

## emami Infrastructure Limited

Ref: EIL/SECRETARIAL/2017-18/831

21st September, 2017

The General Manager

The Secretary

The Secretary

Department of Corporate Services The National Stock Exchange of The Calcutta Stock Exchange

**BSE Limited** 

**India Limited** 

Limited

Phiroze Jeejeebhoy Towers,

Exchange Plaza,

7, Lyons Range

Dalal Street,

Bandra Kurla Complex

Kolkata-700 001

Mumbai - 400 001

Bandra (E), Mumbai – 400 051

Dear Sir,

Sub: Outcome of 9th Annual General Meeting held on 21st September, 2017 in terms of Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

Pursuant to Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we enclose herewith the summary of proceedings of the 9th Annual General Meeting of the Company held on 21st September, 2017.

Please take the same on record.

Thanking you.

Yours truly,

For Emami Infrastructure Limited

**Pavel Jain** 

**Company Secretary** 

(ACS: 22418)

Encl: As Above



# emami Infrastructure Limited

# SUMMARY OF THE PROCEEDINGS OF THE $9^{TH}$ ANNUAL GENERAL MEETING HELD ON $21^{ST}$ SEPTEMBER, 2017

The 9<sup>th</sup> Annual General Meeting ("AGM") of the Members of the Emami Infrastructure Limited ('the Company') was held on Thursday, 21<sup>st</sup> September, 2017 at 11.00 AM at Emami Tower, 687 Anandapur, E.M.Bypass, Kolkata – 700107 and concluded at 11.45 AM

- As per Article 101 of the Article of Association of the Company, the Directors present elected Mr. Hari Mohan Marda as the Chairman of the meeting. Mr. Hari Mohan Marda took the Chair.
- 165 Members were present in person or through proxy at the Meeting. The requisite quorum being present, the Chairman called the meeting to order.
- All the Directors of the Company attended the meeting except Mr. Abhijit Datta, Mr. Rajesh Bansal and Dr. Kalyanasundaram Ramamurthy.
- The Chairman delivered his speech on the performance of your Company in fiscal year 2017-18 and future outlook.
- With the consent of the Members, the Notice convening the Annual General Meeting, the Director's Report and the Accounts for the financial year ended 31<sup>st</sup> March, 2017 were taken as read. As there were no qualifications in the Audit Report, it was not required to be read.
- The Chairman informed that the Company had provided the Members the facility to cast their vote electronically, on all resolutions set forth in the Notice.
- Members who were present at the AGM and had not casted their votes electronically were
  provided an opportunity to cast their votes at the end of the meeting after all the matters
  have been deliberated upon by the members.

Thereafter, the following items of business, as per the Notice of AGM dated 1<sup>st</sup> July, 2017 were proposed and seconded by the Members at the meeting:

#### **Ordinary Business:**

- Ordinary Resolution for adoption of Audited Financial Statements (including Consolidated Financial Statements) of the Company for the financial year ended 31<sup>st</sup> March, 2017 and the Reports of the Directors and Auditors thereon.
- 2. Ordinary Resolution for appointment of Mr. Girja Kumar Choudhary (DIN: 00821762) who retires by rotation and being eligible offers himself for reappointment.
- Ordinary Resolution for ratification of appointment of M/s S.K. Agrawal & Co., Chartered Accountants, as the Statutory Auditors of the Company to hold office till the conclusion of next AGM of the Company and authorise Board of Directors to fix their remuneration.





## emami Infrastructure Limited

#### **Special Business:**

- 4. Special Resolution for issue/ offer/ invite for subscription to Secured / Unsecured Redeemable Non-Convertible Debentures.
- 5. Special Resolution for increase in Borrowing limits u/s 180(1)(c) of Companies Act, 2013 upto Rs. 5,000 Crores.
- Special Resolution for appointment of Dr. Kalyanasundaram Ramamurthy (DIN: 01219857)
  as the Whole-Time Director of the Company for a period of 3 (three) years w.e.f. 25<sup>th</sup>
  January, 2017 on the terms and conditions as contained in the Notice.
- Special Resolution for re-appointment of Mr. Girja Kumar Choudhary (DIN: 00821762) as the Whole-Time Director & CFO of the Company for a period of 5 years w.e.f., 15<sup>th</sup> May, 2017 on the terms and conditions as contained in the Notice.
- 8. Special Resolution for variation in the terms of remuneration of Mr. Rajesh Bansal (DIN: 00645035), Whole-Time Director of the Company.
- 9. Ordinary Resolution for approval to Related Party Transactions.
- 10. Ordinary Resolution for approval to contribute and/ or donate from time to time, to bonafide charitable and other funds/activities.

On the invitation of the Chairman, Members addressed the Meeting, gave their suggestions and sought clarifications on the Company's accounts and businesses. Mr. Girja Kumar Choudhary responded to the queries of the Members and provided clarifications.

Mr. Raj Kumar Banthia, Partner of MKB & Associates, Practicing Company Secretaries was appointed as the Scrutinizer for ensuring voting being carried out in fair and transparent manner. The Chairman, thereafter, informed the Members that the results of remote e-voting and voting done at the AGM along with consolidated Scrutiniser's Report shall be informed to the Stock Exchanges and also shall be placed on the website of the Company within 48 hours from the conclusion of the AGM.

As all the business of the Meeting was completed, the Chairman declared the meeting as concluded. The Chairman thanked all the Members present at the meeting and for taking active interest in the working of the Company.

Thanking you.

Yours truly,

For Emami Infrastructure Limited

**Payel Jain** 

**Company Secretary** 

(ACS: 22418)