



Ref: EIL/SECRETARIAL/2018-19/1126

27th September, 2018

The General Manager	The Secretary	The Secretary
Department of Corporate Services BSE Limited Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai – 400 001	The National Stock Exchange of India Limited Exchange Plaza, Bandra Kurla Complex Bandra (E), Mumbai – 400 051	The Calcutta Stock Exchange Limited 7, Lyons Range Kolkata-700 001

Dear Sir,

Sub: Summary of proceedings of 10th Annual General Meeting of the Company held today, the 27th of September, 2018 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 10th Annual General Meeting of the Company held today, the 27th of September, 2018.

Please take the same on record.

Thanking you.

Yours truly,

For Emami Infrastructure Limited


Payel Jain
Company Secretary
(ACS: 22418)



Encl: As Above



SUMMARY OF PROCEEDINGS OF THE 10TH ANNUAL GENERAL MEETING HELD ON 27TH SEPTEMBER, 2018

The 10th Annual General Meeting ("AGM") of the Members of the Emami Infrastructure Limited ('the Company') held on Thursday, 27th September, 2018 commenced at 10.30 AM and concluded at 11.15 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.
- 136 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 and Mr. Rajesh Bansal.
- The Chairman delivered his speech on the performance of your Company in the 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 Annual Accounts for the financial year ended 31st March, 2018 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 registers and documents, as statutorily required, were available for inspection during the Meeting.
- The items of Ordinary Business and Special Business before the Meeting, as listed under Serial No. 1 to 10 below, were covered. The Chairman gave opportunity to the Members to ask questions or seek clarifications on the Agenda items. Thereafter, Mr. Girja Kumar Choudhary responded to the queries raised/ clarifications sought by the Members, to their satisfaction.
- 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.

The following items of businesses, as per the Notice of 10th AGM dated 8th August, 2018 were proposed and seconded by the Members at the meeting:

Ordinary Business:

1. Ordinary Resolution for adoption of Audited Financial Statements (including Consolidated Financial Statements) of the Company for the financial year ended 31st March, 2018 and the Reports of the Directors and Auditors thereon.





2. Ordinary Resolution for appointment of Mr. Basant Kumar Parakh (DIN: 00103176) who retires by rotation and being eligible offers himself for reappointment.

Special Business:

3. Special Resolution for Re-appointment of Mr. Hari Mohan Marda (DIN: 00855466) as an Independent Director for a period of 5 years w.e.f. 1st April, 2019.
4. Special Resolution for Re-appointment of Mr. Abhijit Datta (DIN: 00790029) as an Independent Director for a period of 5 years w.e.f. 1st April, 2019.
5. Special Resolution for Re-appointment of Mr. Ram Gobind Ganeriwala (DIN: 00863042) as an Independent Director for a period of 5 years w.e.f. 1st April, 2019.
6. Special Resolution for Alteration in Object Clause in the Memorandum of Association of the Company.
7. Ordinary Resolution for Alteration in Authorised Share Capital and consequent amendment in the Clause V of the Memorandum of Association of the Company.
8. Special Resolution for Change of Name of the Company and consequent alteration in the Memorandum and Articles of Association.
9. Ordinary Resolution for approval to Related Party Transaction.
10. Special Resolution to issue/ offer/ invite for subscription to Secured / Unsecured Redeemable Non-Convertible Debentures

Ms. Bidisha Achari, 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, where the equity shares of the Company are listed and shall also 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.

Thanking you.

Yours truly,

For **Emami Infrastructure Limited**


Payel Jain
Company Secretary
(ACS: 22418)

