



AIA Engineering Ltd.

August 14, 2017

To,
The Manager (Listing),
The BSE Limited
Phiroze Jeejeebhoy Towers,
Dalal Street,
Mumbai - 400 001
Script Code: 532683

To,
The Manager (Listing),
National Stock Exchange of India Limited
"Exchange Plaza", C-1, Block - G,
Bandra-Kurla Complex, Bandra (E)
Mumbai - 400 051
Script Code: AIAENG

Dear Sir/Madam,

Sub.: Proceeding of 27th Annual General Meeting of AIA Engineering Limited

Pursuant to Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, please find enclosed herewith the Proceedings of the 27th Annual General Meeting of the Company held on 14th August, 2017.

Kindly acknowledge the receipt and take the above on record.

Thanking you,

Yours faithfully,
For, AIA Engineering Limited

S. N. Jetheliya
Company Secretary



Encl: As above

CIN : L29259GJ1991PLC015182

An ISO 9001 Certified Company

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PROCEEDINGS OF 27TH ANNUAL GENERAL MEETING ("AGM") HELD ON AUGUST 14TH, 2017 AT 10.00 A.M. AT H T PAREKH CONVENTION CENTER, AHMEDABAD MANAGEMENT ASSOCIATION, ATIRA CAMPUS, DR. VIKRAM SARABHAI MARG, AHMEDABAD – 380 015.

Directors Present:

1. Mr. Rajendra S. Shah	-	Chairman
2. Mr. Bhadresh K. Shah	-	Managing Director
3. Mr. Yashwant M. Patel	-	Whole-Time Director
4. Mr. Sanjay S. Majmudar	-	Independent Director
5. Dr. S. Srikumar	-	Director
6. Mr. Dileep C. Choksi	-	Independent Director
7. Mr. Rajan Harivallabhdas	-	Independent Director
8. Mrs. Bhumika S. Shodhan	-	Director
9. Mrs. Khushali S. Solanki	-	Director

In Attendance:

Mr. S. N. Jetheliya	-	Company Secretary
Mr. Anand Sharma & Mr. Umesh Talati	-	Partners, Talati & Talati, Statutory Auditors
Mr. Tushar Vora	-	Secretarial Auditor

Members Present:

- 1) In Person – 65
- 2) By Proxy – 3, representing 1,32,627 Shares

Mr. Rajendra S. Shah, Chairman of the Company, occupied the Chair. He confirmed that the requisite quorum being present called the meeting to order. He referred to the Notice dated May 25, 2017 convening the 27th Annual General Meeting and with the consent of the members present, the Notice was taken as read.

The Chairman then delivered his speech by reading his detailed statement on the performance of the Company. He apprised the members that there were no qualifications, observations or comments on the financial transactions or matters which have any effect on Company's functioning, in the Auditors' Report or in the Secretarial Auditors' Report for Financial Year 2016-17, which are required to be read before the AGM in terms of Section 145 of the Companies Act, 2013 read with the relevant Secretarial Standard.

The Chairman thereafter declared that the copies of audited financial statements for the year ended March 31, 2017, Board's and Auditors' Report had been posted/mailed as the case may be, to all the members and that the original documents along with Register of Members, Register of Directors' Shareholding, Register of Contracts and other statutory registers and Secretarial Auditors' Report are available for inspection.

The Company Secretary informed the members that in terms of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2011, the Company had provided e-voting facility to the members vide Notice of AGM dated May 25, 2017. Members voted through remote e-voting during August 11, 2017 (9.00 a.m.) to August 13, 2017 (5.00 p.m.), being the period fixed for e-voting as per relevant Rules under the Companies Act, 2013.



The members who could not do e-voting earlier, they can vote through polling paper made available at the AGM venue.

Thereafter, Chairman invited the members to speak or ask questions/clarifications relating to performance of the Company and/or business to be transacted at the AGM. Few members, spoke in the meeting, raised queries, sought clarification and gave suggestions on a number of subjects and issues. Chairman replied to all the queries raised by members in detail and provided clarifications on various matters to the satisfaction of the members, noted the suggestions given by them and appreciated and thanked the members for taking keen interest in the performance of the Company.

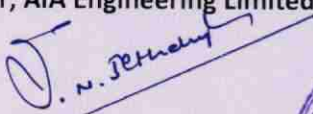
The Chairman further informed that the resolutions prescribed in the Notices of AGM will be passed through poll process by the members/representatives and proxy holders present at the meeting who did not participate in remote e-voting and were present in person/through proxies at the meeting. The Chairman thereafter, ordered the Poll on the following resolutions as set out at Items 1 to 10 of the Notices of AGM and requested all to cast their votes at the meeting venue:

1. Adoption of Standalone and Consolidated Audited Annual Accounts of the Company for the Financial Year 2016-17.
2. Confirmation of declaration of Interim Dividend on Equity Shares for the Financial Year 2016-17.
3. Declaration of Final Dividend on Equity Shares for the Financial Year 2016-17.
3. Re-Appointment of Mrs. Khushali S. Solanki, a Director retires by rotation.
4. Appointment of Statutory Auditors M/s. B S R & Co. LLP, Chartered Accountants, Ahmedabad.
6. Re-appointment of Mr. Yashwant M. Patel as Whole-Time Director for a further period of five years w.e.f. 1st April, 2017.
7. Approval of Related Party Transactions.
8. Ratification of Remuneration of Cost Auditors.
9. Alteration of Articles of Association of the Company.
10. Keeping of Register/Index of Members at a place other than Registered Office of the Company.

The Chairman informed the shareholders that Mr. Tushar Vora, Member, Institute of Company Secretaries of India had been appointed as the Scrutinizer for the poll at this meeting and to report on the combined voting results of e-voting and the poll for each of the item as per the notice of the AGM. The Chairman informed the members that the consolidated results of e-voting and ballot voting would be announced within 48 hours and also be intimated to Stock Exchanges and posted on the website of the Company and Central Depository Services (India) Limited.

The meeting concluded at 11.00 a.m. after the Members cast their votes.

For, AIA Engineering Limited


S. N. Jetheliya
Company Secretary

