

ASIAN HOTELS (EAST) LIMITED

Registered Office : Hyatt Regency Kolkata, JA-1, Sector III, Salt Lake City, Kolkata - 700 098, W.B., India

Phone : 033 2335 1234/2517 1012 Fax : 033 2335 8246/2335 1235 www.ahleast.com

CIN: L15122WB2007PLC162762

9th September, 2016

The Manager Listing Department BSE Limited Phiroz Jeejeebhoy Towers, Dalal Street, Mumbai- 400001 Tel: (022 2272 8013) Fax: (022 2272 3121)	The Manager Listing Department National Stock Exchange of India Ltd. Exchange Plaza Plot No. C/1, G Block, Bandra – Kurla Complex Bandra (E), Mumbai – 400 051 Tel: (022) 2659 8235/36 Fax: (022) 2659 8237/38
Type of Security: Equity shares Scrip Code : 533227	Type of Security: Equity shares NSE Symbol : AHLEAST

Dear Madams/ Sirs,

Sub: Compliance under Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 –Proceedings of the 9th Annual General Meeting Held on 10th August, 2016

Further to our letter dated 11th August, 2016 and pursuant to the Regulation 30 of SEBI (Listing Obligations and Disclosures Requirements) Regulation, 2015, we enclose the proceedings of 9th Annual General Meeting (AGM) of the Company held on Wednesday, 10th August, 2016 at 11 a.m. at the Registered Office at Regency Ball Room, Hyatt Regency Kolkata, JA-1, Sector-III, Salt Lake City, Kolkata-700098, West Bengal, India.

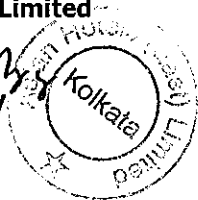
This is for your ready record and reference.

Please acknowledge the receipt.

Thanking you.

For Asian Hotels (East) Limited


Saumen Chattopadhyay
Chief Legal Officer &
Company Secretary



Encl: as above

OWNER OF



HYATT
REGENCY™
KOLKATA

MINUTES OF THE PROCEEDINGS OF THE NINTH (9TH) ANNUAL GENERAL MEETING OF THE MEMBERS OF ASIAN HOTELS (EAST) LIMITED HELD ON WEDNESDAY, 10TH AUGUST, 2016 AT 11.00 A.M. AT REGENCY BALL ROOM, HYATT REGENCY KOLKATA, JA-1, SECTOR III, SALT LAKE CITY, KOLKATA - 700 098, WEST BENGAL, INDIA.

PRESENT

DIRECTORS

Mr. Arun K Saraf	- Joint Managing Director & Chairman of the Meeting
Mr. Umesh Saraf	- Joint Managing Director
Mr. A. C. Chakrabortti	- Director & Chairman of the Audit Committee
Mr. R. S. Jhawar	- Director & Chairman of the Nomination & Remuneration Committee
Ms. Rita Bhimani	- Director

In Attendance

Mr. Saumen Chattopadhyay - Chief Legal Officer & Company Secretary

340 : Members present in person holding total 18,980 shares
3 : Corporate Representations holding total 72,39,767 shares
23 : Present in their capacity as proxies holding total 575 shares

as per total 366 attendance slips received from the members, proxies & representatives of the body corporate who were present in the meeting.

The Chief Legal Officer & Company Secretary on behalf of the Company and the Board welcomed all those present at the 9th Annual General Meeting of the Company and then introduced the Directors present on the dais to the members.

Thereafter, he informed the Members that since Mr. Radhe Shyam Saraf, Chairman of the Company was not present in the meeting, the Directors present would elect one of them to be the Chairman of the meeting pursuant to Article 86 of the Articles of Association of the Company. Accordingly Mr. A. C. Chakrabortti, Director proposed the name of Mr. Arun K Saraf, Joint Managing Director as the Chairman of the 9th Annual General Meeting and the same was seconded by Mr. R. S. Jhawar, Director.

Mr. Arun K Saraf took the Chair and welcomed all those present to the 9th Annual General Meeting of the Company. He ascertained that the requisite quorum being present, declared the 9th Annual General Meeting of the Company to order and open.

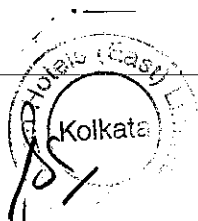
As directed by the Chairman, the Chief Legal Officer & Company Secretary declared the following:-

Total valid proxies received – 34 (Thirty four) proxies aggregating 719 equity shares representing 0.006% of the paid up equity share capital of the Company.

Corporate representations received under Section 113 of the Companies Act, 2013, 3 (Three) aggregating 72,39,767 equity shares representing 63.28% of the paid up equity share capital of the Company.

Register of Directors & KMP and their shareholdings maintained under Section 170 of the Companies Act, 2013, the Register of Contracts or Agreements in which Directors are interested maintained under Section 189 of the Companies Act, 2013 and Auditors' Report and Secretarial Auditors' Report were kept open for inspection by the members at the meeting.

The Chairman informed the members that Mr. A. C. Chakrabortti, the Chairman of the Audit Committee was present pursuant to Regulation 18(1)(d) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. He further informed that Mr. R. S. Jhawar, the Chairman of the Nomination & Remuneration Committee was also present pursuant to



The Chairman acknowledged the attendance of the Statutory Auditors, M/s. S. S. Kothari Mehta & Co., Chartered Accountants and the Secretarial Auditors, M/s. D. Raut & Associates, Company Secretaries.

The Chairman's speech, was thereafter read out, as follows-

*'Esteemed Shareholders, my colleagues on the Board, distinguished ladies and gentlemen,
Good Morning.*

It is a great pleasure to welcome you all to the 9th Annual General Meeting of your Company Asian Hotels (East) Limited and on behalf of my Board, I thank you all for your unstinted support, encouragement and trust towards the Company, the Board and the Management. Your persistent trust and goodwill provides us immense strength as we move ahead to an even more fulfilling future.

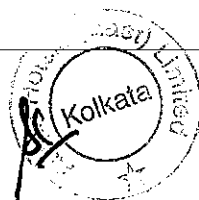
The Indian hotel industry has emerged as one of the key drivers of growth among the services sectors in India. India's rising middle class and increasing disposable incomes has continued to support the growth of domestic and outbound tourism. The Indian Government has also realized the country's potential in the tourism industry and has taken several steps to make India a global tourism hub and thereby encouraging the hotel industry. Rating agencies have also estimated the revenue growth of hotel industry in a positive manner. All these make hotel industry a bright space having huge growth potential.

As far as Kolkata hotel market is concerned, the same is on a swing, from the sepia-tinted impression of an indolent economy to a bustling market place, if the changing cityscape is anything to believe in. Branded luxury hotels are throwing open their gates in the city this fiscal. Since there is a lack of adequate banquet facilities, especially for more than 2000 people, these brands would ideally target social events, banqueting and marriage facilities. People have started showing interest in the east and Kolkata is playing host to travelers for not just the city but the entire North-East and Dhaka, Bangladesh. So the outlook is fairly optimistic. The state government has also taken steps to promote Bengal as a tourist destination. The improved air traffic is also playing a major role.

In Chennai, there has also been a significant increase in hotel supply mainly in the luxury and upscale segments, turning itself into one of the leaders in luxury experiences in the country. Apart from traditional industrial sectors such as automobile manufacturing, IT/ITES, healthcare sector has also resulted in significant influx of international and domestic travelers to the city. Chennai has become the heartland of medical tourism in India. This is reflecting on the hotel segment. Business meetings conferences and exhibition are also helping demand for hotels and as a result hotel industry is not witnessing any major seasonal fluctuation in its business.

Behind these backdrops, you would be happy to know that both of our two branded hotels Hyatt Regency, Kolkata and Hyatt Regency, Chennai are the most sought after hotels in the cities. Both the hotels are trying to further increase their e-presence through social media sites & other e-initiatives to draw more customers as the hotel industry sets to grow leaps and bounds using technology as a springboard. From reservation to checkout, technology aids communication and streamlines the entire guest experience. It not only expands revenue options but also helps maintain operational efficiencies for the industry. Online hotel bookings in India are expected to double in the years to come due to the increasing penetration of the internet and smart phones. Meanwhile, with the customers getting highly tech savvy, an increasing number of them expect the hotels to meet their technological needs. This has further necessitated the industry to employ efficient technology tools. Your management is well aware of the importance of technology to streamline day-to-day facility management while meeting guests' individual needs and accordingly has taken requisite steps for these two hotels.

In the above background, I am happy to state that your Company has registered a satisfactory performance. I am glad to report that in the period under review, revenue from operation of your Company is Rs. 98.09 crores. EBITA and PAT reached to Rs. 24.84 crores and Rs. 8.19 crores respectively for the financial year ended 31st March, 2016. Earnings in foreign exchange



during the financial year 2015-16 is Rs. 24.77 crores. The net worth of the Company in the current year has increased to Rs. 853.06 crores as compared to Rs. 847.62 crores in the previous financial year 2014-15. Your Company has taken steps to comply with the new accounting standards namely Companies (Ind AS) Rules, 2015 from the quarter ended 30th June, 2016.

Further, you must have observed that your Company since beginning has been paying you dividend even in many trying times and keeping in view the performance, your Board has once again recommended a payment of dividend of Rs. 2.00 per equity share that is 20% for the financial year ended 31st March, 2016. The dividend outgo including dividend distribution tax has amounted to approximately Rs. 2.76 crores.

As a socially responsible and sensitive corporate, your Company continues to remain committed to CSR activities. I am happy to inform you that during the financial year under review, your Company has spent Rs. 50 lacs on CSR activities on super speciality hospital project. Further in addition to this expenditure, both of your hotels Hyatt Regency, Kolkata and Hyatt Regency, Chennai are actively engaged in various CSR activities including carrying out CSR programs in surrounding areas.

Regarding performances of your subsidiaries, I am happy to inform you that Robust Hotels Private Limited, owning Company of Hyatt Regency Chennai has shown improved performance during the year under review. Revenue has increased to Rs.95.07 crores as against Rs.89.34 crores in the previous year. Room occupancy has increased to 67% as compared 59% in the previous year. EBDITA has also increased to Rs.25.18 crores from Rs.21.50 crores. Robust Hotels for the first time since commencing business, has made cash profit (PBDT) of Rs.2.92 crores. Your directors are hopeful of better performance of Robust in the current financial year.

Regarding GJS Hotels Limited, your Company has been actively exploring various options to build a luxury 5 star branded deluxe hotel at Bhubaneswar. Present plot of land at Bhubaneswar is not suitable for such hotel. Feasibility study findings are being reviewed to explore various possibilities. Your management has also engaged discussions with the state government to find if there is any possibility to swap the present piece of land as per the extant land policy. Decision is awaited.

As far as Regency Convention Centre & Hotels Ltd is concerned, the Company has been aggressively pursuing the settlement of the dispute with the authorities and all concerned and your Board is hopeful to have a positive outcome in spite of the stringent extant legal procedure of Airport Authority of India (AAI) for allotment of any land out of demised land at CSI Airport, Mumbai.

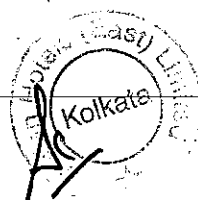
Regarding the Scheme of Amalgamation of Forex Finance Private Limited with your Company, I am pleased to intimate you that the Calcutta High Court has orally pronounced an order sanctioning the scheme on 7th June, 2016. Copy of the order is awaited. Once the Scheme is effective retrospectively from the Appointed Date 1st April, 2012, it will result in the formation of a larger and stronger Company having both operating and financial assets and income stream coming from two regional hotels that is Hyatt Regency, Kolkata & Hyatt Regency, Chennai. The larger capital and asset base will strengthen the balance sheet and fortify the position of the amalgamated entity to raise funds required for expansion of its business. All the initiatives taken up by your Board & Management, when effected, will bring significant business synergies to your Company.

Before I conclude, I seek to express my sincere gratitude to my esteemed colleagues on the Board for their support and encouraging guidance. I must appreciate the positive role played by our employees for their hard work and commitment towards the Company.

Finally, I would like to thank each one of you, Government of India, Governments of West Bengal and Tamil Nadu, all other stakeholders, suppliers, employees, bankers of the Company and Hyatt Hotels Corporation, USA for their support and co-operation.

Thank you. '

The Meeting applauded the Chairman's address.



The Notice dated 24th May, 2016 convening the 9th Annual General Meeting of the Company, the Directors' Report and the Audited Accounts as incorporated in the Annual Report was taken as read with the consent and permission of the meeting.

The Chairman informed the members that in terms of Section 145 of the Companies Act, 2013, Auditors' Report was required to be read only when there were qualifications or adverse observations or comments in the report. He further stated that since the present Auditors' Report did not have any qualifications, observations or comments on financial statements or matters, which have any adverse effect on the functioning of the Company. Auditors' Report was not required to be read out and accordingly was taken as read.

Thereafter, the Chairman stated that the Company had already provided remote e-voting facility to the members entitled to cast their vote at the Annual General Meeting pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 and Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 in respect of all the business mentioned in the Notice. The remote e-voting facility was kept open from 7th August, 2016 (9.00 a.m.) to 9th August, 2016 (5.00 p.m.).

Karvy Computershare Private Limited was appointed as agency to provide remote e-voting facility on its platform and Mr. Debendra Raut, Practicing Company Secretary was appointed as the Scrutiniser to scrutinise the remote e-voting process and polling to be held at the venue of the AGM in a fair and transparent manner as specified in Rule 20(1)(xii) of Companies (Management and Administration) Rules, 2014. The Chairman informed that results would be declared after considering the voting by remote e-voting and voting by ballot by members present at the AGM. The result would be declared to the stock exchanges within 48 hrs of conclusion of this Meeting and placed on the website of the Company.

Thereafter, Chairman stated that members and proxies who were present at this Meeting today but had not cast their votes by availing the remote e-voting facility could exercise their votes by use of Ballot Paper which would be distributed to the members and proxies present at the end of the discussion on the resolutions of ordinary and special business as set out in the Notice of the AGM on which voting would be held. He further stated that in case of double voting the votes cast through remote e-voting would only be considered. Normal practice of voting by show of hands was not applicable.

Thereafter, the Chairman invited the members to place queries, comments & suggestions on the annual report and audited accounts of the Company and informed that the same would be answered at a stretch at the end of the questionnaire by Mr. Umesh Saraf, Joint Managing Director of the Company.

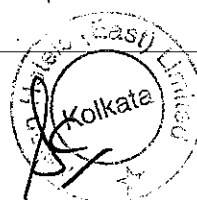
A number of members made observations and sought clarifications on some of the aspects of the Annual Reports and Audited Accounts. The members complimented the management for the steps taken by it for the Company's growth.

Members were given thanks for their comments, appreciations and suggestions made and their queries were replied to their satisfaction by Mr. Umesh Saraf.

The members thanked Mr. Umesh Saraf for giving suitable replies to their queries, comments and suggestions.

Thereafter, the Chairman reiterated that the Company had provided remote e-voting facility to the members to vote on the business items set out in the Notice of the AGM. However, those members attending the AGM but did not cast their vote through remote e-voting were given opportunity to vote through ballot paper. He further stated that the proceedings of the Meeting would be closed after all the shareholders and proxy holders present at the Meetings had cast their votes through ballot paper and the Scrutiniser announced closure of ballot.

The Chairman thereafter proceeded with the Agenda as per Notice of the 9th Annual General Meeting which had nine business items i.e. four ordinary businesses relating to adoption of financial statements for the financial year 2015-16, declaration of dividend, re-appointment of Mr. Radhe Shyam Saraf as a Director who retires by rotation and ratification of appointment of



statutory auditors; and five special business items relating to contribution to bonafide and charitable funds under Section 181 of the Companies Act, 2013, fixation of borrowing limit under Section 180(1)(c) of the Companies Act, 2013, sale/mortgage of Company's assets/properties under Section 180(1)(a) of the Companies Act, 2013 in the event of default under Section 180(1)(c) of the Companies Act, 2013, investment and acquisition of securities of any other body corporate by way of subscription, purchase or otherwise under Section 186 of the Companies Act, 2013 and service of documents under Section 20 of the Companies Act, 2013. During the course of Meeting, on one occasion, Mr. Arun K Saraf being interested in respect of item No. 3 which pertained to the re-appointment of Mr. Radhe Shyam Saraf, entrusted the conduct of the proceedings to Mr. A. C. Chakraborti, Director and resumed the Chair after those respective items of business were transacted.

Thereafter, the Chairman requested Mr. Debendra Raut, Scrutiniser to show the empty Ballot box to the members & proxyholders before starting the voting through ballot paper. He further stated that after scrutinizing the process of voting through remote e-voting and ballot paper, the Scrutinizer would submit report thereon to the Chairman or his authorised representative, the Chief Legal Officer & Company Secretary before conclusion of 48 hrs of this Meeting.

The Chairman requested all the members and proxyholders present to participate in the voting through ballot paper. After ensuring that all members and proxies who wished to participate in the voting process, had cast their votes through ballot paper, the Scrutinizer closed the ballot box. The Scrutinizer then took the custody of the ballot box. He checked that all eligible members and proxyholders had casted their votes and announced the voting through ballot paper closed.

The Chairman informed the members that in terms of Clause 20(xvii) of Companies (Management and Administration) Rules, 2014, subject to receipt of requisite number of votes, the resolutions as stated in the Notice of the AGM would be deemed to be passed on the date of the 9th Annual General Meeting of the Company.

The Meeting concluded at 12:40 p.m. with a vote of thanks to chair proposed by Mr. Goutam Nandy (DP ID/Client ID: 1203680000019356) and seconded by Mr. Santosh Kumar Saraf (DP ID/Client ID: IN301250/13269754).

The Chairman thanked the members for their active participation & co-operation.

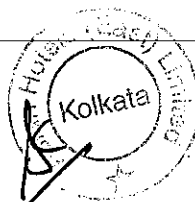
Results of the voting through Remote e-voting and Ballot paper on the Ordinary and Special business at the Annual General Meeting of the Company held on Wednesday, 10th August, 2016:-

The following resolutions were passed by the members on the basis of the Scrutiniser's Report of the total votes cast in favour or against through remote e-voting and ballot paper at the 9th Annual General Meeting on resolutions as set out in item No. 1 to 9 in the Notice convening 9th Annual General Meeting of the Company:

RESOLUTION NO. 1 - ORDINARY RESOLUTION

"RESOLVED THAT the audited financial statements of the Company for the financial year ended 31st March, 2016, the Reports of the Board of Directors' and Auditors' thereon, be and are hereby received, approved and adopted."

Particulars	No. of Members Voted	Total No. of Shares held by them	Invalid			Favour			Against		
			No. of members voted	No. of Shares	%	No. of members voted	No. of Shares	%	No. of members voted	No. of Shares	%
E-voting	12	7961222	0	0	0	12	7961222	99.99	0	0	0
Physical ballot	15	54	0	0	0	15	54	0.01	0	0	0
Total	27	7961276	0	0	0	27	7961276	100	0	0	0



Accordingly, the above resolution was passed unanimously as an ordinary resolution under remote e-voting and polling at the venue.

RESOLUTION NO. 2 - ORDINARY RESOLUTION

"RESOLVED THAT as recommended by the Board of Directors of the Company, dividend @ Rs.2.00/- per equity shares (i.e., 20%) on 11,440,585 equity shares of Rs. 10/- each of the Company for the financial year ended on 31st March, 2016 be and is hereby declared and to be paid to the equity shareholders whose names stands on the Register of Members of the Company at the close of working hours as on 3rd August, 2016 and in respect of dematerialized equity shares, to the beneficial owners of the equity shares as per details furnished by National Securities Depository Limited and Central Depository Services (India) Limited in this regard."

Particulars	No. of Members Voted	Total No. of Shares held by them	Invalid			Favour			Against		
			No. of members voted	No. of Shares	%	No. of members voted	No. of Shares	%	No. of members voted	No. of Shares	%
E-voting	12	7961222	0	0	0	12	7961222	99.99	0	0	0
Physical ballot	15	54	0	0	0	15	54	0.01	0	0	0
Total	27	7961276	0	0	0	27	7961276	100	0	0	0

The above resolution was passed unanimously as an ordinary resolution under remote e-voting and polling at the venue.

RESOLUTION NO. 3 - ORDINARY RESOLUTION

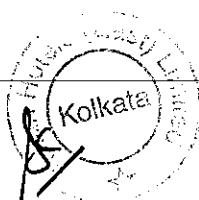
"RESOLVED THAT Mr. Radhe Shyam Saraf (DIN 00017962), Director, retiring by rotation, be and is hereby re-appointed as Director of the Company, liable to retire by rotation."

Particulars	No. of Members Voted	Total No. of Shares held by them	Invalid			Favour			Against		
			No. of members voted	No. of Shares	%	No. of members voted	No. of Shares	%	No. of members voted	No. of Shares	%
E-voting	12	7961222	0	0	0	12	7961222	99.99	0	0	0
Physical ballot	15	54	0	0	0	15	54	0.01	0	0	0
Total	27	7961276	0	0	0	27	7961276	100	0	0	0

Accordingly, the above resolution was passed unanimously as an ordinary resolution under remote e-voting and polling at the venue.

RESOLUTION NO. 4 - ORDINARY RESOLUTION

"RESOLVED THAT pursuant to the provisions of Sections 139, 142 and other applicable provisions, if any, of the Companies Act, 2013 read with the Companies (Audit and Auditors) Rules, 2014 (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), the appointment of statutory auditors of the Company, M/s. S. S. Kothari Mehta & Co., Chartered Accountants (Registration No. 000756N) be and is hereby ratified by the members of the Company for the financial year 2016-17 at such remuneration as may be



determined by the Board of Directors of the Company (the Board) based on the recommendation of the Audit Committee."

Particulars	No of Members Voted	Total No. of Shares held by them	Invalid			Favour			Against		
			No. of members voted	No. of Shares	%	No. of members voted	No. of Shares	%	No. of members voted	No. of Shares	%
E-voting	12	7961222	0	0	0	12	7961222	99.99	0	0	0
Physical ballot	15	54	0	0	0	15	54	0.01	0	0	0
Total	27	7961276	0	0	0	27	7961276	100	0	0	0

Accordingly, the above resolution was passed unanimously as an ordinary resolution under remote e-voting and polling at the venue.

RESOLUTION NO. 5 – ORDINARY RESOLUTION

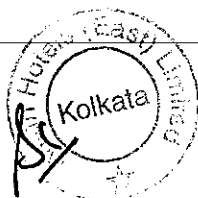
"RESOLVED THAT in accordance with the provisions of Section 181 and all other applicable provisions, if any, of the Companies Act, 2013 (including any statutory modification(s) or re-enactment(s) thereof for the time being in force), consent of the members of the Company be and is hereby accorded to the Board to contribute from time to time to bonafide charitable and other funds such amount or amounts in any financial year in one or more tranches not exceeding Rs. 2,00,00,000/- (Rupees two crores only) or the limits set out in Section 181 of the Companies Act, 2013, whichever is higher."

Particulars	No of Members Voted	Total No. of Shares held by them	Invalid			Favour			Against		
			No. of members voted	No. of Shares	%	No. of members voted	No. of Shares	%	No. of members voted	No. of Shares	%
E-voting	12	7961222	0	0	0	12	7961222	99.99	0	0	0
Physical ballot	15	54	0	0	0	14	44	0.01	1	10	0
Total	27	7961276	0	0	0	26	7961266	100	1	10	0

Accordingly, the above resolution was passed by requisite majority as an ordinary resolution under remote e-voting and polling at the venue.

RESOLUTION NO. 6 – SPECIAL RESOLUTION

"RESOLVED THAT in accordance with the provisions of Section 180(1)(c) and all other applicable provisions, if any, of the Companies Act, 2013 (including any statutory modification(s) or re-enactment(s) thereof for the time being in force), the Memorandum of Association and Articles of Association of the Company, consent of the members of the Company be and is hereby accorded to the Board for borrowing from time to time, any sum or sums of monies on such terms and conditions it may determine from anyone or more of the Company's bankers and/or from anyone or more other banks, persons, firms, companies/bodies corporate, financial institutions, institutional investor(s), mutual funds, insurance companies, pension funds and or any entity/entities or authority/authorities, whether in India or abroad, and whether by way of cash credit, advance or deposits, loans, issue of debentures, commercial papers, long/short term loans, commercial borrowing from the private sector window of multilateral financial institutions, either in rupees and/or in such other foreign currencies as may be permitted by law from time to time and/or any other instruments/securities or otherwise and whether unsecured or secured by mortgage, charge, hypothecation or lien or pledge of the Company's assets and properties whether immovable or



movable and all or any of the undertaking of the Company, notwithstanding that the moneys to be borrowed together with the moneys already borrowed by the Company (apart from temporary loans obtained from the Company's bankers in the ordinary course of business) may exceed the aggregate of the paid up share capital of the Company and its free reserves provided that the total amount so borrowed by the Board shall not at any time exceed Rs. 1000 crores (Rupees one thousand crores only) or the aggregate of the paid up share capital and free reserves of the Company, whichever is higher."

"RESOLVED FURTHER THAT the Board be and is hereby authorized to do all such acts, deeds, matters and things to execute all such documents, instruments and writings as may be required to give effect to this Resolution."

Particulars	No. of Members Voted	Total No. of Shares held by them	Invalid			Favour			Against		
			No. of members voted	No. of Shares	%	No. of members voted	No. of Shares	%	No. of members voted	No. of Shares	%
E-voting	12	7961222	0	0	0	12	7961222	99.99	0	0	0
Physical ballot	15	54	0	0	0	14	44	0.01	1	10	0
Total	27	7961276	0	0	0	26	7961266	100	1	10	0

Accordingly, the above resolution was passed by requisite majority as a Special Resolution under remote e-voting and polling at the venue.

RESOLUTION NO. 7 – SPECIAL RESOLUTION

"RESOLVED THAT pursuant to the provisions of Section 180(1)(a) and other applicable provisions, if any, of the Companies Act, 2013 (including any statutory modification(s) or re-enactment(s) thereof), the Articles of Association of the Company, consent of the members of the Company be and is hereby accorded to the Board to sell, mortgage and/or charge, in addition to the mortgages/hypothecation/charges created/to be created by the Company in such form and manner and with such ranking and at such time and on such terms and conditions as the Board may determine, on all or any of the movable and/or immovable properties of the Company, and/or the interest held by the Company in all or any of the movable and/or immovable properties, both present and future and/or the whole or any part of the undertaking(s) of the Company, together with the power to take over the management of business and concern of the Company in certain events of default, in favour of lender(s), agent(s), and trustee(s) for securing the borrowings of the Company availed/to be availed by way of loan(s) (in foreign currency and/or rupee currency) and securities (comprising fully/partly convertible debentures and/or non-convertible debentures with or without detachable or non-detachable warrants and/or secured premium notes and/or floating rate notes/bonds or other debt instruments), issued/to be issued by the Company, from time to time, subject to the limits approved under Section 180(1)(c) of the Companies Act, 2013, from time to time, together with interest at the respective agreed rates, additional interest, compound interest in case of default, accumulated interest, liquidated damages, commitment charges, premia on prepayment, remuneration of the agent(s) and/or trustee(s), premium (if any) on redemption, all other costs, charges and expenses, including any increase as a result of devaluation/revaluation/fluctuation in the rates of exchange and all other moneys payable by the Company in terms of the Loan Agreement(s), Debenture Trust Deed(s) or any other agreement/document, entered into/to be entered into between the Company and the lender(s)/investor(s)/agent(s) and/or trustee(s), in respect of the said loans, borrowings/debentures and containing such specific terms and conditions and covenants in respect of enforcement of security as may be stipulated in that behalf and agreed to between the Board and the lender(s), agent(s) and/or trustee(s)."

"RESOLVED FURTHER THAT the Board be and is hereby authorized to do all such acts, deeds, matters and things to execute all such documents, instruments and writings as may be required to give effect to this Resolution."



Particulars	No of Members Voted	Total No. of Shares held by them	Invalid			Favour			Against		
			No. of members voted	No. of Shares	%	No. of members voted	No. of Shares	%	No. of members voted	No. of Shares	%
E-voting	12	7961222	0	0	0	12	7961222	99.99	0	0	0
Physical ballot	15	54	0	0	0	15	54	0.01	0	0	0
Total	27	7961276	0	0	0	27	7961276	100	0	0	0

Accordingly, the above resolution was passed unanimously as a Special Resolution under remote e-voting and polling at the venue.

RESOLUTION NO. 8 - SPECIAL RESOLUTION

"RESOLVED THAT pursuant to Section 186 and other applicable provisions, if any, of the Companies Act, 2013 read with the Companies (Meeting of Board and its Powers) Rules, 2014 and subject to such approvals as may be necessary, the consent of members of the Company be and is hereby accorded to the Board to make investments and acquire by way of subscription, purchase or otherwise, securities of any other body corporate up to an aggregate amount not exceeding Rs.1000 crore (Rupees one thousand crores only) notwithstanding that the aggregate amount of investments so far made together with the investments to be made, exceeds the prescribed limit under Section 186 of the Companies Act, 2013."

"RESOLVED FURTHER THAT the Board be and is hereby authorized to take from time to time all decisions and steps necessary, expedient or proper, in respect of the above mentioned investment(s) (collectively "transactions") including the timing, the amount and other terms and conditions of such transactions and also to take all other decisions including varying any of them, through transfer or sale, divestment or otherwise, either in part or in full, as it may, in its absolute discretion, deem appropriate, subject to the specified limits for effecting the aforesaid transaction."

Particulars	No of Members Voted	Total No. of Shares held by them	Invalid			Favour			Against		
			No. of members voted	No. of Shares	%	No. of members voted	No. of Shares	%	No. of members voted	No. of Shares	%
E-voting	12	7961222	0	0	0	12	7961222	99.99	0	0	0
Physical ballot	15	54	0	0	0	14	44	0.01	1	10	0
Total	27	7961276	0	0	0	26	7961266	100	1	10	0

Accordingly, the above resolution was passed by requisite majority as a Special Resolution under remote e-voting and polling at the venue.

RESOLUTION NO. 9 - ORDINARY RESOLUTION

"RESOLVED THAT pursuant to provisions of Section 20 and other applicable provisions, if any, of the Companies Act, 2013 and relevant rules prescribed thereunder, the consent of the members of the Company be and is hereby accorded to the Board to charge from a member in advance a sum equivalent to the estimated actual expenses of delivery of the documents through a particular mode (if any) request has been made by such member for delivery of such document to him through such mode of service provided such request along with the requisite fee has been duly received by the Company at least one week in advance of the dispatch of the document by the Company."



"RESOLVED FURTHER THAT the Board be and is hereby authorized to do all acts and take all such steps as may be necessary, proper or expedient to give effect to this resolution."

Particulars	No of Members Voted	Total No. of Shares held by them	Invalid			Favour			Against		
			No. of members voted	No. of Shares	%	No. of members voted	No. of Shares	%	No. of members voted	No. of Shares	%
E-voting	12	7961222	0	0	0	12	7961222	99.99	0	0	0
Physical ballot	14	52	0	0	0	13	42	0.01	1	10	0
Total	26	7961274	0	0	0	25	7961264	100	1	10	0

Accordingly, the above resolution was passed by requisite majority as an Ordinary Resolution under remote e-voting and polling at the venue.

Date : 7th September, 2016
Place : Kolkata

Sd/-
Arun K Saraf
Chairman

