



28th July, 2017

**BSE Limited**

Phiroze Jeejeebhoy Towers,  
Dalal Street,  
Mumbai 400 001

**National Stock Exchange of India Limited**

Exchange Plaza,  
Plot No.C/1, G Block,  
Bandra-Kurla Complex,  
Bandra (East),  
Mumbai 400 051

**Scrip Code : 523445**

**Trading Symbol : RIIL**

Dear Sirs,

**Sub: Proceedings of the 29th Annual General Meeting of the Company  
held on 28th July, 2017**

We enclose the gist of the proceedings of the 29th Annual General Meeting of the Company held on 28th July, 2017.

Thanking you,

Yours faithfully,  
For **Reliance Industrial Infrastructure Limited**

A handwritten signature in blue ink, appearing to read "S. Dholakia", with a horizontal line drawn underneath it.

**Shailesh Dholakia**  
**Company Secretary and Compliance Officer**

Encl: As above

**Gist of Proceedings of the 29th Annual General Meeting of Reliance Industrial Infrastructure Limited**

**1. Date, time and venue of the Meeting**

The 29th Annual General Meeting of the Company was held on Friday, 28th July, 2017 and the Meeting commenced at 11.00 a.m., at 4th Floor, Walchand Hirachand Hall, Indian Merchants' Chamber, IMC Marg, Churchgate, Mumbai - 400 020 and the Meeting concluded at 11.35 a.m.

**2. Proceedings at the Meeting**

- a. Shri Mahesh K. Kamdar, Chairman, chaired the proceedings of the Meeting.
- b. The Chairman informed the Members that the requisite quorum was present and called the Meeting to order.
- c. The Chairman gave an overview of the financial and operational performance of the Company for the financial year ended 31st March, 2017 and its future outlook.
- d. The Chairman informed the Members that pursuant to the provisions of the Companies Act, 2013, Rules framed thereunder and the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (the "Listing Regulations"), the Company had provided remote e-voting facility to the Members of the Company in respect of resolutions to be passed at the Meeting. The remote e-voting commenced at 9.00 a.m. on 24th July, 2017 and concluded at 5.00 p.m. on 27th July, 2017.



- e. The Chairman informed the Members that the facility for voting through electronic voting system was available at the Meeting for Members who have not cast their vote through remote e-voting.
- f. He further informed that the Board of Directors have engaged the services of Karvy Computershare Private Limited ("Karvy") as the authorised agency to provide e-voting facility and have appointed Shri Anil Lohia, Practicing Chartered Accountant, Partner, Messrs Dayal & Lohia, Mumbai as the Scrutinizer for the purpose of scrutinizing the electronic voting at the meeting and remote e-voting process.
- g. Thereafter, the following items of business as set out in the Notice convening the 29th Annual General Meeting were commended for members consideration and approval:

**Ordinary Business:**

- 1. Consideration and adoption of (a) audited financial statement of the Company for the financial year ended 31st March, 2017 and the Reports of the Board of Directors and Auditors thereon; and (b) the audited consolidated financial statement of the Company for the financial year ended 31st March 2017 and the Report of the Auditors thereon. **(Ordinary Resolution)**
- 2. Declaration of dividend on equity shares at the rate of Rs. 3.50 per equity share of Rs. 10/- each for the financial year ended 31st March, 2017. **(Ordinary Resolution)**



3. Re-appointment of Shri S. C. Malhotra (DIN: 00013967), Director retiring by rotation. **(Ordinary Resolution)**
4. Appointment of Messrs D T S & Associates, Chartered Accountants (Firm Registration No. 142412W) as Auditors of the Company for a term of 5 (five) consecutive years and fixing of their remuneration. **(Ordinary Resolution)**

#### **Special Business**

5. Re-appointment of Smt. Bhama Krishnamurthy (DIN: 02196839) as an Independent Director of the Company for a second term of 5 (five) consecutive years effective from 26th March, 2018. **(Special Resolution)**
- h. All the 5 (five) resolutions required to be passed were proposed and seconded.
- i. On the invitation of the Chairman, some Members addressed the Meeting and appreciated the performance of the Company and provided suggestions on the Company's accounts and business.
- j. Thereafter, the Chairman ordered a poll to be taken at the Meeting electronically and requested Shri Anil Lohia, Scrutinizer for an orderly conduct of the voting.
- k. The Chairman informed the Members that the results of e-voting will be displayed on the Notice Board of the Company at its registered office and





the e-voting results along with the consolidated scrutinizer's report will be placed on the website of the Company and the website of Karvy. He further stated that the e-voting results will simultaneously be communicated to the Stock Exchanges.

Thereafter, the electronic voting at the Meeting was conducted smoothly.

Based on the consolidated report submitted by the Scrutinizer, all the resolutions set out in the Notice calling the 29th Annual General Meeting were passed with requisite majority and are deemed to be passed on the date of the Annual General Meeting i.e. 28th July, 2017.

Note: This is not the minutes of the proceedings of the Annual General Meeting of the Company.

For **Reliance Industrial Infrastructure Limited**



Shailesh Dholakia  
Company Secretary and Compliance Officer

Date: 28th July, 2017  
Place: Mumbai