



**DILIP BUILDCON LIMITED**  
INFRASTRUCTURE & BEYOND

Date: September 18, 2019

To  
**BSE Limited**  
Listing Department  
P.J Tower, Dalal Street  
Mumbai 400 001

Stock Symbol - 540047

To,  
**National Stock Exchange of India Ltd.**  
Exchange Plaza, C-1, Block G  
BandraKurla Complex,  
Bandra (E), Mumbai – 400 051

Stock Symbol – DBL

**Sub: Outcome of the Proceedings of 13<sup>th</sup> Annual General Meeting held on September 17, 2019**

Dear Sir,

Pursuant to Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015, please find enclosed herewith the summary of the proceedings of 13<sup>th</sup> Annual General Meeting of the Company held on Tuesday, September 17, 2019 at Kwaliti's Motel Shiraz, Service Road, Board Office Square, Shivaji Nagar, Bhopal, Madhya Pradesh 462011 at 11.00 am.

We request you to kindly take above information on your record and oblige.

**For and on behalf of  
Dilip Buildcon Limited**

  
**Abhishek Srivastava**  
Company Secretary



Encl: Copy of proceedings of the Annual General Meeting.



CIN No. L45201MP2006PLC018689

ISO 9001:2008

**Regd. Office :**

Plot No. 5, Inside Govind Narayan Singh Gate,  
Chuna Bhatti, Kolar Road, Bhopal - 462 016 (M.P.)  
Ph. : 0755-4029999, Fax : 0755-4029998

E-mail : db@dilipbuildcon.co.in, Website : www.dilipbuildcon.com



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**SUMMARY OF PROCEEDINGS OF THE 13<sup>TH</sup> ANNUAL GENERAL MEETING OF DILIP BUILDCON LIMITED HELD ON TUESDAY, SEPTEMBER 17, 2019**

**Venue:-** Kwality's Motel Shiraz, Service Road, Board Office Square, Shivaji Nagar, Bhopal, Madhya Pradesh 462011.

Time: 11.00 am

**Sitting on the dais:-**

S. No	Name of Directors	Designation
1	Mr. Dilip Suryavanshi	Managing Director
2	Mrs. Seema Suryavanshi	Whole time Director
3	Mr. Devendra Jain	Whole time Director & CEO
4	Mr. Satish Chandra Pandey	Independent Director
5	Mr. Amogh Kumar Gupta	Independent Director
6	Mr. Ashwini Verma	Independent Director
7	Mr. Radhey Shyam Garg	President & Chief Financial Officer
8	Mr. Abhishek Shrivastava	Company Secretary

Mr. Abhishek Shrivastava, Company Secretary of the Company welcomed all the members present to the 13<sup>th</sup> Annual General Meeting of the Company. Further, he informed the shareholders that Shri Dilip Suryavanshi, Managing Director of the Company shall preside over the meeting as Chairman in accordance with Article no.16.3 of the Articles of Association of the Company.

**Chairman**

Shri Dilip Suryavanshi, Chairman and Managing Director of the Company, occupied the chair and welcomed all the members present to the 13<sup>th</sup> Annual General Meeting of the Company.

**Member attendance and Quorum**

Shri. Dilip Suryavanshi, Chairman and Managing Director of the Company informed the members that at present more than 32 (Thirty two) members were present in person including the authorized representative and the Company has not received the proxy from any members of the Company. Further, he declared that the requisite quorum was present at the meeting and the meeting was in order to commence the official business and has conducted the proceedings of the Annual General Meeting.

The Chairman further informed the members that the statutory registers under the Companies Act, 2013 which includes Register of Director's and Key Managerial Personnel and their shareholding and Register of Contracts and Arrangements in which Directors are interested are open for inspection and same are accessible during the continuance of the meeting. The proxy register is also available for inspection. Further, all documents referred in the Notice of Annual General Meeting and explanatory statement was available for inspection during the meeting.

The chairman acknowledged the attendance of the Statutory Auditors, Mukund M. Chitale & Co., Chartered Accountants, Mumbai, M/s MSG & Associates, Chartered Accountants, Bhopal, (Joint Statutory Auditors), M/s Piyush Bindal & Associates, Practicing Company Secretary, Bhopal and M/s Adalatwale and Bhagwat, Chartered Accountant, Bhopal .



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### Chairman Speech

The chairman delivered his speech highlighting the performance of the Company and his vision for the future Growth of the Company. He sincerely thanked the shareholders for their support, co-operation, blessings, trust and wishes for the Company.

### **FORMAL PROCEEDINGS OF THE MEETING:**

The Chairman took up the formal proceedings of the meeting. With the concurrence of the members, the Notice of 13<sup>th</sup> Annual General Meeting and Board's Report for the financial year 2018-19 was taken as read. He further informed that as required under the Companies Act, 2013, rules framed there under and SEBI (LODR) Regulations, 2015, the Company has engaged the services of NSDL to provide the remote e-voting facility to all the members to cast their vote electronically in all resolutions accompanied in the notice of 13<sup>th</sup> AGM. The period of remote e-voting was commenced from Saturday, September 14, 2019 (9.00 a.m. IST) to Monday, September 16, 2019 (5.00 p.m. IST). However, the members who have not cast their votes electronically and are present in this meeting, have the opportunity to cast their vote at the time of Annual General Meeting. The members who have cast their vote by remote e-voting prior to the meeting shall not be entitled to cast their vote again.

Further, he informed the members that the Company has made an arrangement of tablet voting system for the members who are present in person or through authorized representative to vote on all the resolutions in proportion of the share held by them as provided in the notice of 13<sup>th</sup> Annual General Meeting. The voting by show of hand has been dispensed with.

The Board of Directors have appointed CS Piyush Bindal, Practicing Company Secretary as the Scrutinizer to scrutinize the remote e-voting process and polling process using tablet device at the AGM in a fair and transparent manner.

Further, he informed that Mrs. Seema Suryavanshi was being interested in item no. 3 and being my spouse, I am also interested in the said agenda item No. 3, hence requested the members to elect the Chairman for the said business items and with the concurrence of members present in the Annual General Meeting, Mr. Satish Chandra Pandey was elected as the chairman for the business item No. 3.

Thereafter, he requested Mr. Abhishek Shrivastava, Company Secretary to read the qualifications, reservation or adverse remark mentioned in the Auditor's Report.

Mr. Shrivastava, informed the members that the Joint Statutory Auditors of the Company i.e Mukund M. Chitale & Co., Chartered Accountants, Mumbai and M/s MSG & Associates, Chartered Accountants, Bhopal, have given their unqualified opinion for the financial year 2018-19. There are no qualifications, observations or comments on the financial transaction or matters which have any adverse effect on the functioning of the Company.

With the concurrence of the members, the Auditors' Report was taken as read.

He further informed that the Secretarial Audit Report for the year ended 31<sup>st</sup> March, 2019 also did not have any qualifications, observations or comments.



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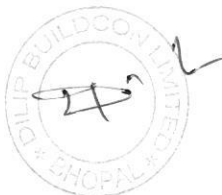


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Thereafter, the following resolutions was discussed as set out in the Notice convening the Annual General Meeting.

Item no.	Item Description	Resolution Type
	<b>Ordinary Business:-</b>	
1.	a) Adoption of the Audited IndAS Financial Statements of the Company for the Financial Year ended March 31, 2019 and the Reports of the Board and Auditors thereon. b) Adoption of the Audited IndAS Consolidated Financial Statements of the Company for the Financial Year ended March 31, 2019 together with the Report of the Auditors thereon .	Ordinary
2	Declaration of Dividend on equity shares for the financial year ended March 31, 2019.	Ordinary
3.	Re-appointment of Mrs. Seema Suryavanshi (DIN:00039946), who retires by rotation.	Ordinary
4.	Re-appointment of M/S Mukund M. Chitale & Co., Chartered Accountants, Mumbai as Joint Statutory Auditor of the Company for a second consecutive term of three year and authority to fix remuneration.	Ordinary
	<b>Special Business</b>	
5.	Appointment of Ms. Ratna Dharashree Vishwanathan (DIN: 07278291), as Woman Director in the category of an Independent Director of the Company .	Ordinary
6	Fixation of the remuneration of M/s Yogesh Chourasia & Associates, Cost Accountants, Bhopal, Cost Auditor of the Company for the Financial Year 2019-20.	Ordinary
7	Re-appointment of Mr. Satish Chandra Pandey (DIN: 07072768) for second consecutive term of 5 (five) years w.e.f. January 23, 2020 to January 22, 2025.	Special
8	Issuance of Non-Convertible Debentures on Private Placement basis.	Special
9	Issuance of Commercial Paper on Private Placement basis.	Special
10	To authorise the Board of Directors to provide loan/guarantee/security to the Subsidiaries Companies/Associate Companies/Private Companies/JVs under section 185 of Companies Act, 2013.	Special
11	To Approve increase in Authorised Share Capital of the Company and alteration in the Memorandum of Association.	Ordinary Resolution
12	To approve the Authority to issue Further Shares .	Special
13	To Approve the Commission payable to Non - Executive Directors of the Company.	Special

Thereafter, he invited members who would like to ask any questions or to make their comments, give suggestions and seek clarifications, if any, on the above business items as set out in the Notice of 13<sup>th</sup> Annual General Meeting.



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**CONDUCT OF VOTING THROUGH TABLET VOTING DEVICE:**

The chairman requested all the members to cast their vote on the aforementioned resolutions through tablet voting system.

Thereafter the member's cast their vote using the tablet voting device.


Further, the Chairman informed the members that the combined results of remote e voting and voting through tablet device at the venue of Annual General Meeting along with the Scrutiniser's Report will be placed on the website of the Company and NSDL at [www.evoting.nsdl.com](http://www.evoting.nsdl.com) within forty eight hours of the conclusion of the Annual General Meeting of the Company and will also be communicated to BSE Limited and National Stock Exchange of India Limited, where the shares of the Company are listed.

The Chairman thanked all the members present for smooth conduct of the meeting.

The meeting concluded at 01.05 pm.

With this, the 13<sup>th</sup> Annual General Meeting concluded with a vote of thanks to the chair.

**For and on behalf of  
Dilip Buildcon Limited**

  
**Dilip Suryavanshi**  
Chairman and Managing Director  
DIN : 00039944



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