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HIMACHAL FUTURISTIC COMMUNICATIONS LTD.
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HFCL/SEC/16-17/

29th September, 2016

To

The Secretary The National Stock Exchange of India Limited Exchange Plaza, 5 th Floor Plot no. C-1, Block G Bandra Kurla Complex, Bandra(East) MUMBAI- 400 051	The Secretary BSE Limited 27 th Floor Phiroze Jeejeebhoy Towers Dalal Street MUMBAI-400 001
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Dear Sir,

Sub: Proceedings of 29th Annual General Meeting of Himachal Futuristic Communications Limited (HFCL) held on 29th September, 2016

The 29th Annual General Meeting of Himachal Futuristic Communications Limited was held on 29th September, 2016.

As per requirement of Regulations 30 read with Para A of Part A of Schedule III of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the proceedings of 29th AGM of the Company are enclosed herewith as Annexure I.

You are requested to take the same on your records.

Thanking you,

Yours faithfully,
For **Himachal Futuristic Communications Limited**



(Manoj Baid)
Associate Vice-President (Corporate)
& Company Secretary



Annexure - I

PROCEEDINGS OF THE 29TH ANNUAL GENERAL MEETING OF THE MEMBERS OF HIMACHAL FUTURISTIC COMMUNICATIONS LIMITED HELD ON THURSDAY, THE 29TH DAY OF SEPTEMBER, 2016 at 11:00 A.M.

The 29th Annual General Meeting of the Shareholders of Himachal Futuristic Communications Limited (HFCL) was held on Thursday, the 29th day of September, 2016 at 11:00 A.M. at the Mushroom Centre, Chambaghat, Solan-173 213, Himachal Pradesh. Shri Manoj Baid, Associate Vice-President (Corporate) & Company Secretary welcomed the Shareholders and introduced Board Member present at the meeting. Shri Manoj Baid further confirmed the presence of Statutory Auditors and their representative and Shri Baldev Singh Kashtwal, Secretarial Auditor.

In the absence of Shri M P Shukla, Chairman of the Company, Shri Arvind Kharabanda was elected as the Chairman of the Meeting. The Chairman informed that Shri M P Shukla, Chairman of the Company, who is also Chairman of Audit Committee and Stakeholders Relationship Committee could not be present due to his personal exigencies. He further informed that Smt. Bela Banerjee, Independent Director, who is also a member of Audit Committee could not be present due to her ill health. However, other member of Audit Committee was present in the Meeting. The Chairman also informed that Shri Mahendra Nahata, Managing Director, Dr. R M Kastia, Director could not attend the meeting due to their personal exigencies. Shri Manoj Baid, Associate Vice-President (Corporate) & Company Secretary announced the number of members present in person, proxies and Corporate authorisations represented by their respective authorised representatives and that the requisite quorum was present. The Chairman therefore, called the Meeting to order. The Chairman then delivered his speech.

At the instructions of the Chairman, the Company Secretary read the qualifications mentioned in the independent Auditor's Report on the Consolidated Audited Financial Statements, pursuant to Section 145 of the Companies Act, 2013. He then explained the remote e-Voting process and the Ballot voting process made available at the AGM venue. He also stated that the Company had provided an option to the Shareholders for voting through electronic mode viz. remote e-Voting which remained open from 26th September, 2016 (09:00 A.M.) to 28th September, 2016 (05:00 P.M.).

The business items placed before the Shareholders for approval as per the Notice of the meeting were then summarized by the Company Secretary. Subsequently, the Chairman ordered voting through ballots. The following businesses were transacted at the meeting by voting through ballots:

Item No.	Particulars	Resolution
ORDINARY BUSINESS		
1	Receive, consider and adopt :	Ordinary
	a) Audited Financial Statements of the Company for the financial year ended 31 st March, 2016, the Reports of the Board of Directors' and Auditors' thereon	
	b) Audited Consolidated Financial Statements of the Company for the financial year ended 31 st March, 2016 and Auditors' Report thereon	





2	Confirmation of Dividend on Cumulative Redeemable Preference Shares	Ordinary
3	Re-appointment of Dr. Ranjeet Mal Kastia (DIN:00053059) as a Director of the Company, who retires by rotation and being eligible offers himself for re-appointment	Ordinary
4	Appointment of M/s Khandelwal Jain & Co., Chartered Accountants (Firm Registration No. 105049W), as Statutory Auditors of the Company for the financial year 2016-17 and to fix their remuneration	Ordinary
SPECIAL BUSINESS		
5	Re-appointment of Shri Mahendra Pratap Shukla, (DIN:00052977) as an Independent Director of the Company	Special
6	Re-appointment of Smt. Bela Banerjee, (DIN:07047271) as an Independent Director of the Company	Special
7	Re-classification of Promoters of the Company	Special
8	Issuance of 10.30% 33,72,750 Secured, Unlisted Non-Convertible Debenture (NCD's) on Private Placement basis by way of conversion of outstanding recompense amount payable to the lenders	Special

The Chairman invited comments and questions from the members. Queries raised by the members with respect to the future business, dividend, performance of the Company, etc., were clarified/answered by the Chairman to the satisfaction of the Shareholders present at the Meeting.

The members then cast their votes on the ballot papers and deposited the same in the ballot boxes placed at the meeting hall. The Chairman informed the members that the consolidated results of e-voting and ballot voting would be announced within 48 hours and also be intimated to the Stock Exchanges and posted on the website of the Company and National Securities Depository Limited.

The Company Secretary then thanked the members present and declared the meeting as closed. The meeting concluded at 11:35 a.m.



Place: Solan

Date: 29th September, 2016