



AN ISO 9001 : 2015
certified company

SIMPLEX INFRASTRUCTURES LIMITED

REGD. OFFICE :

'SIMPLEX HOUSE', 27, SHAKESPEARE SARANI, KOLKATA-700 017 (INDIA)
PHONES : +91 33 2301-1600, FAX : +91 33 2283-5964 / 5965 / 5966
E-mail : simplexkolkata@simplexinfra.com, Website : www.simplexinfra.com
CIN No. L45209 WB 1924 PLC 004969

Ref No. 01/CS/SE/001/93970

Date: 30th September, 2019

The Secretary
National Stock Exchange of India Limited
5th Floor, Exchange Plaza
Bandra Kurla Complex
Bandra East
Mumbai – 400 051

The Secretary
The Calcutta Stock Exchange Ltd
7, Lyons Range
Kolkata – 700 001

The Secretary
BSE Limited
1st Floor, New Trade Ring
Rotunda Building, Phiroze JeeJeebhoy Towers
Dalal Street, Mumbai – 400 001

Sub: Summary of Proceedings of the 101st Annual General Meeting

Dear sir/ madam,

Please find attached the summary proceedings of the 101st Annual General Meeting of the Company held on Monday, 30th September, 2019 at Gyan Manch, 11, Pretoria Street, Kolkata- 700 071 pursuant to Regulation 30, read with Schedule III, of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

The same is for your information and record.

Thanking You.
Yours faithfully,
For Simplex Infrastructures Limited


B. L. Bajoria

Sr. Vice President & Company Secretary

Encl:a/a

Summary of Proceedings of the 101st Annual General Meeting of Simplex Infrastructures Limited

The 101st Annual General Meeting (AGM) of the Members of Simplex Infrastructures Limited ('the Company') was held on Monday, 30th September, 2019 at 11.30 A.M. at Gyan Manch, 11, Pretoria Street, Kolkata- 700 071.

Mr. Rajiv Mundhra, Executive Chairman, took the chair and welcomed the Members to the 101st AGM of the Company. On the basis of information provided by Mr. B.L. Bajoria, Sr. Vice- President and Company Secretary, Mr. Mundhra declared the quorum present and called the meeting to order.

Mr. Mundhra introduced his colleagues sitting on the dais. Mr. Asutosh Sen, Chairman of the Audit Committee, was present to answer the shareholders queries. All the Directors of the Company attended the meeting except Mr. S. K. Damani and Mrs. Leena Ghosh, Independent Directors of the Company, who were travelling abroad.

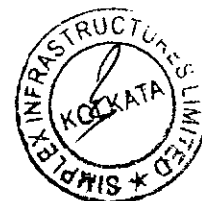
The Chairman acknowledged the attendance of Mr. H.S. Bhattacharjee, Partner, M/s. H.S. Bhattacharjee & Co., Chartered Accountants, Joint Statutory Auditors of the Company, Mr. Deepak Kumar Khaitan, Secretarial Auditor of the Company and Dr. Sanjiban Bandyopadhyaya, Partner, M/s. Bandyopadhyaya Bhaumik & Co., Cost Auditor of the Company for the Financial Year 2018-19. He also acknowledged the presence of Mr. Satish Chaturvedi, Partner, M/s. Chaturvedi & Co., Chartered Accountants, who are proposed to be appointed as the Joint Statutory Auditors of the Company, for a period of 5 (five) years, commencing from the conclusion of this 101st AGM till the conclusion of the 106th AGM, to be held in 2024.

The Company had appointed Mr. Deepak Kumar Khaitan, Practicing Company Secretary and/or Ms. Shruti Singhania, Practicing Company Secretary as Scrutinizer for the purpose of scrutinizing the remote e-voting and ballot process, who were present at the meeting..

The Chairman thereafter delivered his speech and with the concurrence of the members the Notice of the AGM together with the Financial Statements, Directors' Report and Auditors' Report were taken as read. The qualifications contained in the Auditors' Report were read at the meeting as per the provisions of the Companies Act, 2013.

The Chairman stated that the Company has provided electronic voting facility to the Members entitled to cast their vote at the AGM as per the Companies Act, 2013 and for this purpose has engaged the services of National Securities Depository Limited (NSDL), the e-voting agency for providing remote e-voting facility. The remote e-voting facility was open for a period of four days beginning from Thursday, 26th September, 2019 (9.00 A.M. IST) and ending on Sunday, 29th September, 2019 (5.00 P.M. IST). The cut-off date, i.e. 20th September, 2019 was fixed for determining the eligibility of Members to vote through remote e-voting on the proposed 9 (Nine) Resolutions as mentioned in the Notice of the AGM of the Company. Members/Proxy who were present at the AGM and had not cast their votes electronically were provided an opportunity to cast their votes at the meeting through ballot paper.

Before ordering for vote by ballot, the Chairman invited the Members to ask questions to the Board of Directors



or to make comments, give suggestions and seek clarifications, if any on the Financial Statements of the Company. The Members asked questions related to the performance of the Company, dividend, bonus issue and congratulated the Company for good performance and healthy growth. All the questions of the Shareholders were satisfactorily replied to by the Chairman and also by Mr. N.K. Kakani, Sr. Executive Director.

Thereafter, the Chairman took up the agenda items contained in the Notice and ordered for voting by ballot on all resolutions as set out in the Notice of the AGM, which are as follows:

Ordinary Business:

1. Adoption of Audited Financial Statements (including the Consolidated Financial Statements) of the Company for the Financial Year ended March 31, 2019 and the Reports of the Board of Directors and Auditors thereon.
2. Declaration of Dividend @ Re. 0.50 per Equity Share on 5,71,42,820 fully paid-up equity shares of Rs. 2/- each, for the year ended 31st March, 2019
3. Re-appointment of Mr. Dipak Narayan Basu (DIN 00981990), as a Director liable to retire by rotation.
4. Appointment of M/s. H. S. Bhattacharjee & Co., Chartered Accountants, Firm Registration No. 322303E, as Joint Statutory Auditors of the Company, for a period of 2 (two) years to hold office from the conclusion of this 101st AGM till the conclusion of the 103rd AGM, to be held in 2021.
5. Appointment of M/s. Chaturvedi & Co., Chartered Accountants, Firm Registration No. 302137E, as Joint Statutory Auditors of the Company, for a period of 5 (five) years to hold office from the conclusion of this 101st AGM till the conclusion of the 106th AGM, to be held in 2024.

Special Business:

6. Ratification of remuneration of M/s. Guha, Ghosh, Kar & Associates, Cost Accountants (Firm Registration No. 000159), Cost Auditors of the Company, for the Financial Year 2019-20.
7. Re-appointment of Mr. Dipak Narayan Basu (DIN: 00981990), as a Whole-time Director of the Company liable to retire by rotation, for a period of 2 (two) years commencing from 21st November, 2019.
8. Issue of Secured/Unsecured redeemable Non-Convertible Debentures (NCDs) of an amount not exceeding INR 500 Crores on private placement basis.
9. Issue of convertible bonds and /or equity shares and including by way of Qualified Institutional Placement ('QIP') to Qualified Institutional Buyers ('QIB') to raise a total amount not exceeding INR 600 Crores.

The Chairman invited the Scrutinizer to take over the ballot voting proceedings. The Chairman further informed the results of voting will be declared within 48 hours from the conclusion of the AGM at the Registered Office of the Company at 'Simplex House', 27, Shakespeare Sarani, Kolkata- 700 017. The voting results will be made available on the website of the Company and on the website of the NSDL and to the Notice Board of the Company; and will also be forwarded to the Stock Exchanges- National Stock Exchange of India Ltd, BSE Ltd and The Calcutta Stock Exchange Limited.

Thanking the Members for their participation, the Chairman announced formal closure of the 101st AGM.

