of the Members of Marico Limited (“the Company”) was duly held on Thursday, August 2, 2018 at 9:00 a.m. at the Mumbai Educational Trust, 1<sup>st</sup> Floor, Convention Centre, Bandra Reclamation, Bandra (West), Mumbai - 400 050.

Mr. Harsh Mariwala, the Chairman of the Board presided over the meeting and welcomed the Members to the 30<sup>th</sup> AGM.

The details of the number of shareholders present in the meeting are as follows:

Category	Promoter & Promoter Group	Public	Total
<b>In person</b>	4	49	53
<b>Through Proxy</b>	5	2	7
<b>Total</b>	9	51	60

After ascertaining that the requisite quorum was present, the Chairman declared the meeting to order. The Chairman then introduced the Key Managerial Personnel, Directors and the Invitees and stated that Mr. Nikhil Khattau, Independent Director & Chairman of the Audit Committee and the Stakeholder’s Relationship Committee and Ms. Hema Ravichandar, Independent Director & Chairperson of the Corporate Governance Committee, were present at the Meeting to answer queries of the Members. The Chairman then informed the Members that the registers and documents referred to in the Notice of the 30<sup>th</sup> AGM were available for inspection during the Meeting.

The Notice of the 30<sup>th</sup> AGM was taken as read with the permission of the Members present. The Reports of the Statutory Auditor and Secretarial Auditor was not required to be read as it did not contain any qualification, observation or comment. Thereafter, the Chairman apprised the Members on the theme of Company’s Annual Report - *Today for Tomorrow* and touched upon the performance of the Company during the financial year 2017-18 (“the year”).

Mr. Saugata Gupta, Managing Director & CEO of the Company, then briefed the Members about the operational performance of the Company during the year. Mr. Gupta also apprised the Members on the new product launches of the Company. He expressed his gratitude to all shareholders for their unrelenting dedication, support and commitment to the Company.

Thereafter, Mr. Vivek Karve, Chief Financial Officer of the Company apprised the Members on the corporate developments during the year which included the dividend distributed.

The Chairman then proceeded to explain the format of the conduct of the meeting and placed the following agenda items for proposal and secondment briefly explaining the objective and implications, wherever necessary.

### **Ordinary Business:**

1. Adoption of the audited financial statement including audited consolidated financial statement of the Company for the financial year ended March 31, 2018 together with the reports of the Board of Directors and Auditors thereon.




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 Tel: (91-22) 6648 0480  
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2. Re-appointment of Mr. Rajen Mariwala (DIN: 00007246), Director retiring by rotation.
3. Ratification of the appointment of B S R & Co. LLP Chartered Accountants (Firm Registration No. 101248W/W-100022) as the Statutory Auditors of the Company.

**Special Business:**

4. Ratification of the remuneration payable to M/s. Ashwin Solanki & Associates, (Firm Registration No. 100392), Cost Auditor of the Company for the financial year ending March 31, 2019.

All the above agenda matters were duly proposed and seconded by the Members present. The Chairman then provided an opportunity to the Members to speak at the AGM. The Members raised queries, sought clarifications and gave their suggestions. The Management provided necessary clarifications and addressed all the queries raised by the Members.

The Chairman and the MD&CEO welcomed a few suggestions made to the Board at the meeting. Some of the members present at the meeting extended their wishes to the Chairman and the Management of the Company for the performance of the Company. The Chairman thanked all the shareholders on behalf of the entire Board.

Thereafter, the Chairman informed that the Company had provided electronic voting facility ("remote e-voting") to the Members to cast their votes electronically on all resolutions set out in the Notice of the Meeting. He then informed that remote e-voting had commenced on Saturday, July 28, 2018 at 9:00 a.m. IST and concluded on Wednesday, August 1, 2018 at 5:00 p.m. IST. A poll was then ordered by the Chairman to provide an opportunity to the Members who were present at the Meeting and could not cast their vote through remote e-voting. Members whose name appeared in the Register of Members as on the cut-off date i.e. Thursday, July 26, 2018 were entitled to vote at the Meeting in proportion to their shareholding.

The Board of Directors had appointed M/s. Makarand M. Joshi & Co., Practicing Company Secretaries, Mumbai, as the Scrutinizer. The Members were informed that a consolidated report on total votes cast in favour and against would be submitted by the Scrutinizer within 48 hours of the conclusion of 30<sup>th</sup> AGM and the same would be forthwith declared by the Company by notifying to the Stock Exchanges and publishing it on its website [www.marico.com](http://www.marico.com) and the website of NSDL [www.evoting.nsdl.com](http://www.evoting.nsdl.com)

The Meeting concluded with a vote of thanks to those present.

After the completion of the AGM, the Scrutinizer took the custody of the ballot box and the remote e-voting at the venue of the Meeting. They submitted their report post verification of the votes. As per the Scrutinizers Report, all the resolutions as stated in the Notice of the 30<sup>th</sup> AGM were passed with requisite majority.

Thank you.

Yours faithfully,  
For Marico Limited

  
Hemangi Ghag

Company Secretary & Compliance Officer



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