



Ref: ERL/EIL/SECRETARIAL/2015-16/842

September 11, 2015

The General Manager

Department of Corporate
Services
BSE Limited
Phiroze Jeejeebhoy Towers,
Dalal Street,
Mumbai – 400 001

The Secretary

The National Stock Exchange of
India Limited
Exchange Plaza,
Bandra Kurla Complex
Bandra (E), Mumbai – 400 051.

The Secretary

The Calcutta Stock Exchange
Limited
7, Lyons Range
Kolkata- 700 001

Dear Sir,

Sub: Outcome of 7th Annual General Meeting

This is to inform you that at the 7th Annual General Meeting Members of the Company held on 9th September 2015, all resolutions mentioned in the Notice dated May 25, 2015 has been passed with requisite majority. A brief summary of the resolutions passed are as under:

Ordinary Business:

1. Ordinary Resolution to consider and adopt Audited Financial Statements (including Consolidated Financial Statements) of the Company for the financial year ended 31st March 2015 together with the Reports of the Board of Directors and Auditors thereon.
2. Ordinary Resolution to appoint a Director in place of Mr. Girja Kumar Choudhary (DIN: 00821762), who retires by rotation and being eligible, offers himself for re-appointment.
3. Ordinary Resolution to ratify the appointment of M/S S. K. Agrawal & Co., Chartered Accountants (Registration No. 306033E) as Statutory Auditors of the Company for the financial year 2015-16 at a remuneration to be decided by the Board of Directors in consultation with the Auditors.

Special Business:

4. Ordinary Resolution to appoint Mrs. Karabi Sengupta (DIN: 02534951), as an Independent Director of the Company for a term of five consecutive years up to 31st March 2020.



A copy of the Report submitted by Mr. Manoj Kumar Banthia, Practicing Company Secretary, who was appointed as Scrutinizer for scrutinizing the process of voting through Remote E-voting, and by use of ballot at the 7th Annual General Meeting, is enclosed.

This is for your kind information and record.

Thanking you

Yours truly,
For **Emami Infrastructure Limited**

Payel Jain
Company Secretary



SCRUTINIZER'S REPORT

[Pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended by Companies (Management & Administration) Amendment Rules, 2015 and Clause 35B of the Listing Agreement]

September 11, 2015

To

The Chairman of the 7th (Seventh) Annual General Meeting (AGM) of Members of **EMAMI INFRASTRUCTURE LIMITED** (CIN: L45400WB2008PLC121426), held on Wednesday, 9th day of September, 2015 at Emami Tower, 687 Anandapur, E.M. Bypass, Kolkata-700107 at 2:30 P.M.

Dear Sir,

I, Manoj Kumar Banthia, Practicing Company Secretary, appointed by the Board of Directors of **EMAMI INFRASTRUCTURE LIMITED** (the Company) for the purpose of scrutinizing the process of voting through Remote E-voting, and by use of ballot at the Annual General Meeting pursuant to the provisions of Section 108 of the Companies Act, 2013 ("the Act") read with Rule 20 of the Companies (Management & Administration) Rules, 2014 as amended by Companies (Management & Administration) Amendment Rules, 2015 and Clause 35B of the Listing Agreement in respect of the below mentioned Resolutions proposed at the 7th Annual General Meeting of the Company held on Wednesday, 9th September, 2015 at Emami Tower, 687 Anandapur, E.M. Bypass, Kolkata-700107, West Bengal at 2:30 P.M. do hereby submit my report as follows:

- (a) The Notice dated 25th May, 2015 convening the 7th Annual General Meeting of the Company setting out all material facts in respect of Resolutions mentioned therein was sent on 10th August, 2015 to the shareholders of the company.





- (b) The company provided remote e-voting facility offered by Central Depository Services (India) Limited (CDSL) to its Shareholders. At the Annual General Meeting, the Company provided voting facility by way of poll to the shareholders who did not cast their vote through remote e-voting facility.
- (c) The members holding shares either in physical or dematerialized form, as on the "Cut Off date" i.e. 2nd September, 2015 were entitled to vote on the proposed resolutions.
- (d) In terms of the aforesaid Notice and as per the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended, the voting period for remote e-voting commenced on Saturday, 5th September, 2015 at 2.00 P.M. (IST) and ended on Tuesday, 8th September, 2015 at 5:00 P.M.(IST)
- (e) The member and/or their proxy at the meeting exercised their voting rights at the poll conducted at the venue as stated above.
- (f) After conclusion of voting at the 7th Annual General Meeting, the votes cast at the meeting were counted first, and thereafter, the votes cast through remote e-voting were unblocked in presence of Mrs. Suhita Mukhopadhyay and Miss Pritha Bose who acted as witnesses in accordance with Rule 20 of the Companies (Management & Administration) Rules, 2014.
- (g) Thereafter, the details containing inter alia, list of the members, who voted "For" or "Against" on each of the resolution that were put to vote, were derived from the ballot forms received at the poll conducted at the meeting as well as the report generated from the e-voting website of CDSL, www.evotingindia.com in respect of remote e-voting.
- (h) 73 members have cast their votes through remote e-voting and all such votes are valid. 64 members and/or their proxy have cast their votes through poll at the AGM venue, out of which 2 ballots are invalid.





I now submit my consolidated report as under on the result of the remote e-voting and poll conducted at the meeting.

	Number of votes (shares) cast through Remote E-voting. (1)	Number of Votes (shares) cast on Poll at the meeting. (2)	Total (1)+(2)=(3)	% of total number of valid votes cast
	Item No.1 as an Ordinary Resolution: To receive, consider and adopt the Audited Financial Statements (including Consolidated Financial Statements) of the Company for the financial year ended 31 st March, 2015, together with the Reports of the Directors and Auditors thereon			
(1) Voted in favour of the resolution	16449721	3382	16453103	99.99
(2) Voted against the resolution	132	12	144	Negligible
Total	16449853	3394	16453247	100%
(3) Invalid votes:	0	75	75	Negligible
	Item No. 2 as an Ordinary Resolution: To appoint a director in place of Mr. Girja Kumar Choudhury (DIN: 00821762) who retires by rotation and being eligible offers himself for reappointment			
(1) Voted in favour of the resolution	16449655	3384	16453039	99.99
(2) Voted against the resolution	198	10	208	Negligible
Total	16449853	3394	16453247	100%
(3) Invalid votes:	0	75	75	Negligible
	Item No.3 as an Ordinary Resolution: To ratify appointment of M/s S.K. Agarwal & Co. Chartered Accountants, as the Statutory Auditors of the Company to hold office from the conclusion of this AGM till the conclusion of next AGM of the Company and authorize Board of Directors to fix their remuneration.			
(1) Voted in favour of the resolution	16449655	3384	16453039	99.99
(2) Voted against the resolution	198	10	208	Negligible
Total	16449853	3394	16453247	100
(3) Invalid votes:	0	75	75	Negligible





	Special Business			
	Item No.4 as an Ordinary Resolution: To appoint Mrs. Karabi Sengupta (DIN: 02534951) as an Independent Director of the Company for a term of Five consecutive years up to 31/03/2020.			
(1) Voted in favour of the resolution	16449695	3384	16453078	99.99
(2) Voted against the resolution	158	10	168	Negligible
Total	16449853	3394	16453247	100
(3) Invalid votes:	0	75	75	Negligible

Thanking You,

Date: 11th September, 2015
Place: Kolkata

Yours Faithfully


Manoj Kumar Banthia
Company Secretary
Membership No.: 11470
COP No.: 7596