



AN ISO 9001 : 2008
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.simplexinfrastructures.com
CIN No. L45209 WB 1924 PLC 004969

Ref No. 01//CS/SE/001/92902

Date: 22nd September, 2017

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 99th Annual General Meeting

Dear Sir,

Please find attached the summary proceedings of the 99th Annual General Meeting of the Company held on Friday, 22nd September, 2017 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

enclo:a/a

Summary of Proceedings of the 99th Annual General Meeting of Simplex Infrastructures Limited

The 99th Annual General Meeting (AGM) of the Members of Simplex Infrastructures Limited ('the Company') was held on Friday, 22nd September, 2017 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 99th 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 as present and called the meeting to order.

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

The Chairman acknowledged the attendance of Mr. Pradip Law, Partner, M/s. Price Waterhouse, Chartered Accountants, Mr. H.S. Bhattacharjee, Partner, M/s. H.S. Bhattacharjee & Co., Chartered Accountants, Joint Statutory Auditors of the Company; Mr. Deepak Kumar Khaitan through his representative Ms. Siddhi Dhandharia, Secretarial Auditor of the Company, who is also acting as the Scrutinizer for e-voting and ballot process, and Dr. Sanjiban Bandyopadhyaya, Partner, M/s. Bandyopadhyaya Bhaumik & Co., Cost Auditor of the Company.

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 Monday, 18th September, 2017 (9.00 A.M. IST) and ending on Thursday, 21st September, 2017 (5.00 P.M. IST). The cut-off date, i.e. 13th September, 2017 was fixed for determining the eligibility of Members to vote through remote e-voting on the proposed 11 (Eleven) Resolutions as mentioned in the Notice of the AGM of the Company. Members/Proxies 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 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 Mr. S. Dutta, Whole-time Director and Chief Financial Officer and by Mr.



N.K. Kakani, Sr. Executive Director.

Thereafter, the Chairman took up the agenda 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, 2017 and the Reports of the Board of Directors and Auditors thereon.
2. Declaration of Dividend on Equity Shares for the Financial Year 2016-17.
3. Appointment of Mr. Rajiv Mundhra (DIN 00014237), as a Director liable to retire by rotation.
4. Ratification of appointment of M/s. H. S. Bhattacharjee & Co., Chartered Accountants (Firm Registration No. 322303E) as Joint Statutory Auditors of the Company.
5. Appointment of M/s. S.R. Batliboi & Co. LLP, Chartered Accountants, (Firm Registration No. 301003E/E300005) as Joint Statutory Auditors of the Company (in place of M/s. Price Waterhouse, Chartered Accountants, the retiring Auditors) for a term of 5 years, from the conclusion of this Annual General Meeting.

Special Business:

6. Ratification of remuneration of M/s. Bandyopadhyaya Bhaumik & Co., Cost Accountants (Firm Registration No. 000041), Cost Auditors of the Company, for the financial year 2016-17 and 2017-18.
7. Re-appointment of Mr. Rajiv Mundhra (DIN: 00014237), Executive Chairman, as a Whole-time Director of the Company liable to retire by rotation, for a period of 5 years commencing from 1st April, 2018.
8. Re-appointment of Mr. Sukumar Dutta (DIN: 00062827) as a Whole-time Director of the Company, liable to retire by rotation, for a period of 3 years commencing from 1st September, 2018.
9. Re-appointment of Ms. Leena Ghosh (DIN: 07099984), as an Independent Director of the Company, to hold office for a period of five consecutive years, with effect from 24th September, 2018 up to 23rd September, 2023 or the date of Annual General Meeting, which will held in 2023, whichever is earlier.
10. Issue of Secured/Unsecured redeemable Non-Convertible Debentures (NCDs) upto INR 200 Crores on private placement basis.
11. Issue of equity shares and/or convertible bonds or any other security convertible into equity to raise a total amount not exceeding INR 1,000 Crores.

The Chairman invited the Scrutinizer appointed for scrutinizing the e-voting and ballot voting process, to take over the ballot voting proceedings. The Chairman further informed the results of voting will be declared on 23rd September, 2017 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 99th AGM.

