

Ref: SIPL/2015-16/0027

12th January, 2016

To The Dy Gen Manager Corporate Relationship Dept Bombay Stock Exchange Limited PJ Tower, Dalal Street, Mumbai- 400 001 Fax: 022-22722037-39 Equity Scrip Code: 539346	To National Stock Exchange of India Limited Exchange Plaza, Plot No C/1, G Block Bandra Kurla Complex, Bandra (E) Mumbai- 400 051 Fax : 022-26598237-38 Equity Scrip Name: SADBHIN
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Dear Sirs,

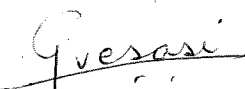
Subject: Proceedings of 9th Annual General Meeting as per Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

In compliance to Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, proceedings of 9th Annual General Meeting of the company held on 28th December, 2015 at Lions Hall, Nr. Mithakhali Six Road, Ellisbridge, Ahmedabad-380006 are enclosed herewith.

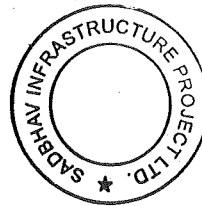
You are requested to take the same on record.

Thank You
Yours faithfully,

For SADBHAV INFRASTRUCTURE PROJECT LIMITED



GAURAV VESASI
COMPANY SECRETARY & COMPLIANCE OFFICER
MEMBERSHIP NO.:-F7544



MINUTES OF THE 9TH ANNUAL GENERAL MEETING OF THE SHAREHOLDERS OF SADBHAV INFRASTRUCTURE PROJECT LIMITED HELD ON MONDAY, 28TH DECEMBER, 2015 AT LIONS HALL, NR. MITHAKHALI SIX ROAD, ELLISBRIGE, AHMEDABAD-380006 AT 11:00 A.M. AND CONCLUDED AT 12:15 P.M. AND WHICH HAS BEEN ENTERED ON JANUARY 12, 2016

The following Directors were present:

1. Mr. Vishnubhai M. Patel - Chairman & Member
2. Mr. Vasistha C. Patel - Managing Director & Member
3. Mr. Shashin V. Patel - Non-Executive Director & Member
4. Mr. Nitin R. Patel - Non-Executive Director (Chairman of Stakeholders' Relationship Committee)
5. Mr. Sandip Patel - Independent Director (Chairman of Audit Committee)
6. Mr. Arun S. Patel - Independent Director
7. Mr. Atul N. Ruparel - Independent Director (Chairman of Nomination & Remuneration Committee)
8. Mr. Jagdish Joshipura - Independent Director

In attendance:

1. Mr. Gaurav Vesasi - Company Secretary
2. Mr. Kaushik Patel - M/s. Manubhai & Shah, Chartered Accountants
3. Mr. Arpit Patel - M/s. S R B C & Co. LLP, Chartered Accountants
4. Mr. Ravi Kapoor - Practicing Company Secretary (Scrutinizer)

73 Members (holding 275801222 Equity Shares) were present in person or through their authorized representatives pursuant to Section 113 of the Companies Act, 2013 and 4 members (holding 2938115 Equity Shares) were represented through their duly appointed proxies.

Mr. Gaurav Vesasi, Company Secretary, welcomed the members.

Mr. Vishnubhai M. Patel, Chairman of the Board, took the chair, in accordance with Article 85 of the Articles of Association of the Company.

Mr. Gaurav Vesasi, Company Secretary, introduced the Board of Directors who were present at the meeting.

He informed that Mr. Mirat Bhadlawala and Mrs. Daksha Shah, Independent Directors of the company could not attend the meeting due to their urgent engagement.

He also informed that Mr. Ravi Kapoor Scrutinizer of voting process was also present at the meeting.

Then he informed the shareholders that requisite Quorum was present and accordingly requested Chairman to call the meeting in order. Chairman then called the meeting in order.


Mr. Gaurav Vesasi informed the members that Statutory Register, Proxy Register and inspection documents were available for inspection of members. With the consent of members present, the Notice convening the Annual General Meeting of the Company together with the annual report 2014-15 were taken as read.

Mr. Gaurav Vesasi, Company Secretary, explained that pursuant to the provisions of Companies Act, 2013, Auditors Report and Secretarial Audit Report are required to be read only when there is qualification or adverse observation or comment in said Reports. As there was no such qualification or adverse observation or comment in Auditors Report and Secretarial Audit Report, the Company Secretary with consent of shareholders took the said reports as read.

Information about Remote e-voting and poll process:

The Company Secretary informed the shareholders about remote e-voting and poll process to the shareholders present at the meeting as under:

- In terms of the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 and Clause 35B of the Listing Agreement, the Company had extended the remote e-voting facility to the members of the company in respect of all businesses to be transacted at the 9th Annual General Meeting.
- The remote e-voting was commence^d on Thursday, December 24, 2015 @ 9.00 a.m. and ended on Sunday, December 27, 2015 @ 5.00 p.m.
- Pursuant to Rule 20 of the Companies (Management and Administration) Rules, 2014 members who had not exercised their vote by remote e-voting can exercise their vote through ballot paper


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in respect of all the items of ordinary and special businesses contained in the notice of AGM.

- Members holding shares either in physical or demat form as on the cut-off date i.e. December 21, 2015 were entitled to avail the remote e-voting facility or voting by ballot process at this meeting.
- Mr. Ravi Kapoor, Practicing Company Secretary, proprietor of M/s. Ravi Kapoor & Associates was appointed as Scrutinizer by the Board for remote e-voting and poll process. The Scrutinizer would consolidate the results of the e-voting and poll process at this meeting and submit the combined report to the Chairman.
- Shareholders who had cast their votes through remote e-voting were requested not to cast their vote through poll process. The vote cast through poll process would not be considered for counting if shareholders have already voted through remote e-voting mechanism.
- The Company Secretary had drew the attention of shareholders present in the meeting that two poll boxes were kept in hall for dropping the Ballot Paper were completely empty and it could be viewed by any shareholder present in the meeting.

Then he requested Mr. Vishnubhai M. Patel, Chairman, to address the house.

Chairman then delivered his speech. He then requested Mr. Nitin R. Patel, Non-Executive Director of the Company, to brief the shareholders about the performance of the company. Mr. Nitin Patel then briefed the shareholders about the performance of the company as well as status of projects and also responded to their questions.

After completion of the reply to the questions from shareholders, shareholders were requested to drop their ballot forms into the Poll Boxes kept in the hall.

Mr. Ravi Kapoor, Practicing Company Secretary, appointed as Scrutinizer for poll process was requested to ensure orderly conduct of the voting process in fair and transparent manner.

After conclusion of the poll, the Chairman announced that the results of voting shall be declared to the stock exchanges and said results along


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with the consolidated report (remote e-voting and poll) of the Scrutinizer be posted on the website of the Company and also on the website of CDSL at the earliest but not later than statutory time limit specified in the Companies Act, 2013.

Termination of Meeting

The meeting concluded at 12.15 p.m. with a vote of thanks to the shareholders.

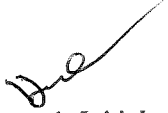
Results of the remote e-voting and poll process on the Ordinary and Special Businesses at the Annual General Meeting held on Monday, December 28, 2015 as per consolidated report of the scrutinizer dated December 29, 2015:

Ordinary Business:

Item No. 1:- Adoption of Accounts (Ordinary Resolution)

"RESOLVED THAT the audited financial statements of the company for the financial year ended March 31, 2015 and the reports of the Board of Directors and Auditors thereon be and are hereby received, approved and adopted.

"RESOLVED FURTHER THAT the audited consolidated financial statements of the company for the financial year ended March 31, 2015 be and are hereby received, approved and adopted."


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Voting details on the above resolution:

Voting Method	Total Valid Votes	Votes in favour of the Resolution			Votes against the Resolution			Invalid Votes	
		No. of Folios	No. of Shares	% of total number of valid votes cast	No. of Folios	No. of Shares	% of total number of valid votes cast	No. of Folios	No. of Shares
Remote E-Voting	260613506	56	260613506	100	0	0	0	0	0
Poll at the AGM	30580089	10	30580089	100	0	0	0	0	0
Total	291193595	66	291193595	100	0	0	0	0	0

The above Ordinary Resolution carried unanimously.

Item No. 2:- Re-appointment of Mr. Shashin V. Patel (DIN: 00048328) as a Director who liable to retire by rotation. (Ordinary Resolution)

"RESOLVED THAT Mr. Shashin V. Patel (DIN: 00048328), Director of the Company who retires by rotation be and is hereby reappointed as the Director of the Company."

Voting details on the above resolution:

Voting Method	Total Valid Votes	Votes in favour of the Resolution			Votes against the Resolution			Invalid Votes	
		No. of Folios	No. of Shares	% of total number of valid votes cast	No. of Folios	No. of Shares	% of total number of valid votes cast	No. of Folios	No. of Shares
Remote E-	260613506	55	260611621	100	1	1885	0.001	0	0

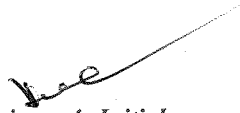
Voting									
Poll at the AGM	305800 89	10	305800 89	100	0	0	0	0	0
Total	29119 3595	65	29119 1710	99.9 99	1	188 5	0.00 1	0	0

The above Ordinary Resolution carried with requisite majority.

Item No. 3:- Ratification for Appointment of M/s. Manubhai & Shah, Chartered Accountants as a Statutory Auditors and SRBC & Co. LLP, Joint Statutory Auditors (Ordinary Resolution)

"RESOLVED THAT pursuant to the provisions of Section 139 and 142 of the Companies Act, 2013, the appointment of M/s. Manubhai & Shah, Chartered Accountants, Ahmedabad having Firm Registration No. 106041W as the joint statutory auditors of the Company from the conclusion of this Annual General Meeting till the conclusion of tenth Annual General Meeting be and is hereby ratified, and that their remuneration be determined by the Board of Directors of the Company on recommendation of Audit Committee."

"RESOLVED FURTHER THAT pursuant to the provisions of Section 139 and 142 of the Companies Act, 2013, the appointment of M/s. S R B C & Co. LLP, Chartered Accountants, having Firm Registration No. 324982E as the joint statutory auditors of the company from the conclusion of this Annual General Meeting till the conclusion of the tenth Annual General Meeting be and is hereby ratified and that their remuneration be determined by the Board of Directors of the Company on recommendation of Audit Committee."


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Voting details on the above resolution:

Voting Method	Total Valid Votes	Votes in favour of the Resolution			Votes against the Resolution			Invalid Votes	
		No. of Folios	No. of Shares	% of total number of valid votes cast	No. of Folios	No. of Shares	% of total number of valid votes cast	No. of Folios	No. of Shares
Remote E-Voting	260613506	56	260613506	100	0	0	0	0	0
Poll at the AGM	30580089	10	30580089	100	0	0	0	0	0
Total	291193595	66	291193595	100	0	0	0	0	0

The above Ordinary Resolution carried unanimously.

Item No. 4:- To appoint Mr. Arun Patel as an Independent Director (Ordinary Resolution)

"RESOLVED THAT pursuant to the provisions of Section 149, 150, 152 read with Schedule IV and all other applicable provisions of the Companies Act, 2013 and the Companies (Appointment and Qualification of Directors) Rules, 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force) and Clause 49 of the Listing Agreement, Mr. Arun Patel (DIN: 06365699), a non-executive director of the company, who has submitted a declaration that he meets the criteria for independence as provided in Section 149(6) of the Act and who was appointed as an Additional Director pursuant to the provisions of Section 161(1) of the Companies Act, 2013 and the Articles of Association of the Company and holds office up to the date of this Annual General Meeting and in respect of whom the Company has received a notice in writing from a Member under Section 160 of the Act proposing his candidature for the office of Director of the Company, be and is hereby appointed as an Independent Director of the Company to hold office for 5 (five)


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consecutive years with effect from 22nd October, 2014 to 21st October, 2019.”

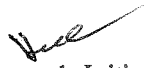
Voting details on the above resolution:

Voting Method	Total Valid Votes	Votes in favour of the Resolution			Votes against the Resolution			Invalid Votes	
		No. of Folios	No. of Shares	% of total number of valid votes cast	No. of Folios	No. of Shares	% of total number of valid votes cast	No. of Folios	No. of Shares
Remote E-Voting	260613506	56	260613506	100	0	0	0	0	0
Poll at the AGM	30580089	10	30580089	100	0	0	0	0	0
Total	291193595	66	291193595	100	0	0	0	0	0

The above Ordinary Resolution carried unanimously.

Item No. 5:- To appoint Mr. Atul Ruparel as an Independent Director (Ordinary Resolution)

“RESOLVED THAT pursuant to the provisions of Section 149, 150, 152 read with Schedule IV and all other applicable provisions of the Companies Act, 2013 and the Companies (Appointment and Qualification of Directors) Rules, 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force) and Clause 49 of the Listing Agreement, Mr. Atul Ruparel (DIN: 00485470), a non-executive director of the company, who has submitted a declaration that he meets the criteria for independence as provided in Section 149(6) of the Act and who was appointed as an Additional Director pursuant to the provisions of Section 161(1) of the Companies Act, 2013 and the Articles of Association of the Company and holds office up to the date of this Annual General Meeting and in respect of whom the Company has received a notice in writing from a Member under Section 160 of the Act proposing his candidature for the office of Director of the Company, be and is hereby


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appointed as an Independent Director of the Company to hold office for 5 (five) consecutive years with effect from 22nd October, 2014 to 21st October, 2019."

Voting details on the above resolution:

Voting Method	Total Valid Votes	Votes in favour of the Resolution			Votes against the Resolution			Invalid Votes	
		No. of Folios	No. of Shares	% of total number of valid votes cast	No. of Folios	No. of Shares	% of total number of valid votes cast	No. of Folios	No. of Shares
Remote E-Voting	260613506	55	260613361	100	1	145	0.00	0	0
Poll at the AGM	30580089	10	30580089	100	0	0	0	0	0
Total	291193595	65	291193450	100	1	145	0.00	0	0

The above Ordinary Resolution carried with requisite majority.

Item No. 6:- To appoint Mr. Mirat Bhadlawala as an Independent Director (Ordinary Resolution)

"RESOLVED THAT pursuant to the provisions of Section 149, 150, 152 read with Schedule IV and all other applicable provisions of the Companies Act, 2013 and the Companies (Appointment and Qualification of Directors) Rules, 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force) and Clause 49 of the Listing Agreement, Mr. Mirat Bhadlawala (DIN: 01027984), a non-executive director of the company, who has submitted a declaration that he meets the criteria for independence as provided in Section 149(6) of the Act and who was appointed as an Additional Director pursuant to the provisions of Section 161(1) of the Companies Act, 2013 and the Articles of Association of the Company and holds office up to the date of this Annual General Meeting and in respect of whom the Company has received a



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notice in writing from a Member under Section 160 of the Act proposing his candidature for the office of Director of the Company, be and is hereby appointed as an Independent Director of the Company to hold office for 5 (five) consecutive years with effect from 22nd October, 2014 to 21st October, 2019.”

Voting details on the above resolution:

Voting Method	Total Valid Votes	Votes in favour of the Resolution			Votes against the Resolution			Invalid Votes	
		No. of Folios	No. of Shares	% of total number of valid votes cast	No. of Folios	No. of Shares	% of total number of valid votes cast	No. of Folios	No. of Shares
Remote E-Voting	260613506	55	260613361	100	1	145	0.00	0	0
Poll at the AGM	30580089	10	30580089	100	0	0	0	0	0
Total	291193595	65	291193450	100	1	145	0.00	0	0

The above Ordinary Resolution carried with requisite majority.

Item No. 7:- To appoint Mrs. Daksha Shah as an Independent Director (Ordinary Resolution)

“RESOLVED THAT pursuant to the provisions of Section 149, 150, 152 read with Schedule IV and all other applicable provisions of the Companies Act, 2013 and the Companies (Appointment and Qualification of Directors) Rules, 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force) and Clause 49 of the Listing Agreement, Mrs. Daksha Shah (DIN: 00376899), a non-executive director of the company, who has submitted a declaration that she meets the criteria for independence as provided in Section 149(6) of the Act and who was appointed as an Additional Director pursuant to the provisions of Section 161(1) of the Companies Act, 2013 and the Articles of

Association of the Company and holds office up to the date of this Annual General Meeting and in respect of whom the Company has received a notice in writing from a Member under Section 160 of the Act proposing her candidature for the office of Director of the Company, be and is hereby appointed as an Independent Director of the Company to hold office for 5 (five) consecutive years with effect from 24th March, 2015 to 23rd March, 2020."

Voting details on the above resolution:

Voting Method	Total Valid Votes	Votes in favour of the Resolution			Votes against the Resolution			Invalid Votes	
		No. of Folios	No. of Shares	% of total number of valid votes cast	No. of Folios	No. of Shares	% of total number of valid votes cast	No. of Folios	No. of Shares
Remote E-Voting	260613506	55	260613361	100	1	145	0.00	0	0
Poll at the AGM	30580089	10	30580089	100	0	0	0	0	0
Total	291193595	65	291193450	100	1	145	0.00	0	0

The above Ordinary Resolution carried with requisite majority.

Item No. 8:- To appoint Mr. Jagdish Joshipura as an Independent Director (Ordinary Resolution)

"RESOLVED THAT pursuant to the provisions of Section 149, 150, 152 read with Schedule IV and all other applicable provisions of the Companies Act, 2013 and the Companies (Appointment and Qualification of Directors) Rules, 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force) and Clause 49 of the Listing Agreement, Mr. Jagdish Joshipura (DIN: 00260590), a non-executive director of the company, who has submitted a declaration that he meets the criteria for independence as provided in Section 149(6) of the Act and


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who was appointed as an Additional Director pursuant to the provisions of Section 161(1) of the Companies Act, 2013 and the Articles of Association of the Company and holds office up to the date of this Annual General Meeting and in respect of whom the Company has received a notice in writing from a Member under Section 160 of the Act proposing his candidature for the office of Director of the Company, be and is hereby appointed as an Independent Director of the Company to hold office for 5 (five) consecutive years with effect from 13th April, 2015 to 12th April, 2020."

Voting details on the above resolution:

Voting Method	Total Valid Votes	Votes in favour of the Resolution			Votes against the Resolution			Invalid Votes	
		No. of Folios	No. of Shares	% of total number of valid votes cast	No. of Folios	No. of Shares	% of total number of valid votes cast	No. of Folios	No. of Shares
Remote E-Voting	260613506	55	260613361	100	1	145	0.00	0	0
Poll at the AGM	30580089	10	30580089	100	0	0	0	0	0
Total	291193595	65	291193450	100	1	145	0.00	0	0

The above Ordinary Resolution carried with requisite majority.

Item No. 9:- Ratification of Remuneration to Cost Auditor (Ordinary Resolution)

"RESOLVED THAT pursuant to the provisions of Section 148(3) and other applicable provisions, if any, of the Companies Act, 2013 and the Companies (Audit and Auditors) Rules, 2014 (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force) the remuneration payable to M/s. Jitendra Soni & Co., Cost Accountant in Practice having Firm Reg. No. 103339 appointed by the Board of

Directors of the Company to conduct the audit of the cost records of the Company for the financial year 2015-16, amounting to Rs.20,000/- per annum respectively plus service tax applicable and re-imbursement of out of pocket expenses incurred by them in connection with the aforesaid audit be and is hereby ratified and confirmed."

"RESOLVED FURTHER THAT any one of the Directors of the Company and/or Company Secretary be and are hereby severally authorized to take all such steps as may be necessary to implement this resolution."

Voting details on the above resolution:

Voting Method	Total Valid Votes	Votes in favour of the Resolution			Votes against the Resolution			Invalid Votes	
		No. of Folios	No. of Shares	% of total number of valid votes cast	No. of Folios	No. of Shares	% of total number of valid votes cast	No. of Folios	No. of Shares
Remote E-Voting	260613506	55	260611621	100	1	1885	0.001	0	0
Poll at the AGM	30580089	10	30580089	100	0	0	0	0	0
Total	291193595	65	291191710	99.99	1	1885	0.001	0	0

The above Ordinary Resolution carried with requisite majority.

Item No. 10:- Issue of Secured/Unsecured Non-Convertible Debentures and/or other Debt Securities on private placement basis (Special Resolution)

"RESOLVED THAT pursuant to the provisions of Sections 42, 71, 179 and all other applicable provisions, if any, of the Companies Act, 2013(including any statutory modifications or re-enactments thereof, for the time being in force) read with the rules made thereunder, as may be amended from time to time, and pursuant to the provisions of SEBI (Issue and Listing of Debt Securities) Regulations, 2008, SEBI (Issue and Listing of Debt


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Securities)(Amendment) Notification, 2012 and 2014 and other applicable SEBI regulations and guidelines, the provisions of the Memorandum and Articles of Association of the Company, and subject to such other applicable laws, rules and regulations and guidelines, approval of Members of the Company be and is hereby accorded to the Board of Directors of the Company (hereinafter referred to as "the Board" which term shall be deemed to include any Committee which the Board may constitute to exercise its powers, including the powers conferred by the Resolution) for making offers or invitations to subscribe to Secured/Unsecured/Redeemable Non-Convertible Debentures ("NCDs") including but not limited to subordinated Debentures, bond, and/or other debt securities etc. on a private placement basis in one or more tranches during the period of one year from the date of passing the Special Resolution by the Members, within the overall borrowing limits of the Company, as may be approved by the Members from time to time.

RESOLVED FURTHER THAT for the purpose of giving effect to this resolution, the Board/Committee be and is hereby authorized to determine the terms of issue including the class of investors to whom NCDs are to be issued, time, securities to be offered, the numbers of NCDs, tranches, issue price, tenor, interest rate, premium/discount, listing and to do all such acts and things and deal with all such matters and take all such steps as may be necessary and to sign and execute any deeds /documents /undertakings /agreements /papers/writings, as may be required in this regard."

Voting details on the above resolution:

Voting Method	Total Valid Votes	Votes in favour of the Resolution			Votes against the Resolution			Invalid Votes	
		No. of Folios	No. of Shares	% of total number of valid votes cast	No. of Folios	No. of Shares	% of total number of valid votes cast	No. of Folios	No. of Shares
Remote E-Voting	260613506	56	260613506	100	0	0	0	0	0
Poll at the AGM	30580089	10	30580089	100	0	0	0	0	0
Total	291193595	66	291193595	100	0	0	0	0	0

The above Special Resolution carried unanimously.


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Item No. 11:- To authorize Board of Directors to make investment on behalf of the Company (Special Resolution)

"RESOLVED THAT pursuant to the provisions of Section 186 and other applicable provisions of the Companies Act, 2013 and the Rules made thereunder (including any statutory modification(s) or re-enactment thereof for the time being in force) and the Articles of Association of the Company, consent of the Company, be and is hereby accorded to the Board of Directors (hereinafter referred to as the Board which expression shall also include a Committee thereof) for acquiring whether by way of subscription, purchase or otherwise, the securities of any other body corporate including subsidiaries, joint ventures, associates whether in India or outside, which may or may not be subsidiary(ies) of the Company from time to time exceed up to a sum of Rs. 500 Crores (Rupees Five Hundred Crores only) over and above the 60% of its paid-up share capital and free reserves and securities premium account or 100 % of its free reserves and securities premium account, whichever is higher.

RESOLVED FURTHER THAT the Board be and is hereby authorized to negotiate and finalize the terms and conditions of such investments on behalf of the Company and to take such other steps as may be necessary for obtaining approvals, statutory, contractual or otherwise, if any, as may be required, in relation to the above and to settle all matters arising out of and incidental thereto, and to sign and execute all agreements, deeds, applications, documents, and writings that may be required, on behalf of the Company and generally to do all such acts, deeds, matters and things that may be necessary, proper, expedient or incidental for the purpose of giving effect to this resolution."

Voting details on the above resolution:

Voting Method	Total Valid Votes	Votes in favour of the Resolution			Votes against the Resolution			Invalid Votes	
		No. of Folios	No. of Shares	% of total number of valid votes cast	No. of Folios	No. of Shares	% of total number of valid votes cast	No. of Folios	No. of Shares
Remote E-Voting	260613506	55	260613361	100	1	145	0	0	0


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Poll at the AGM	305800 89	10	305800 89	100	0	0	0	0	0
Total	29119 3595	65	29119 3450	100	1	145	0	0	0

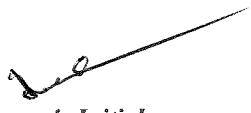
The above Special Resolution carried with requisite majority.

Item No. 12:- To Approve Related Party Transactions (Special Resolution)

"RESOLVED THAT pursuant to section 188 of Companies Act, 2013 and subject to such approvals, consents and sanctions and permissions as may be necessary, consent of the members of the Company be and is hereby accorded to the Board of Directors of the Company to enter into related party transactions prescribed under section 188 of companies Act, 2013 and rules made thereunder from time to time as mentioned in explanatory statement annexed to the notice for the financial year 2015-16 and beyond.

RESOLVED FURTHER THAT Pursuant to clause 49 of the listing agreement and subject to such approvals, consents and sanctions and permissions as may be necessary, consent of the members of the Company be and is hereby accorded to the Board of Directors of the Company to enter into material related party transaction as defined in clause 49 in listing agreement with stock exchanges in respect of providing of services and financial facilities to the related party as mentioned in explanatory statement annexed to the notice for the financial year 2015-16 and beyond."

"RESOLVED FURTHER THAT the Board of Directors of the Company be and is hereby authorized to determine the actual sums to be involved in the transactions with the related parties and terms & conditions related thereto from time to time and all other matters arising out of the incidental to the transactions and generally to do all acts, deeds, matters and things that may be necessary, proper, expedient or incidental thereto for the purpose of giving effect to this resolution."


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Voting details on the above resolution:

Voting Method	Total Valid Votes	Votes in favour of the Resolution			Votes against the Resolution			Invalid Votes	
		No. of Folios	No. of Shares	% of total number of valid votes cast	No. of Folios	No. of Shares	% of total number of valid votes cast	No. of Folios	No. of Shares
Remote E-Voting	16645859	48	16645714	100	1	145	0.00	7	243967647
Poll at the AGM	30580089	10	30580089	100	0	0	0	0	0
Total	47225948	58	47225803	100	1	145	0.00	7	243967647

The above Special Resolution carried with requisite majority.

Place: Ahmedabad
Date: January 12, 2016


Vishnubhai M. Patel
Chairman