



emami* Infrastructure Limited

Ref: EIL/SECRETARIAL/2016-17/1115

29/09/2016

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 8th Annual General Meeting held on 29th September, 2016

Pursuant to Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we enclose herewith the summary of proceedings of the 8th Annual General Meeting of the Company held on 29th September, 2016.

Please take the same on record.

Thanking you

Yours truly,

For **Emami Infrastructure Limited**

Payel Jain

Company Secretary

SUMMARY OF THE PROCEEDINGS OF THE 8TH ANNUAL GENERAL MEETING
HELD ON 29TH SEPTEMBER, 2016

The 8th Annual General Meeting ("AGM") of the members of the Emami Infrastructure Limited ('the Company') was held on Thursday, 29th September, 2016 at 12.00 Noon at Emami Tower, 687 Anandapur, E.M.Bypass, Kolkata – 700107 and concluded at 1.00 P.M.

- 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.
- 159 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 Mr. Basant Kumar Parakh.
- The Chairman delivered his speech on the performance of your Company in fiscal year 2015-16 and future outlook.
- 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 business, as per the Notice of AGM dated 11th August, 2016 were transacted 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, 2016 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
3. 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



Special Business:

4. Ordinary Resolution for appointment of Mr. Debasish Bhaumik (DIN: 06933306) as Independent Director for a term of five years w.e.f. 22nd July, 2016.
5. Special Resolution for appointment of Mr. Rajesh Bansal (DIN: 00645035) as Director, liable to retire by rotation and also as Whole-time Director w.e.f. 22nd July, 2016.
6. Special Resolution for appointment of Mr. Sanjay Choudhary (DIN: 00669470) as Director, liable to retire by rotation and also as Whole-time Director w.e.f. 22nd July, 2016.
7. Special Resolution for variation in the terms of remuneration of Mr. Girja Kumar Choudhary, Whole-time Director & CFO of the Company.
8. Ordinary Resolution for alteration in Authorised Share Capital of the Company and consequent amendment in the Memorandum of Association.
9. Special Resolution for increase in Borrowing limits u/s 180(1)(c) of the Companies Act, 2013.
10. Special Resolution for approval for creation of charge /mortgage on the assets of the Company u/s 180(1)(a) of the Act.
11. Ordinary Resolution for approval to Related Party Transaction.
12. Special Resolution for approval of issue of Non-Convertible Debentures.

The Chairman informed the members that the results of remote e-voting and voting done at the AGM along with consolidated scrutiniser's report shall be announced within 2 days from the conclusion of the AGM at the registered office of the Company and will also be displayed on the website of the Company and communicated to the Stock Exchanges.

The Chairman thanked all the members for their presence and support and the AGM was concluded at 1.00 p.m.

Thanking you
Yours truly,

For Emami Infrastructure Limited

Payel Jain



Payel Jain

Company Secretary