September 27, 2019

**Excel REALTY N INFRA LTD.**
Formerly Known as Excel Infoways Ltd.
CIN-L45400MH2003PLC138568

**BSE Limited**
Phiroze Jeejeebhoy Towers
Dalal Street
Mumbai 400 001

**Scrip Code : 533090**
**Scrip ID : EXCEL**

Fax No : 2272 3121 / 2272 2037

**National Stock Exchange of India Limited**
Exchange Plaza, Plot No. C/1, G Block
Bandra-Kurla Complex, Bandra (East)
Mumbai 400 051

**Trading Symbol : EXCEL**

Fax No : 2659 8348 / 2659 8237 / 38

**Sub. : Gist of the Proceedings of the 17th Annual General Meeting**

Dear Sir/ Madam,

Please find enclosed herewith the gist of the proceedings of the 17th Annual General Meeting of the Members of the Company held on Friday, September 27, 2019 at 9.30 a.m. at Registered Office of the company at 31-A, Laxmi Industrial Estate, New Link Road, Andheri (West), Mumbai – 400053.

Thanking you,

Yours faithfully,
For **Excel Realty N Infra Limited**

**Pooja Mane**
Company Secretary
ACS- 35790
Encl:a/a

Excel REALTY N INFRA LTD.
Formerly Known as Excel Infoways Ltd.
CIN-L45400MH2003PLC138568

**Gist of the proceedings of the Annual General Meeting Of Excel Realty N Infra Limited (Formerly known as Excel Infoways Limited) held on Friday, September 27, 2019**

The 17th Annual General Meeting of the Members of the Company was held on Friday, September 27, 2019 at 9.30 a.m. at the Registered Office of the Company at 31-A, Laxmi Industrial Estate, New Link Road, Andheri (West), Mumbai - 400 053.

Shri Lakhmendra Khurana chaired the proceedings of the Meeting except for item 2, 4, 7 and 8 which was chaired by Mr. Subrata Kumar Dey- Non Executive Independent Director.
Total 44 Members attended the Meeting in person as per the records of attendance.

The Chairman gave an overview of the financial performance of the Company for the financial year ended March 31, 2019 and its future outlook.

The Chairman informed the Members that pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014, the Company had extended the e-voting facility to the Members of the Company in respect of businesses to be transacted at the Annual General Meeting. The e-voting commenced at 9.00 a.m. on Tuesday, September 24, 2019 and ended at 5.00 p.m. on Thursday, September 26, 2019. M/s. Kothari H. & Associates, Practicing Company Secretaries was appointed as the Scrutinizer by the Board for scrutinizing the e-voting process.

The Chairman informed the Members that the Company has arranged for a poll on all the 9 resolutions to be passed at the Meeting. Thereafter, all the 9 resolutions were proposed and seconded. On the invitation of the Chairman, members, placed their queries, suggestions and appreciation on Company's accounts and businesses, which were replied and appreciated by the Chairman.

Thereafter, the Chairman ordered for a poll to be taken at the meeting and appointed M/s. Kothari H. & Associates, Practicing Company Secretaries as the Scrutinizer for the poll process and requested him for an orderly conduct of the voting. The Chairman announced that the combined result of e-voting and the poll will be put on the Company's website.

Resolutions for the following businesses were passed by the members:

**Ordinary Businesses:**

1. Adoption of :
   (a) Audited Financial Statement of the Company for the financial year ended March 31, 2019, the reports of the Board of Directors and Auditors thereon; and
   (b) Audited Consolidated Financial Statement of the Company for the financial year ended March 31, 2019 (Ordinary Resolution)
2. Re-appointment of Mr. Arpit Khurana, Director retiring by rotation (Ordinary Resolution)
3. Appointment of Auditors and fixing their remuneration (Ordinary Resolution)

**Special Business**

4. To approve re-appointment and remuneration of Mrs. Ranjana Khurana as Whole Time Director (Special Resolution)
5. Re-appoint Mr. Binoy Gupta as an Independent Director (Special Resolution)
6. Appointment of Dr. Subir Kumar Banerjee(Special Resolution)
7. Apporve revision in remuneration of Mr. Lakhmendra Khurana as Managing Director (Special Resolution)
8. To approve revision in remuneration of Mr. Arpit Khurana as Whole Time Director (Special Resolution)
9. To alter the object clause of Memorandum of Association of the Company (Special Resolution)

The Chairman informed that the e-voting and poll results will be notified to the Stock Exchanges and also uploaded on the Company's website. The Chairman thanked all members for their presence and support and the 17th AGM stood closed at 10.30 a.m.

For **Excel Realty N Infra Limited**

**Pooja Mane**
**Company Secretary**
ACS - 35790