

S Chand And Company Limited

Corporate Office: A-27, 2nd Floor, Mohan Co-Operative Industrial Estate, New Delhi - 110044, India.

Registered Office: Ravindra Mansion, Ram Nagar, New Delhi - 110055, India.

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Date: September 25, 2017

To Listing Department BSE Limited Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai, Maharashtra 400001	To Listing Department, National Stock Exchange of India Limited Exchange Plaza, C-1, Block G, Bandra Kurla Complex, Bandra (E), Mumbai, Maharashtra 400051
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Scrip Code: 540497

Scrip ID: SCHAND

Dear Sir,

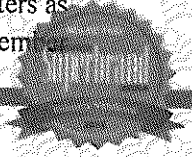
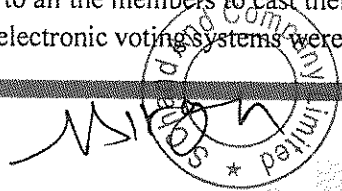
Re: Proceedings of the 46th Annual General Meeting (AGM) held on 25th September, 2017

Pursuant to Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, it is hereby informed that the 46th Annual General Meeting ("AGM") of the members of S Chand And Company Limited was held on Monday, 25th September, 2017 at 11.30 A.M. at Executive Club Resort, 439, Village Sahoorpur, Post office Fatehpur Beri, New Delhi 110074.

Mr. Jagdeep Singh, Company Secretary of the Company welcomed the members to the 46th AGM. Mr. Jagdeep Singh introduced the members of the Board and officers of the Company present on the dais. The Company Secretary explained the absence of Ms. Archana Capoor, Independent Director, Mr. Deep Mishra and Mr. Gaurav Kumar Jhunjhnuwala, Non-Executive Directors of the Company due to their pre-occupations. The Company Secretary also informed the presence of representative of M/s S.R. Batliboi & Associates LLP, Statutory Auditors of the Company and Mr. R.S. Bhatia, Practicing Company Secretary, the Scrutinizer and Secretarial Auditor of the Company.

Mr. Desh Raj Dogra, Chairman of the Board presided over the meeting and welcomed the members to the 46th AGM. After ascertaining that the requisite quorum was present, the Chairman declared the meeting in order. The Chairman then informed the members that the Statutory Registers, ESOP Certificate such other documents as referred in the Notice of 46th AGM were available for inspection by the members.

Thereafter, the Chairman delivered his speech and appraised about the business and performance of the Company. The Notice of 46th AGM and the Auditor's Report were taken as read with the permission of the members present as it did not contain any qualifications. The Chairman further informed the members that the e-voting facility has been provided to all the members to cast their vote electronically on the matters as set out in the Notice of 46th AGM. The electronic voting systems were opened from 9:00 A.M. on September




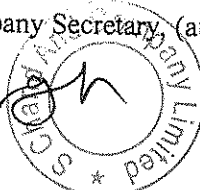
21, 2017 to 5:00 P.M. on September 24, 2017. The members who did not vote electronically were requested to cast their votes by using ballot papers which were circulated to all the members in the meeting.

The following items of business, as per the Notice of AGM were transacted at the meeting:

S. No.	Particulars	Resolutions
1.	Adoption of the Audited Balance Sheet as at 31 st March, 2017, the Statement of Profit & Loss and Cash Flow Statement for the year ended 31 st March 2017 and the reports of the Board of Directors and Auditors thereon.	Ordinary Resolution
2.	Confirmation of the payment of Interim dividend and declaration of final dividend on equity shares for the financial year ended March 31, 2017.	Ordinary Resolution
3.	Appointment of Mrs. Savita Gupta (DIN 00053988), who retires by rotation, and being eligible, offers herself for re-appointment.	Ordinary Resolution
4.	Appointment of M/s S. R. Batliboi & Associates LLP, Chartered Accountants (Firm Registration No. 101049W), as Statutory Auditors of the Company and fix their remuneration.	Ordinary Resolution
5.	Revision in remuneration of Mr. Himanshu Gupta, Managing Director	Ordinary Resolution
6.	Revision in remuneration of Mr. Dinesh Kumar Jhunjhnuwala, Whole Time Director	Ordinary Resolution
7.	Amendment and Ratification of Employee Stock Option Scheme, 2012	Special Resolution
8.	Approval for grant of stock options to the employees of subsidiaries of the Company	Special Resolution
9.	Amendment in Articles of Association	Special Resolution
10.	Approval and ratification of Article 40 giving right to appoint director on the Board and Subsidiaries and Joint Ventures Governance Committee of the Company	Special Resolution
11.	Approval of profit sharing arrangement between the Management Shareholders, International Finance Corporation and Everstone Capital Partner II LLC.	Ordinary Resolution

The Chairman informed the members that he being the Chairman of the Audit Committee is here to answer the queries of the members on statement of accounts of the company. No query was raised. The Chairman then provided an opportunity to the members present at the meeting to raise queries on the agenda items set out in the Notice of 46th AGM. The management provided necessary clarifications and addressed all the queries.

The Ballot Papers (MGT 12) were distributed among members present, who casted their vote. The Ballot Box was opened in the presence of two members. The Ballot papers were collected and taken by Scrutinizer. Based on the report submitted by the Scrutinizer, Mr. Jagdeep Singh, Company Secretary, (authorized person by the Chairman)

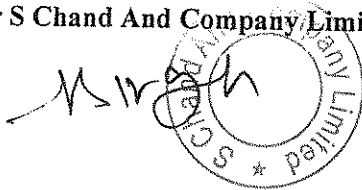



will declare the results within 48 hours of the conclusion of the 46th AGM and the same would be displayed at the Registered Office and Corporate Office of the Company. The results will also be published on the Company's website at www.schandgroup.com, website of CDSL as well as on the website of the Stock Exchanges where the securities of the Company are listed.

Please take the same on record.

Thanking you,
Yours faithfully,

For S Chand And Company Limited

A circular stamp with the text "S Chand And Company Limited" around the perimeter and a star in the center. Overlaid on the stamp is a handwritten signature in black ink.

Jagdeep Singh
Company Secretary
Mem. No.: A15028
A-27, Second Floor,
Co-operative Industrial Estate,
New Delhi-110044