Simplex Projects Limited

AN ISO 9001:2008 & ISO 14001:2004 COMPANY

SPL/NSE/453/2016-17

29th September, 2016

National Stock Exchange of India Limited
Bandra Kurla Complex,
Bandra (East)
Mumbai – 400 051

Scrip Code: SIMPLEX EQ

Dear Sir/Madam,

Sub: Proceedings of the 26th Annual General Meeting of the Company pursuant to Regulation 30 of the SEBI (LODR) Regulations, 2015

The 26th Annual General Meeting ("AGM") of the members of Simplex Projects Limited was duly convened and held on Wednesday, 28th day of September, 2016 at Rotary Sadan, 94/2,Chowringhee Road, Kolkatta-700020 at 3:00 PM.

In terms of the provisions of the Companies Act, 2013 and Rules made there under read with the provisions of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company had provided remote e-voting facility and voting facility through Ballot Paper at the venue of the AGM. CS A. K. Labh, Practising Company Secretary, Kolkata was appointed as the scrutinizer to scrutinize the remote e-voting process and Ballot Paper Poll at the AGM in a fair and transparent manner.

In this regard, we are enclosing herewith the gist of the proceedings of the Annual General Meeting pursuant to Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

This is for your kind information and records please.

Thanking you,

Yours faithfully
For **Simplex Projects Limited**

Balkrishandas Mundhra
Chairman & Managing Director

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SUMMARY OF THE PROCEEDINGS OF 26TH ANNUAL GENERAL MEETING (AGM) OF M/s. SIMPLEX PROJECTS LIMITED HELD ON WEDNESDAY, 28TH SEPTEMBER, 2016

The 26th Annual General Meeting ("AGM") of the Members of the M/s. Simplex Projects Limited (the Company) was duly convened on the 28th day of September, 2016 at 3.00 P.M., at Rotary Sadan, 94/2, Chowringhee Road, Kolkatta-700020.

Shri Balkrishandas Mundra, Chairman & Managing Director, took the chair and welcomed the Members at the AGM. On the information provided the Registrar, the Chairman called the meeting to order as the requisite quorum was present.

Total 230 Members (including 1 proxy) attended the Meeting as per records of attendance. The following Directors were also present:

1. **Mr. Balkrishandas Mundhra**, Chairman & Managing Director
2. **Mr. Anand Chopra**, Independent Director & Chairman of Audit Committee
3. **Mr. Jai Kishan Bagri**, Whole-time Director
4. **Mr. Keshava Das Mundhra**, Independent Director & Chairman of Nomination & Remuneration Committee

The Chairman also acknowledged the presence of Mrs. Nilima Joshi, Partner, M/s. Chaturvedi & Co., Statutory Auditors of the Company and Mr. A. K. Labh, Practicing Company Secretary, Secretarial Auditor of the Company, who is also acting as the Scrutinizer for e-voting and Ballot process.

Thereafter, the Chairman delivered his speech and with the concurrence of the members, the Notice of the AGM together with the Financial Statements of the Company, Auditors Report thereon and the Directors Report were taken as read.

The Chairman stated that the Company had provided its Members, pursuant to the provisions of Section 108 of the Companies Act, 2013, read with the Rules made thereunder and the provisions of the Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the remote e-voting facility to the members of the Company in respect of the business mentioned in the Notice of the AGM dated 12th August, 2016. The remote e-voting commenced on 25th September, 2016 and ended on 27th September, 2016.

The Chairman further informed the members that the facility for the voting through Ballot Paper at the venue of the AGM has been made available at the Meeting for Members who have not cast their vote through remote e-voting.

Before ordering for vote by ballot, the Chairman invited the Members to ask questions, make comments and give their suggestion on the Company's accounts, operations, future plans etc, which were duly replied by the Chairman and Chief Financial Officer. The Chairman also clarified on the qualifications/ Emphasis on Matter paragraphs in the Auditors Report.

Simplex Projects Ltd. Kolkata - 87 121, Netaji Subhas Sengupta Sarani

Thereafter, the Chairman announced that the e-voting results shall be submitted to the Stock Exchanges in the prescribed format and the said results along with the Scrutinizer" Consolidated Report on remote e-voting and Ballot process voting at the AGM venue shall also be placed on the Company's website and website of the NSDL as well.

Thereafter, the Ballot process voting was conducted smoothly.

The following resolutions were proposed and seconded, based on the Notice conveying the AGM:

Ordinary Business:

1. Adoption of the Standalone and Consolidated Audited Financial Statements of the Company for the financial year ended 31st March, 2016, and the Reports of Board of Directors and the Auditors thereon.

2. Re-appointment of Mr. Jai Kishan Bagri, as a Director of the Company, who retired by rotation.

3. Appointment of M/s. Chaturvedi & Co., as Statutory Auditors of the Company and authorising the Board to fix their Remuneration.

Special Business

4. Appointment of Mr. Keshava Das Mundhra as an Independent Director of the Company for a term of five years.

5. Approval of the remuneration of the Cost Auditors for the Financial Year ending 31st March, 2017.

The Scrutinizer then took the ballot box in his custody and announced that the result of the voting and the Scrutinizer's Report will be declared in due course, within the time limits.

Thanking the members for their participation, suggestions and comments, the Chairman announced formal closure of the 26th Annual general Meeting of the Company.

