

To,

National Stock Exchange of India Limited

Exchange Plaza,
Plot no. C/1, G Block,
Bandra Kurla Complex,
Bandra (East),
Mumbai-400051

Ref: Symbol: ALANKIT

Subject: Proceedings of Annual General Meeting

Dear Sir,

In compliance with the requirement of Clause 31 of Listing Agreement, we are pleased to inform you the 26th Annual General Meeting (AGM) of the members of the Company was duly convened and held on 10th august, 2015 at 10.00 a.m. at Mohan Vilaas, Main G.T. Karnal Road, Delhi-110036. Sh. Rajeshwar Prasad Agrawal, Chairman of the Company took the Chair. After ascertaining that the requisite Quorum for the meeting was present, he called the Meeting to order.

It was stated in the meeting that for each agenda items as set out in the Notice of the AGM, poll would be taken for the members present in the meeting and who had not exercised their voting on the e-voting platform and consequently the practice of show of hands was not applicable. The following businesses as set out in the Notice of the 26th Annual General Meeting were transacted at the meeting:

Ordinary Business:

1. Adoption of standalone and consolidated financial statements for the financial year ended 31st March, 2015.
2. Declaration of Dividend for the financial year ended 31st March, 2015.
3. To appoint director in place of Mr. Rajeshwar Prasad Agrawal, who retires by rotation and being eligible offers himself for re-appointment.
4. Appointment of M/s. Krishan K. Gupta & Co., Chartered Accountants as Statutory Auditors of the Company for the financial year 2015-16.

Special Business:

5. **Ordinary resolution** for authorizing Board of Directors to appoint Secretarial Auditors of the Company for the financial year 2015-16.
6. **Ordinary Resolution** for appointment of Ms. Preeti Puri as Director, liable to retire by rotation of the Company.



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7. **Special Resolution** for Alteration in Capital Clause of Memorandum of Association of the Company.
8. Mr. M. P. Gupta, a member proposed an amendment in the item no 8 for Sub-division of Equity Share of the Company, which was seconded by Mr. Harish Chandra Agrawal member of the Company. The amended Resolution was read out in the meeting. It was stated in the meeting that the amended Resolution did not alter the substance of the Resolution as set out in item no. 8 of Notice of the AGM. The members present in the meeting unanimously agreed to move an amendment in respect of item no. 8. After due deliberation, the Chairman decided to put on vote the amended Resolution, as set out below by polling at the end of discussion.

ITEM NO. 8

To consider and if thought fit, to pass with or without modification(s) the following resolution as a **Special Resolution**:

"RESOLVED THAT pursuant to the provisions of Section 61, Section 64 and other applicable provisions, if any, of the Companies Act, 2013 and rules made there under (including any statutory modification or re-enactment thereof) and in accordance with the provisions of the Memorandum and Articles of Association of the Company and Listing Agreement entered into by the Company with the stock exchange(s) where the shares of the Company are listed and subject to such other approval and sanction as may be required from any Authority, consent of the members be and is hereby accorded to sub divide each Equity Share of the Company having a face value of Rs. 10.00 (Rupees ten) each fully paid-up into 5 (Five) Equity Shares of the face value of Rs. 2.00 (Rupees two) each fully paid-up after the "Record date" to be determined by the Board of Directors (which expression shall also include a Committee of the Board constituted to exercise its powers) for this purpose.

RESOLVED FURTHER THAT on sub-division, the 5(five) equity shares of the face value of Rs. 2.00 (Rupees two only) each be issued in lieu of one equity share of Rs. 10.00 (Rupees ten only) each, subject to the terms of Memorandum and Articles of Association of the Company and shall rank pari passu in all respect with and carry the same rights as the existing fully paid Equity shares of Rs. 10.00 (Rupees ten only) each of the Company.

RESOLVED FURTHER THAT on sub-division of Equity Shares as aforesaid, the existing share certificate(s) in relation to the existing Equity Shares of the face value of Rs. 10.00 each held in physical form shall be deemed to have been automatically cancelled and be of no effect after the Record Date and the members are required to surrender the existing share certificate(s) to the Company for obtaining the new share certificate(s) in lieu thereof, subject to the provisions of the Companies Act, 2013 and rules made there under and in the case of Equity Shares held in the dematerialized form, the number of sub-divided Equity Shares be credited to the respective beneficiary accounts of the Members with the depository participants, in lieu of the existing credits representing the Equity Shares of the Company before sub-division.



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RESOLVED FURTHER THAT the Board of Directors of the Company (which expression shall also include a Committee of the Board constituted to exercise its powers) be and is hereby authorized to take all such steps, measures including the delegation of all or any of its powers herein conferred to any Director, the Company Secretary or any other officer or representative of the Company for obtaining approvals, sanctions if so required in relation to the above matter and generally to do all such acts, deeds, things as may be considered necessary, proper, expedient or incidental for the purpose of giving effect to this resolution."

9. **Special Resolution** for approval of Appointment of Mrs. Ishleen Kaur as Whole Time Director of the Company.
10. **Special Resolution** for authorizing Board of Directors to borrow moneys over and above the paid up capital and Free Reserves of the Company upto the limit of Rs. 200 Crores.
11. **Special Resolution** for authorizing Board of Directors to create mortgage or charges in respect of whole or substantially whole of all or any of the undertakings of the Company.
12. **Special Resolution** to accord approval to enter into transactions with the Related Parties.

The above businesses were transacted by Poll at the meeting as required under the provisions of the Companies Act, 2013 and Listing Agreement. Results of e-voting and poll together with the Scrutinizer's Report with regards to above business will be disclosed to the Stock Exchanges separately.

This is for your information and record.

Thanking you,

Yours Faithfully,

For ALANKIT LIMITED

KAMAL N. GUPTA
COMPANY SECRETARY

