Spice Mobility Limited
(Formerly S Mobility Limited)
CIN No. - L72900UP1986PLC008448
S Global Knowledge Park, 19A & 19B, Sector 125,
Noida - 201301, UP, India. | Tel: +91 120 3355131
www.spice-mobile.com | customercare@smobility.in

Date: 22.09.2016

BSE Limited
Phiroze Jeejeebhoy Towers
Dalal Street, Mumbai – 400 001
Scrip Code: 517214

National Stock Exchange of India Limited
Exchange Plaza, Plot no.C/1, G Block
Bandra – Kurla Complex, Bandra (E)
Mumbai – 400 051
Scrip Code: SPICEMOBI

Sub: Proceedings of the 28th Annual General Meeting of the Company

Dear Sir(s),

This is in continuation of earlier letter dated 22nd August, 2016 regarding convening of 28th Annual General Meeting of the Company on 22nd September, 2016 at 'Expo Centre, A-11, NH-24, Sector-62, Noida – 201 301, Uttar Pradesh'. As required under Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, please find attached herewith the Summary of the proceedings of the 28th Annual General Meeting of the Company held today.

After receipt of the Scrutinizer Report, voting results and other details in prescribed Format as required under the Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 will be sent separately.

You are requested to kindly take the above on record and oblige.

Thanking you.

Yours faithfully,
For **Spice Mobility Limited**

Spice Mobility Limited 19A & 19B Sector-125 Noida 201301

M.R. Bothra
Vice President – Corporate Affairs
& Company Secretary

Encl: a/a

Summary of the Proceedings of the 28th Annual General Meeting of the Company held on 22nd September, 2016

The 28th Annual General Meeting of the Company was held on Thursday, the 22nd September, 2016 at 'Expo Centre, A-11, NH-24, Sector-62, Noida – 201 301, Uttar Pradesh' at 10.15 a.m.

Mr. Dilip Modi, Chairman of the Board, took the Chair and welcomed the shareholders and after ascertaining the requisite quorum being present, called the meeting to order.

Mr. Modi confirmed to the members that all the directors, except Mr. Hanif M. Dahya and Ms. Preeti Malhotra, were present in the 28th AGM of the Company. He further explained that Mr. Dahya and Ms. Malhotra could not attend this AGM as both of them were not in the town. Mr. Modi, Executive Chairman of the Company, briefed the members about the performance of various businesses of the Company and shared his views on the focus of the Company in current year.

The objective and implications of each of the 5 business items contained in the Notice convening the 28th AGM of the Company was explained in the meeting.

Mr. Dilip Modi, who was interested in Item no. 4, vacated the Chair and Mr. Umang Das, Independent Director and Chairman, Nomination and Remuneration Committee, occupied the Chair for that particular item.

A few members expressed their views on the working of the Company and made queries which were replied satisfactorily.

Mr. M.R. Bothra, Vice President – Corporate Affairs & Company Secretary of the Company, informed the members present in the meeting that the Company had provided the electronic voting facility to its members for transacting all the businesses as stated in the Notice through e-voting services provided by National Securities Depository Limited (NSDL). He also explained the procedures of voting on resolutions through ballot paper (Poll).

The members could cast their votes by using electronic voting system from a place other than the venue of the meeting i.e. through remote e – voting. It was further explained that the members who were present in the 28th AGM and had not voted electronically can cast their votes through physical ballot.

The following items of business as included in the notice convening the said Annual General Meeting were transacted:

1. To receive, consider and adopt:
    i. the Audited Financial Statement for the financial year ended 31st March, 2016 along with the Board of Directors' and Auditors' Report thereon.
    ii. the Audited Consolidated Financial Statement of the Company for the financial year ended 31st March, 2016 and the Auditors' Report thereon.

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2. To consider and appoint a Director in place of Mr. Dilip Modi (DIN: 00029062), who retires by rotation and being eligible, offers himself for re-appointment.

3. To consider and appoint M/s S.R. Batliboi & Co. LLP, Chartered Accountants (Firm Regn. No. 301003E/E300005) as Statutory Auditors to hold office from the conclusion of this Meeting until the conclusion of next Annual General Meeting and to fix their remuneration.

4. To approve the Appointment of Mr. Dilip Modi (DIN: 00029062) as an Executive Director of the Company.

5. To approve the increase in limit for the investments under Section 186 of the Companies Act, 2013.

The Chairman informed the members that the consolidated results of remote e-voting and physical poll would be announced within 48 hours of the conclusion of the meeting.

Mr. Sanjay Grover, scrutinizer for the polling process, took the charge of ballot boxes and conducted the polling process as required under the applicable provisions of the Companies Act, 2013 and the Rules made thereunder.

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