



OPTO CIRCUITS (INDIA) LIMITED. (UNIT II)
100% EOU

7th September 2016

The Manager
Department of Corporate Services
Bombay Stock Exchange Ltd
PJ Towers, Dalal Street
Fort, MUMBAI - 400 001

The Manager
National Stock Exchange of India Ltd
Exchange Plaza
Bandra Kurla Complex
Bandra (E), MUMBAI - 400 051

Dear Sir,

Sub: Regulation 30 - Summary of the Proceedings of the 24th Annual General Meeting of the Company held on 7th September 2016.

In terms of above referred Regulations with the Stock Exchanges, Please take on record the enclosed summary of the proceedings of the 24th Annual General Meeting of the Company held on 7th September 2016 at the registered office of the Company.

Thanking you,

Yours faithfully,
For Opto Circuits (India) Limited.,


Supriya Kulkarni
Company Secretary.

Encl: a/a.



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SUMMARY OF THE PROCEEDINGS OF THE 24TH ANNUAL GENERAL MEETING OF THE COMPANY

The 24th Annual General Meeting of the Company was held on Wednesday, 7th September 2016 at 11.30 AM the registered office of the Company situated at Plot No.83, Electronic City, Hosur Road, Bangalore - 560 100.

The meeting was chaired by Mr. Vinod Ramnani, Chairman and Managing Director.

Chairman welcomed all the Shareholders, Directors and others at the 24th Annual General Meeting and introduced the persons sitting on the dais. As per attendance records, the aggregate 55 members were present in person and 1 through Proxy. The requisite quorum being present, the Chairman called the meeting to order. The requisite registers and documents referred to in the notice were available for inspection during the meeting. With permission of the Members the Notice convening the 24th Annual General Meeting was taken as read.

The Chairman addressed the members present by giving an over view of the performance of the Company.

Thereafter, the Company Secretary read the Auditor's Report.

After the Auditor's Report was read by the Company Secretary, the Chairman informed the members that the Company had provided Remote E-voting facility to all the Members entitled to cast their votes (i.e. persons who were Members as on 31st August 2016, being the cutoff date) on all the resolutions as set out in the Notice of the AGM, during the period from 4th September 2016 to 6th September 2016 as per the provisions of the Companies Act, 2013 read with Rules framed there under and SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015. He informed that Mr. Vijayakrishna K.T. Company Secretary, in practice was appointed as scrutinizer to conduct E voting and poll at the AGM, in fair and transparent manner.

Chairman requested the Members, who have not cast their vote and are present at the meeting, to sign and submit the poll paper in the Ballot Box.

Members were informed that the Scrutinizer would give his report about both the e-voting and physical voting conducted at AGM and the voting results would be submitted to the Stock Exchanges and shall be placed at the website of the Company i.e. www.optoindia.com

Chairman highlighted all the following items in the notice once again, although e-voting on the said items were already completed.

ORDINARY BUSINESS
ITEM NO. 1 - ORDINARY RESOLUTION
Adoption of Audited Financial Statement of the Company (including Consolidated Financial Statements) for the Financial year ended March 31, 2016 together with the Board's Report including Secretarial Audit Report and Auditors Report.
ITEM NO. 2 - ORDINARY RESOLUTION
Appointment of a Director in place of Mr. Thomas Dietiker (holding DIN 01424625) who retires by rotation in terms of Section 152(6) of the Companies Act, 2013 and being eligible, offers himself for re-appointment.





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ITEM NO. 3 - ORDINARY RESOLUTION

Appointment of Messrs. B.V. Swami & Co., Chartered Accountants, as the Statutory Auditors of the Company.

SPECIAL BUSINESS

ITEM NO. 4 - ORDINARY RESOLUTION

Appointment of Mr. Somadas G.C. as an Independent Director of the Company.

ITEM NO. 5 - SPECIAL RESOLUTION

Approving issue of further Shares on Stock Swap basis to the Shareholders of Opto Eurocor Healthcare Limited.

ITEM NO. 6 - SPECIAL RESOLUTION

Approving issue of further Shares on Preferential basis to Promoters and Associates

The Chairman then explained the objective and implications of the Resolutions before putting them to vote at the meeting. Each of the Resolutions were proposed and seconded by the member.

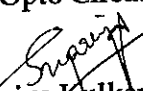
Before ordering the poll, Chairman invited the Shareholders for their queries and observations. Certain queries raised with respect to above mentioned Agenda items No.5 & 6, and on Company's Performance, future business, etc were suitably replied to.

During the course of the meeting, Chairman being interested in respect of item No. 6 entrusted the conduct of the proceedings to Dr. Suchitra Misra, Director. Mr. Vinod Ramnani resumed the chair after the respective item of business was transacted.

Thereafter Chairman ordered the poll and requested members to cast their vote and to sign and submit the poll paper in the ballot box.

The Chairman thanked the Shareholders for attending the meeting. Meeting was concluded with vote of thanks.

For Opto Circuits (India) Limited


Supriya Kulkarni
Company Secretary

CIN: L85110KA1992PLC013223