



DILIP BUILDCON LIMITED
INFRASTRUCTURE & BEYOND

Date: September 11, 2017

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
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Sub: Outcome of the Proceedings of 11th Annual General Meeting held on September 11, 2017

Dear Sir,

Pursuant to Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015, we enclose herewith a summary of proceedings of 11th Annual General Meeting of the Company held on September 11, 2017 at Kwality's Motel Shiraz, Service Road, Board Office Square, Shivaji Nagar, Bhopal, Madhya Pradesh 462011

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

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

**Abhishek Shrivastava
Company Secretary**



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.co.in



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SUMMARY OF PROCEEDINGS OF THE 11TH ANNUAL GENERAL MEETING OF DILIP BUILDCON LIMITED HELD ON SEPTEMBER 11, 2017

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

Time: 11.00 am

Sitting on the dais:-

Mr. Dilip Suryavanshi	Managing Director
Mrs. Seema Suryavanshi	Whole time Director
Mr. Devendra Jain	Whole time Director & CEO
Mr. Aditya Vijay Singh	Independent Director
Mr. Satish Chandra Pandey	Independent Director
Mr. Amogh Kumar Gupta	Independent Director
Mr. Ashiwni Verma	Independent Director
Mr. Vaibhav Rawat	Chief Financial officer
Mr. Abhishek Shrivastava	Company Secretary

Mr. Abhishek Shrivastava, Company Secretary of the Company has welcomed all the members present to the 11th Annual General Meeting of the Company. Further he informed the shareholders that Shri Dilip Suryavanshi, Managing Director of the Company will 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, took the chair and welcomed all the members present to the 11th Annual General Meeting of the Company.

Leave of absence :-

Mr. Vijay Chibber, Additional Independent Director of the Company has sought leave of because of his other professional commitments.

Member attendance and Quorum :

Shri. Dilip Suryavanshi, Chairman and Managing Director of the Company informed the members that 30 (Thirty) members present in person and 1 (One) by proxy to conduct the proceedings of this meeting. The quorum being present and the meeting was called to order.

The Chairman informed the members that the Register of Directors' 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 register of proxy is also available for inspection. Further the documents referred in the explanatory statement of Notice of Annual General Meeting are available for inspection during the meeting.



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The chairman acknowledged the attendance of the Statutory Auditors, Mukund M. Chitale & Co., Chartered Accountants, Mumbai, M/s Naresh Rajani & Co. Chartered Accountants, Bhopal, (Joint Statutory Auditors), M/s. Yogesh Chourasia & Associates, Cost Accountants, Bhopal, M/s Piyush Bindal & Associates, Practicing Company Secretary, Bhopal .

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 shareholder for their support, co-operation, blessings, trust and wishes for the Company.

FORMAL PROCEEDINGS OF THE MEETING:

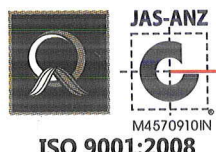
The Chairman then took up the formal proceedings of the meeting. With the concurrence of the members, the Notice of 11th Annual General Meeting and Board's Report for the financial year 2016-17 was taken as read. He further informed that as required under the Companies Act, 2013 rules framed there under and the listing regulations, the Company has provided all the members the facility to cast their vote electronically in all resolutions that were in the notice of AGM. The remote e-voting was commenced from Friday, September 8, 2017 (9.00 a.m. IST) to Sunday, September 10, 2017 (5.00 p.m. IST) and in view of this, the voting by show of hand was dispense with. However the members who have not cast their votes electronically who are present in this meeting will have the opportunity to cast their vote at the time of Annual General Meeting through polling paper. The polling paper has been provided to all the shareholders along with the Annual Report of the Company. The members who have cast their vote by remote e-voting prior to the meeting shall not be entitled to cast their vote again. The Board of Directors have appointed CS Piyush Bindal, Practicing Company Secretary as the Scrutiniser to supervise the e-voting and ballot process.

He informed the members that he is Interested in item no. 3, 8, 9, 11 and 12 hence the members to elect the Chairman for the said business Items. With the concurrence of members, Mr. Devendra Jain was elected as the chairman for the said business items.

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

He informed the members that the Joint Statutory Auditors of the Company i.e Mukund M. Chitale & Co., Chartered Accountants, Mumbai and M/s Naresh Rajani & Co. Chartered Accountants, Bhopal, have given their unqualified opinion for the financial year 2016-17. There are no qualifications, observations or comments on the financial transaction or matters which have any adverse effect on the functioning of the Company. However, the Auditors without qualifying their opinion draws attention on certain matter which were read at the meeting. He also informed that explanation of Board to the said matter is given in the page no. 84 and 85 of the annual report.

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



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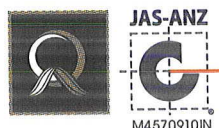


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He further informed that the Secretarial Audit Report for the year ended 31st March, 2017 also did not have any qualifications, observations or comments.

Thereafter the following resolutions as set out in the Notice convening the Annual General Meeting were proposed and seconded by the members:

Item no.	Item Description	Resolution Type
	Ordinary Business :-	
1.	Adoption of the Audited Standalone and Consolidated Financial Statements for the Financial Year ended March 31, 2017 and the Reports of the Board of Directors and Auditors thereon	Ordinary Resolution
2.	Declaration of Dividend for the year ended March 31, 2017.	Ordinary Resolution
3.	Re-appointment of Mrs. Seema Suryavanshi, who retires by rotation.	Ordinary Resolution
4.	Ratification of the appointment of M/sMukund M. Chitale & Co., as Statutory Auditors and fix their remuneration	Ordinary Resolution
5.	Appointment of M/s MSG & Associates, Chartered Accountants, as the Statutory Auditors and fixing their remuneration	Ordinary Resolution
	Special Business	
6.	Appointment of Mr. Vijay Chhibber(DIN: 00396838), as an Independent Director of the Company.	Ordinary Resolution
7.	Appointment of Cost Auditor and fixing their remuneration for the Financial Year 2017-18.	Ordinary Resolution
8.	Revision in the remuneration of Mr. Dilip Suryavanshi, Chairman and Managing Director of the Company for a remaining tenure	Special Resolution
9.	Revision in the remuneration of Mrs. Seema Suryavanshi, Whole-time Director of the Company for a remaining tenure.	Special Resolution
10.	Revision in the remuneration of Mr. Devendra Jain, Whole-time Director and CEO of the Company for a remaining tenure.	Special Resolution



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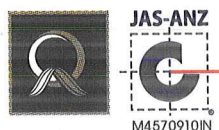
11.	Revision in the remuneration of Mr. Rohan Suryavanshi, Head-Strategy and Planning of the Company.	Ordinary Resolution
12.	Revision in the remuneration of Mr. Karan Suryavanshi, Head-Business Development of the Company.	Ordinary Resolution
13	Authorise Board of Directors of the Company to borrow money in excess of the Paid -Up Capital and Free Reserve of the Company.	Special Resolution
14	Issuance of Non-Convertible Debentures on Private Placement basis.	Special Resolution
15	Issuance of Commercial Paper on Private Placement basis.	Special Resolution
16	To fix Fees for serving documents to members of the Company under section 20 of the Companies Act, 2013.	Ordinary Resolution
17	To approve the place of keeping the Register and Index of members and other related registers other than at the registered office of the Company under Section 94 of Companies Act, 2013	Special Resolution
18	To approve the place of keeping the Registers and Index of Debenture Holder other than the registered office of the Company under Section 94 of Companies Act, 2013	Special Resolution

Thereafter he invited members who would like to ask 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 11th Annual General Meeting.

On the invitation of the chairman, members addressed the meeting, gave their suggestions and sought clarifications on the Company's accounts and businesses. Shri Dilip Suryavanshi, Chairman of the Company has responded to the various queries related to business, Shri Devendra Jain, Whole time Director & CEO of the Company responded to the queries related to technical matters and future strategic plans of the Company and Mr. Vaibhav Rawat, Chief Financial officer of the Company responded to the other queries related to financials of the Company .

CONDUCT OF VOTING THROUGH POLLING PAPER:-

Thereafter the chairman requested all the members to cast their vote on the aforementioned resolutions through polling paper.



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Thereafter the member's cast their vote through polling paper.

Further the Chairman informed the members that the combined results of remote e voting and voting through poll at the venue of AGM along with the Scrutiniser's Report will be placed on the Company's website and on website of CDSL at www.evotingindia.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 1.00 pm.

With this, the 11th Annual General Meeting concluded with a vote of thanks to the chair.

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

Abhishek Shrivastava
Company Secretary



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