Ajmera Realty & Infra India Limited

Regd. Office : "Citi Mall", Link Road, Andheri (West), Mumbai 400 053.
Tel.:+91-22-6698 4000 • Fax:+91-22-2632 5902 • Email:ajmera@vsnl.com • Website:www.spsl.com
CIN No. L27104 MH1985 PLC035659

Ref: SEC/ARIL/BSE/NSE-2015-2016/109 Date: 29th September, 2015

The Bombay Stock Exchange Limited Phiroze Jeejeebhoy Towers Dalal Street Mumbai – 400 001 Script Code : 513349	**National Stock Exchange of India Limited** 5th Floor, Exchange Plaza, Bandra Kurla Complex Bandra(East) Mumbai-400051 Script: AJMERA

Ref.: Proceedings of the 28th Annual General Meeting held on 25th September, 2015

In terms of clause 31 (d) of the Listing Agreement, we have already submitted to you the outcome of 28th Annual General Meeting of the Company held on Friday, 25th September, 2015 at Activity Hall, Ground Floor, Juhu Vile Parle Gymkhana Club, N S Road, JVPD Scheme, Vile Parle (West), Mumbai – 400 049.

In addition to thereof we are submitting you the Gist of proceedings of the meeting of members of Company so held on 25th September,2015 for your information and records.

Kindly acknowledge the same.

Thanking you.

Yours truly,

For AJMERA REALTY & INFRA INDIA LIMITED

HARSHINI D AJMERA
COMPLIANCE OFFICER

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Proceedings of the Twenty Eighth Annual General Meeting of the Members of Ajmera Realty & Infra India Limited held on Friday, 25th September 2015 at 11.30 a.m. at Activity Hall, Ground Floor, Juhu Vile Parle Gymkhana Club, N S Road, JVPD Scheme, Vile Parle (West), Mumbai - 400 049 .

Mr. Rajnikant S Ajmera - Chairman & Managing Director of the Company presided over the meeting and welcomed the Members to the 28th AGM of the Company.

A total of 65(Sixty Five) Members attended the AGM including 1(One) Member being present through proxy, as per the Members attendance register. All the Directors of the Company were present at the AGM. The representatives of the Statutory Auditors and the Secretarial Auditors were also present at the AGM.

The Chairman stated that pursuant to provisions of section 103 of Companies Act,2013,the requisite quorum was present and hence declared the meeting to be commenced.

The Chairman then stated that the Statutory Registers were made available for the members inspection at the AGM hall.

With the permission of members Notice convening the AGM, Directors Report on operations of Company and Audited financial statements were taken as read.

The Chairman apprised that Auditor's Report was not required to be read as there were no qualifications/comments/suggestions.

The Chairman then addressed the Members and gave an overview of the financial performance of the Company for the financial year ended 31st March, 2015 and its future outlook.

Ms Harshini D. Ajmera, Company Secretary informed the Members that in accordance with the provisions of section 108 of the Companies Act, 2013, read with the rule 20 of Companies (Management and Administration)Rules ,2014 and Clause35B of Listing Agreement, the Company extended the remote e-voting facility through Central Depository Services (India) Limited (CDSL) to enable the Members of the Company to cast/exercise their vote(s) electronically on the agenda items specified in the Notice of the 28th AGM.

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The remote e-voting period was commenced on 22nd September, 2015 at 9.00 a.m. and ended on 24th September, 2015 at 5.00 p.m. The Members were informed that the facility for voting by way of ballot papers was made available at the AGM for the Members who had not cast their vote through remote e-voting.

Mr. Haresh P Sanghvi (FCS No.2259), Practising Company Secretary,was appointed by the Board to Scrutinize the evoting process as well as Poll Process for the resolutions included in the Notice of the 28th AGM.

She further stated that poll process shall be taken up after Shareholders discussion on the Company Accounts.

Before ordering poll the Chairman invited Members to participate in discussion on the the Financial Statements for the year ended 31st March 2015 .

Thereafter on invitation by Chairman, several Members viz, Mr. Hariram Chaudary, Mr.Bipin Bakshi, Mr. Bharat Shah, Mr. Manoj Dua, Mr. Sudarshan ,Mrs. Lekha Shah and several others raised querries and clarifications on matters like Projects of the Company, Dividend Policy, Planning for better profitability, Technologies used by the Company, Corporate Social Responsibility etc which were very well answered by Mr.O.P.Gandhi ,Group CFO and Mr. Rajnikant S.Ajmera, Chairman & Managing Director jointly.

The Chairman then proceeded with the businesses to be transacted and all the resolutions were proposed and seconded by the members present there.

Thereafter, the Chairman ordered a poll on resolutions of Ordinary and Special Business as set out in Item No.1 to 6 of the notice of 28th Annual General Meeting and requested all the members to participate in the Poll, whoever had not voted electronically. He also informed all the members to deposit the ballot papers duly signed by them in the Ballot Box kept at the Meeting and requested Mr.Haresh P.Sanghvi,Practising Company Secretary and Ms.Saroj More,Member of the Company to take over poll proceedings and submit their report accordingly.

He, then, requested Mr. Haresh Sanghvi, Scrutinizers for an orderly conduct of voting. The scrutinizer demonstrated the empty Ballot boxes to the Members and locked and sealed it in the presence of the Members of the Company.

The Chairman then declared that the Combined result of e-voting and the Poll would be intimated on or before September 28, 2015 and also be uploaded on the Company's Website.

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The Chairman extended the vote of thanks to all the Board members and all the shareholders of the Company and concluded the meeting.

The Resolutions passed by the Members with requisite majority were related to the following:

1(a) Adoption of the Audited Financial Statement of the Company for the Financial Year ended March 31, 2015 and the reports of the Board of Directors and Auditors of the Company.

1(b) Adoption of the Audited Consolidated Financial Statement of the Company for the Financial Year ended March 31, 2015.

2) Declaration dividend at the rate of Rs. 1.70/- per share.

3) Appointment of Shri Manoj I. Ajmera, Managing Director who retires by rotation and being eligible offers himself for reappointment.

4) Ratification of appointment of Statutory Auditors and to authorize Board of Directors to fix their remuneration.

5) Ratification of the remuneration of Cost Auditor for the year ended March 31, 2016 as approved by the Board of Directors.

6) Approval of issuance of Non Convertible Debentures for an amount not exceeding Rs. 250 crores.

The consolidated Scrutinizer's Report and the results of voting in the format prescribed under Clause 35A of the Listing was uploaded on the website of the Company and also notified to the Stack Exchanges under Clause 35A of the Listing Agreement.

for Ajmera Realty & Infra India Limited.

Harshini D Ajmera
Company Secretary
Date: 29th September 2015
Place: Mumbai