



DATE: July 22, 2011
REF.: PDL/YCK/L- 110/2011-12

Company Code - PRAJIND

**NATIONAL STOCK EXCHANGE OF INDIA LTD.
EXCHANGE PLAZA, 5TH FLOOR,
PLOT NO. C/1, G BLOCK, BANDRA-KURLA
COMPLEX, BANDRA (EAST), MUMBAI - 400 051
Fax: 022 - 2659 8237 / 38**

Dear Sir,

Sub.: Proceedings of 25th AGM of the Company held on 22nd July, 2011

In terms of Clause 31 of the Listing Agreement, this is to inform you that following businesses were transacted at the 25th Annual General Meeting held today on 22nd July, 2011 at 10.00 AM and all resolutions were passed unanimously:

ORDINARY BUSINESS

1. Adoption of audited Balance Sheet as at 31st March, 2011 and the Profit & Loss Account for the year ended on that date together with the reports of Board of Directors and the Auditors thereon.
2. Declaration of dividend of Rs. 1.26 per equity share (63%) on the paid-up equity share capital of the Company for the financial year ended 31st March, 2011.
3. Re-appointment of Ms. Parimal Chaudhari as a Director.
4. Re-appointment of Mr. Sivaramakrishnan Iyer as a Director.
5. Appointment of M/s B. K. Khare & Co., Chartered Accountants, Mumbai, (Registration Number 105102W), as the Statutory Auditors to hold office from the conclusion of 25th Annual General Meeting till the conclusion of the next Annual General Meeting and authority to Board to fix their remuneration.



PRAJ INDUSTRIES LIMITED

H.Q. Regd. Office : PRAJ HOUSE, Bavdhan, PUNE - 411 021, INDIA. Tel. : +91 20 2295 1511 / 2295 2214. Fax : +91 20 2295 1718/ 2295 1515
E-mail : info@praj.net Web : www.praj.net

SPECIAL BUSINESS

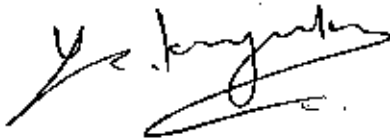
6. Appointment of Mr. Prakash Kulkarni as a Director of the Company liable to retire by rotation.
7. Appointment of Mr. Gajanan Nabar as a Director of the Company.
8. Approval to the appointment of Mr. Gajanan Nabar as CEO & Managing Director.
9. Approval to the new ESOP scheme titled "Praj Employee Stock Option Plan 2011" with power to the Board / any Committee including Compensation Committee of the Board to do all such things to implement the Scheme.
10. Approval to the new ESOP scheme titled "Praj Employee Stock Option Plan 2011" for employees of the subsidiary companies.

This is for your information and record.

Thanking you,

Yours faithfully,

FOR PRAJ INDUSTRIES LIMITED



**YOGESH KANDALGAONKAR
ASST. COMPANY SECRETARY**