



McLEOD RUSSEL  
*Believe in tea*

10<sup>th</sup> August 2017

The Secretary  
BSE Limited  
P.J. Towers, 25<sup>th</sup> Floor  
Dalal Street,  
MUMBAI -400 001  
Scrip Code:532654

The Secretary  
National Stock Exchange  
of India Ltd, Listing Dept.  
Exchange Plaza, 5<sup>th</sup> Fl.  
Plot No.C/1, G-Block  
Bandra-Kurla Complex  
Bandra (E)  
MUMBAI -400 051  
Scrip Code:MCLEODRUSS

The Secretary  
The Calcutta Stock -  
Exchange Limited  
7, Lyons Range  
KOLKATA 700001  
Scrip Code:10023930

Dear Sir,

**Sub: 19<sup>th</sup> AGM of the Company held on 9<sup>th</sup> August 2017 at Kolkata**

We write to advise that all the Resolutions bearing Item Nos.1 to 14 were placed at the 19<sup>th</sup> Annual General Meeting [AGM] of the Company held on Wednesday, 9<sup>th</sup> August 2017 at Kolkata, in terms of the Notice dated 30<sup>th</sup> May 2017.

We send herewith a Report dated 10<sup>th</sup> August 2017 furnished by Mr. A. K. Labh, practising Company Secretary, who was appointed as the Scrutinizer to scrutinize the voting process connected with the 19<sup>th</sup> AGM of the Members of the Company for your information and record. In terms of the said Report, all the Resolutions proposed at the above AGM of the Company have been passed by the Members with the requisite majority.

We enclose the details of the voting results in respect of the aforesaid Resolutions in the prescribed format (vide SEBI-Circular No.CIR/CFD/CMD/8/2015 dated November 4, 2015), as required under Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. A copy of the Scrutinizer's Report is also attached for your information and record.

We trust that you will find the aforesaid Report in order.

Yours faithfully,  
**McLEOD RUSSEL INDIA LIMITED**

**(A. GUHA SARKAR)**  
**SENIOR VICE PRESIDENT &**  
**COMPANY SECRETARY**

Encl : as above.

Registered Office :

**McLEOD RUSSEL INDIA LIMITED**

Corporate Identity Number (CIN) : L51109WB1998PLC087076  
FOUR MANGOE LANE, SURENDRA MOHAN GHOSH SARANI, KOLKATA - 700 001.  
TELEPHONE : 033-2210-1221, 2248-9434 / 35, FAX : 91-33-2248-8114 / 6265  
E-mail : administrator@mcleodrusel.com Website : www.mcleodrusel.com



**A Williamson Magor Group Enterprise**

**MCLEOD RUSSEL INDIA LIMITED - 19th AGM Attended and Voting Summary**

Format for Voting Result

Date of the AGM	August 09, 2017
Total Number of Shareholders on record date	60131
No. of shareholders present in the meeting either in person or through proxy :	
Promoter & Promoter group	29
Public	2314
Total	2343
No. of shareholders attended the meeting through Video Conferencing	N.A.
Promoter & Promoter group	
Public	
Total	

Agenda- wise disclosure (to be disclosed separately for agenda item)

1. Adoption of the Audited Financial Statements of the Company for the financial year ended 31st March 2017, the Consolidated Financial Statements for the said financial year and the Reports of the Board of Directors and the Auditors.

Whether promoter/promoter group are interested in the agenda/resolution ?

Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of votes polled on outstanding shares (3)=[(2)/(1)]*100	No. of votes in favour (4)	No of votes against (5)	% of votes in favour on votes polled (6)=[(4)/(2)]*100	% of votes against on votes polled (7)=[(5)/(2)]*100
Promoter & Promoter Group	E-Voting	54609781	27541981	50.43420	27541981	0	100.00000	
	Poll		0	0.00000	0	0		
	Postal Ballot (if applicable)		N.A.	0.00000	N.A.	N.A.	N.A.	N.A.
	Total		27541981	27541981	50.43420	27541981	0	100.00000
Public - Institutional holders	E-Voting	35939491	28846119	80.26300	28846119	0	100.00000	
	Poll		0		0	0		
	Postal Ballot (if applicable)		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total		28846119	28846119	80.26300	28846119	0	100.00000
Public - Non Institution	E-Vote	18906463	803866	4.25180	803320	546	99.93210	0.06790
	Poll		2916	0.01540	2866	50	98.28530	1.71470
	Postal Ballot (if applicable)		N.A.	0.00000	N.A.	N.A.	N.A.	N.A.
	Total		806782	806782	4.26720	806186	596	99.92610
Total		109455735	57194882	52.25389	57194286	596	99.99896	0.00104





2. Declaration of dividend for the financial year ended 31st March 2017.									
Whether promoter/promoter group are interested in the agenda/resolution ?									
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of votes polled on outstanding shares (3)=[(2)/(1)]*100	No. of votes in favour (4)	No of votes against (5)	% of votes in favour on votes polled (6)=[(4)/(2)]*100	% of votes against on votes polled (7)=[(5)/(2)]*100	
Promoter & Promoter Group	E-Voting	54609781	27541981	50.43420	27541981	0	100.00000		
	Poll		0	0.00000	0	0			
	Postal Ballot (if applicable)		N.A.	0.00000	N.A.	N.A.	N.A.	N.A.	
	Total		27541981	50.43420	27541981	0	100.00000		
Public - Institutional holders	E-Voting	35939491	28846119	80.26300	28846119	0	100.00000		
	Poll		0	0.00000	0	0			
	Postal Ballot (if applicable)		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	
	Total		28846119	80.26300	28846119	0	100.00000		
Public - Non Institution	E-Vote	18906463	803866	4.25180	803509	357	99.95560	0.04440	
	Poll		2916	0.01540	2841	75	97.42800	2.57200	
	Postal Ballot (if applicable)		N.A.	0.00000	N.A.	N.A.	N.A.	N.A.	
	Total		806782	4.26720	806350	432	99.94650	0.05350	
Total		109455735	57194882	52.25389	57194450	432	99.99924	0.00076	

3. Appointment of a Director in place of Mr. R. Takru (holding DIN:00023796), who retires by rotation and being eligible, offers himself for re-appointment.									
Whether promoter/promoter group are interested in the agenda/resolution ?									
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of votes polled on outstanding shares (3)=[(2)/(1)]*100	No. of votes in favour (4)	No of votes against (5)	% of votes in favour on votes polled (6)=[(4)/(2)]*100	% of votes against on votes polled (7)=[(5)/(2)]*100	
Promoter & Promoter Group	E-Voting	54609781	27541981	50.43420	27541981	0	100.00000		
	Poll		0	0.00000	0	0			
	Postal Ballot (if applicable)		N.A.	0.00000	N.A.	N.A.	N.A.	N.A.	
	Total		27541981	50.43420	27541981	0	100.00000		
Public - Institutional holders	E-Voting	35939491	28846119	80.26300	24275833	4570286	84.15630	15.84370	
	Poll		0	0.00000	0	0			
	Postal Ballot (if applicable)		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	
	Total		28846119	80.26300	24275833	4570286	84.15630	15.84370	
Public - Non Institution	E-Vote	18906463	803866	4.25180	803120	746	99.50720	0.09280	
	Poll		2913	0.01540	2416	497	82.93860	17.06140	
	Postal Ballot (if applicable)		N.A.	0.00000	N.A.	N.A.	N.A.	N.A.	
	Total		806779	4.26720	805536	1243	99.84590	0.15410	
Total		109455735	57194879	52.25389	52623350	4571529	92.00710	7.99290	



4.		Appointment of a Director in place of Mr. K. K. Baheti (holding DIN:00027568), who retires by rotation and being eligible, offers himself for re-appointment.									
Whether promoter/promoter group are interested in the agenda/resolution ?		0									
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of votes polled on outstanding shares (3)=[(2)/(1)]*100	No. of votes in favour (4)	No of votes against (5)	% of votes in favour on votes polled (6)=[(4)/(2)]*100	% of votes against on votes polled (7)=[(5)/(2)]*100			
Promoter & Promoter Group	E-Voting	54609781	27541981	50.43420	27541981	0	100.00000				
	Poll		0	0.00000	0	0					
	Postal Ballot (if applicable)		N.A.	0.00000	N.A.	N.A.	N.A.	N.A.			
	Total		27541981	50.43420	27541981	0	100.00000				
Public - Institutional holders	E-Voting	35939491	28846119	80.26300	24302304	4543815	84.24810	15.75190			
	Poll		0		0	0					
	Postal Ballot (if applicable)		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.			
	Total		28846119	80.26300	24302304	4543815	84.24810	15.75190			
Public - Non Institution	E-Vote	18906463	803866	4.25180	803129	737	99.90830	0.09170			
	Poll		2916	0.01540	2416	500	82.85320	17.14680			
	Postal Ballot (if applicable)		N.A.	0.00000	N.A.	N.A.	N.A.	N.A.			
	Total		806782	4.26720	805545	1237	99.84670	0.15330			
Total		109455735	57194882	52.25389	52649830	4545052	92.05339	7.94661			

5.		Appointment of Messrs. Deloitte Haskins & Sells LLP, Chartered Accountants, as the Auditors of the Company for a period of 5 consecutive years and to authorize the Board of Directors to fix their remuneration.									
Whether promoter/promoter group are interested in the agenda/resolution ?		0									
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of votes polled on outstanding shares (3)=[(2)/(1)]*100	No. of votes in favour (4)	No of votes against (5)	% of votes in favour on votes polled (6)=[(4)/(2)]*100	% of votes against on votes polled (7)=[(5)/(2)]*100			
Promoter & Promoter Group	E-Voting	54609781	27541981	50.43420	27541981	0	100.00000				
	Poll		0	0.00000	0	0					
	Postal Ballot (if applicable)		N.A.	0.00000	N.A.	N.A.	N.A.	N.A.			
	Total		27541981	50.43420	27541981	0	100.00000				
Public - Institutional holders	E-Voting	35939491	28846119	80.26300	28846119	0	100.00000				
	Poll		0		0	0					
	Postal Ballot (if applicable)		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.			
	Total		28846119	80.26300	28846119	0	100.00000				
Public - Non Institution	E-Vote	18906463	803866	4.25180	803320	546	99.93210	0.06790			
	Poll		2916	0.01540	2863	53	98.18240	1.81760			
	Postal Ballot (if applicable)		N.A.	0.00000	N.A.	N.A.	N.A.	N.A.			
	Total		806782	4.26720	806183	599	99.92580	0.07420			
Total		109455735	57194882	52.25389	57194283	599	99.99895	0.00105			



6. Re-appointment of Mr. A. Khaitan (DIN:00023788) as the Managing Director of the Company for a period of three years commencing from 1st April 2017 and the remuneration payable to him as specified in the resolution and the relative explanatory statement.									
Whether promoter/promoter group are interested in the agenda/resolution ?									
Category	No. of shares held (1)	No. of votes polled (2)	% of votes polled on outstanding shares (3)=[(2)/(1)]*100	No. of votes in favour (4)	No of votes against (5)	% of votes in favour on votes polled (6)=[(4)/(2)]*100	% of votes against on votes polled (7)=[(5)/(2)]*100	0	
Promoter & Promoter Group	E-Voting	27541981	50.43420	27541981	0	100.00000			
	Poll	0	0.00000	0	0				
	Postal Ballot (if applicable)	N.A.	0.00000	N.A.	N.A.	N.A.	N.A.		
	Total	27541981	50.43420	27541981	0	100.00000			
Public - Institutional holders	E-Voting	27466348	76.42390	24857102	2609246	90.50020	9.49980		
	Poll	0	0.00000	0	0				
	Postal Ballot (if applicable)	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.		
	Total	27466348	76.42390	24857102	2609246	90.50020	9.49980		
Public - Non Institution	E-Vote	803866	4.25180	802915	951	99.88170	0.11830		
	Poll	2916	0.01540	2863	53	98.18240	1.81760		
	Postal Ballot (if applicable)	N.A.	0.00000	N.A.	N.A.	N.A.	N.A.		
	Total	806782	4.26720	805778	1004	99.87560	0.12440		
Total	109455735	55815111	50.99332	53204861	2610250	95.32340	4.67660		

7. Special Resolution for approval of remuneration payable to Mr. A. Khaitan (DIN:00023788) as the Managing Director of the Company for a period of three years commencing from 1st April 2017 as specified in the special resolution and the relative explanatory statement.									
Whether promoter/promoter group are interested in the agenda/resolution ?									
Category	No. of shares held (1)	No. of votes polled (2)	% of votes polled on outstanding shares (3)=[(2)/(1)]*100	No. of votes in favour (4)	No of votes against (5)	% of votes in favour on votes polled (6)=[(4)/(2)]*100	% of votes against on votes polled (7)=[(5)/(2)]*100	0	
Promoter & Promoter Group	E-Voting	27541981	50.43420	27541981	0	100.00000			
	Poll	0	0.00000	0	0				
	Postal Ballot (if applicable)	N.A.	0.00000	N.A.	N.A.	N.A.	N.A.		
	Total	27541981	50.43420	27541981	0	100.00000			
Public - Institutional holders	E-Voting	27466348	76.42390	14802645	12663703	53.89380	46.10620		
	Poll	0	0.00000	0	0				
	Postal Ballot (if applicable)	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.		
	Total	27466348	76.42390	14802645	12663703	53.89380	46.10620		
Public - Non Institution	E-Vote	803866	4.25180	802915	951	99.88170	0.11830		
	Poll	2916	0.01540	2858	58	98.01100	1.98900		
	Postal Ballot (if applicable)	N.A.	0.00000	N.A.	N.A.	N.A.	N.A.		
	Total	806782	4.26720	805773	1009	99.87450	0.12510		
Total	109455735	55815111	50.99332	43150399	12664712	77.30953	22.69047		



8. Special Resolution for waiver of recovery of excess remuneration paid to Mr. A. Khaitan (DIN:00023788) as the Managing Director of the Company during the year ended 31st March 2017.

Whether promoter/promoter group are interested in the agenda/resolution ? 0

Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of votes polled on outstanding shares (3)=[(2)/(1)]*100	No. of votes in favour (4)	No of votes against (5)	% of votes in favour on votes polled (6)=[(4)/(2)]*100	% of votes against on votes polled (7)=[(5)/(2)]*100
Promoter & Promoter Group	E-Voting	54609781	27541981	50.43420	27541981	0	100.00000	
	Poll		0	0.00000	0	0		
	Postal Ballot (if applicable)		N.A.	0.00000	N.A.	N.A.	N.A.	N.A.
	Total		27541981	50.43420	27541981	0	100.00000	
Public - Institutional holders	E-Voting	35939491	29206855	81.26670	16208361	12998494	55.49510	44.50490
	Poll		0	N.A.	0	0		
	Postal Ballot (if applicable)		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total		29206855	81.26670	16208361	12998494	55.49510	44.50490
Public - Non Institution	E-Vote	18906463	803866	4.25180	801362	2504	99.68850	0.31150
	Poll		2916	0.01540	2833	83	97.15360	2.84640
	Postal Ballot (if applicable)		N.A.	0.00000	N.A.	N.A.	N.A.	N.A.
	Total		806782	4.26720	804195	2587	99.67930	0.32070
Total		109455735	57555618	52.58346	44554537	13001081	77.41127	22.58873

9. Special Resolution for approval of re-appointment of Mr. R. Tarku (holding DIN:00023796) as a Wholetime Director of the Company for a period of three years commencing from 1st April 2017 and the remuneration payable to him as specified in the special resolution and the relative explanatory statement.

Whether promoter/promoter group are interested in the agenda/resolution ? 0

Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of votes polled on outstanding shares (3)=[(2)/(1)]*100	No. of votes in favour (4)	No of votes against (5)	% of votes in favour on votes polled (6)=[(4)/(2)]*100	% of votes against on votes polled (7)=[(5)/(2)]*100
Promoter & Promoter Group	E-Voting	54609781	27541981	50.43420	27541981	0	100.00000	
	Poll		0	0.00000	0	0		
	Postal Ballot (if applicable)		N.A.	0.00000	N.A.	N.A.	N.A.	N.A.
	Total		27541981	50.43420	27541981	0	100.00000	
Public - Institutional holders	E-Voting	35939491	27466348	76.42390	25527363	1938985	92.94050	7.05950
	Poll		0	N.A.	0	0		
	Postal Ballot (if applicable)		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total		27466348	76.42390	25527363	1938985	92.94050	7.05950
Public - Non Institution	E-Vote	18906463	803865	4.25180	803314	551	99.93150	0.06850
	Poll		2916	0.01540	2419	497	82.95610	17.04390
	Postal Ballot (if applicable)		N.A.	0.00000	N.A.	N.A.	N.A.	N.A.
	Total		806781	4.26720	805733	1048	99.87010	0.12990
Total		109455735	55815110	50.99332	53875077	1940033	96.52418	3.47582



10. Special Resolution for approval of re-appointment of Mr. A. Monem (holding DIN:00023799) as a Wholetime Director of the Company for a period of three years commencing from 1st April 2017 and the remuneration payable to him as specified in the special resolution and the relative explanatory statement.

Whether promoter/promoter group are interested in the agenda/resolution ? 0

Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of votes polled on outstanding shares (3)=[(2)/(1)]*100	No. of votes in favour (4)	No of votes against (5)	% of votes in favour on votes polled (6)=[(4)/(2)]*100	% of votes against on votes polled (7)=[(5)/(2)]*100
Promoter & Promoter Group	E-Voting	54609781	27541981	50.43420	27541981	0	100.00000	
	Poll		0	0.00000	0	0		
	Postal Ballot (if applicable)		N.A.	0.00000	N.A.	N.A.	N.A.	N.A.
	Total		27541981	50.43420	27541981	0	100.00000	
Public - Institutional holders	E-Voting	35939491	27466348	76.42390	25527363	1938985	92.94050	7.05950
	Poll		0	0.00000	0	0		
	Postal Ballot (if applicable)		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total		27466348	76.42390	25527363	1938985	92.94050	7.05950
Public - Non Institution	E-Vote	18906463	803856	4.25180	803315	551	99.93150	0.06850
	Poll		2916	0.01540	2419	497	82.95610	17.04390
	Postal Ballot (if applicable)		N.A.	0.00000	N.A.	N.A.	N.A.	N.A.
	Total		806782	4.26720	805734	1048	99.87010	0.12990
Total		109455735	55815111	50.99332	53875078	1940033	96.52418	3.47582

11. Special Resolution for approval of re-appointment of Mr. K. K. Baheti (holding DIN:00027568) as a Wholetime Director of the Company for a period of three years commencing from 1st April 2017 and the remuneration payable to him as specified in the special resolution and the relative explanatory statement.

Whether promoter/promoter group are interested in the agenda/resolution ? 0

Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of votes polled on outstanding shares (3)=[(2)/(1)]*100	No. of votes in favour (4)	No of votes against (5)	% of votes in favour on votes polled (6)=[(4)/(2)]*100	% of votes against on votes polled (7)=[(5)/(2)]*100
Promoter & Promoter Group	E-Voting	54609781	27541981	50.43420	27541981	0	100.00000	
	Poll		0	0.00000	0	0		
	Postal Ballot (if applicable)		N.A.	0.00000	N.A.	N.A.	N.A.	N.A.
	Total		27541981	50.43420	27541981	0	100.00000	
Public - Institutional holders	E-Voting	35939491	27466348	76.42390	25527363	1938985	92.94050	7.05950
	Poll		0	0.00000	0	0		
	Postal Ballot (if applicable)		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total		27466348	76.42390	25527363	1938985	92.94050	7.05950
Public - Non Institution	E-Vote	18906463	803865	4.25180	803115	751	99.90660	0.09340
	Poll		2916	0.01540	2419	497	82.95610	17.04390
	Postal Ballot (if applicable)		N.A.	0.00000	N.A.	N.A.	N.A.	N.A.
	Total		806782	4.26720	805534	1248	99.84530	0.15470
Total		109455735	55815111	50.99332	53874878	1940233	96.52382	3.47618



12. Special Resolution for adoption of new set of Articles in substitution of the existing Articles in the Articles of Association of the Company.									
Whether promoter/promoter group are interested in the agenda/resolution ?									
Category	Made of Voting	No. of shares held (1)	No. of votes polled (2)	% of votes polled on outstanding shares (3)=[(2)/(1)]*100	No. of votes in favour (4)	No of votes against (5)	% of votes in favour on votes polled (6)=[(4)/(2)]*100	% of votes against on votes polled (7)=[(5)/(2)]*100	
Promoter & Promoter Group	E-Voting Poll Postal Ballot (if applicable) Total	54609781	27541981 0 0.00000 N.A.	50.43420 0.00000 0.00000 N.A.	27541981 0 N.A.	0 0 N.A.	100.00000 N.A.	N.A.	
Public - Institutional holders	E-Voting Poll Postal Ballot (if applicable) Total	35939491	27541981 20576958 0 N.A.	50.43420 57.25450 0 N.A.	27541981 20493451 0 N.A.	0 83507 0 N.A.	100.00000 99.59420 N.A.	0.40580	
Public - Non Institution	E-Vote Poll Postal Ballot (if applicable) Total	18906463	803886 2916 806782 N.A.	4.25180 0.01540 4.26720 N.A.	803320 2419 805739 48841171	546 497 1043 84550	99.93210 82.95610 99.87070 99.82719	0.06790 17.04390 0.12930 0.17281	
Total		109455735	48925721	44.69909	48841171	84550	99.82719	0.17281	

13. Ratification of remuneration payable to the Cost Auditors in terms of Section 148 of the Companies Act, 2013.									
Whether promoter/promoter group are interested in the agenda/resolution ?									
Category	Made of Voting	No. of shares held (1)	No. of votes polled (2)	% of votes polled on outstanding shares (3)=[(2)/(1)]*100	No. of votes in favour (4)	No of votes against (5)	% of votes in favour on votes polled (6)=[(4)/(2)]*100	% of votes against on votes polled (7)=[(5)/(2)]*100	
Promoter & Promoter Group	E-Voting Poll Postal Ballot (if applicable) Total	54609781	27541981 0 0.00000 N.A.	50.43420 0.00000 0.00000 N.A.	27541981 0 N.A.	0 0 N.A.	100.00000 N.A.	N.A.	
Public - Institutional holders	E-Voting Poll Postal Ballot (if applicable) Total	35939491	27541981 29206855 0 N.A.	50.43420 81.26670 0 N.A.	27541981 29206855 0 N.A.	0 0 0 N.A.	100.00000 100.00000 N.A.	N.A.	
Public - Non Institution	E-Vote Poll Postal Ballot (if applicable) Total	18906463	803886 2916 806782 N.A.	4.25180 0.01540 4.26720 N.A.	803320 2866 806186 57555022	546 50 596 596	99.93210 98.28530 99.92610 99.99896	0.06790 1.71470 0.07390 0.00104	
Total		109455735	57555618	52.58346	57555022	596	99.99896	0.00104	