



ERL/EIL/2011-12/1079

21.10.2011

The Department of Corporate Services
The Bombay Stock Exchange Ltd.
25th Floor, Phiroze Jeejeebhoy Towers,
Dalal Street, Mumbai – 400 001

Dear Sir,

Pursuant to Clause 31(d) of the Listing Agreement of the Company with the Exchange, We enclose herewith the minutes of the proceeding of the 3rd Annual General Meeting of the Company, which is self-explanatory in nature

Thanking You,

Yours Truly,

For Emami Infrastructure Limited

Abhinav Dan
Company Secretary

Cc:-

1. The Secretary

The National Stock Exchange of India Ltd.
Exchange Plaza,
Plot no. C/1, G Block,
Bandra-Kurla Complex
Bandra (E), Mumbai - 400 051

2. The Secretary

The Calcutta Stock Exchange Ltd, Lyons Range
Kolkata- 700 001
Encl: As above

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MINUTES OF THE PROCEEDINGS OF THE 3RD ANNUAL GENERAL MEETING OF THE MEMBERS OF EMAMI INFRASTRUCTURE LIMITED HELD AT THE REGISTERED OFFICE AT 687, ANANDAPUR, E.M.BYPASS, KOLKATA - 700107 ON SATURDAY 24TH DAY OF SEPTEMBER 2011 AT 11.30 A.M.

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PRESENT:

Members:

In Person: 97 (As per the Attendance Register)

By Proxy: 32 (Do)

Directors:

1.	Shri Prashant Goenka	Chairman of the Meeting
2.	Shri Ram Gobind Ganeriwala	Director
3.	Shri Rajesh Bagaria	Director

Representative of Statutory Auditors: Shri R K Tondon

In Attendance:

Shri Girija Choudhary, Chief Financial Officer

Shri Abhijit Dan, Company Secretary & Compliance Officer

Chairman:

Shri Prashant Goenka was elected as the Chairman of the meeting by the directors present and presided over the meeting.

Quorum:

Since, the adequate quorum was present the Chairman declared the meeting to be in order and started the proceedings of the meeting.



Business of the Meeting:

All the Statutory Registers of the Company required to be maintained under the various provisions of the Companies Act, 1956, were kept open and accessible for inspection by the members present.

The Chairman extended a very warm welcome to the shareholders present at the meeting and delivered a speech addressing the shareholders of the company.

With consent of the shareholders present at the Meeting, the Notice convening the 3rd Annual General Meeting of the Company and the Directors' Report having already been circulated to the shareholders, were taken as read.

The Auditor's Report on the Annual Accounts of the Company as at 31st March 2011 was read.

Adoption of Accounts

Shri Tarak Nath Chakrabarty proposed and Shri Surendra Kumar Sharma seconded the following resolution as an **ordinary resolution**:

"RESOLVED THAT the audited Profit and Loss Account of the Company for the year ended 31st March, 2011 and the Balance Sheet as at that date together with the Reports of Directors and Auditors thereon be and are hereby received, approved and adopted."

Before putting the resolutions for voting the Chairman invited queries/questions from the members present on the Annual Accounts of the Company for the year ended 31st March 2011. The members present raised various queries on the accounts and future planning of the company. The Chairman thanked the members for their comments and suggestions and thereafter replied the members to their satisfaction.

Thereafter the motion was put to vote and on a voting by show of hands it was carried unanimously.

Re-Appointment of Director

Shri Kashmir Lal Mallick proposed and Shri Bimal Kanti Roy seconded the following resolution as an **ordinary resolution**:

"RESOLVED THAT Shri Raj K Sureka Director of the Company who retires by rotation and being eligible offer himself for re-appointment be and is hereby re-appointed as director of the company."



Thereafter the motion was put to vote and on a voting by show of hands it was carried unanimously.

Re-Appointment of Director

Shri Tarak Nath Chakraborty proposed and Shri Bimal Kanti Roy seconded the following resolution as an **ordinary resolution**:

"RESOLVED THAT Shri Aditya Vardhan Agarwal Director of the Company who retires by rotation and being eligible offer himself for re-appointment be and is hereby re-appointed as director of the company."

Thereafter the motion was put to vote and on a voting by show of hands it was carried unanimously.

Re-appointment of Auditors

Shri Surendra Kumar Sharma proposed and Shri Tarak Nath Chakraborty seconded the following resolution as an **ordinary resolution**:

"RESOLVED THAT M/s. S. K. Agrawal & Co., Chartered Accountants, be and are hereby re-appointed as Statutory Auditors of the Company to hold office from the conclusion of this Annual General Meeting until the conclusion of the next Annual General Meeting at remuneration to be decided by the Board of Directors of the Company with the mutual consent of the Auditors."

Thereafter the motion was put to vote and on a voting by show of hands it was carried unanimously.

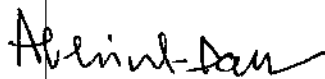
There being no other business to transact, the meeting terminated with vote of thanks to the chair.

Sd/-

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Chairman

**Certified True Copy
For Emami Infrastructure Limited**



Company Secretary