AEGIS

AEGIS LOGISTICS LIMITED

Corporate Office: 1202, Tower B, Peninsula Business Park, G. K. Marg, Lower Parel (W), Mumbai - 400 013, India.
Tel.: +91 22 6666 3666 ♦ Fax: +91 22 6666 3777 ♦ Email: aegis@aegisindia.com ♦ Website: www.aegisindia.com

August 01, 2014

The Secretary,
Market Operations Department,
The Bombay Stock Exchange Ltd.
Phiroze Jeejeebhoy Towers,
Dalal Street, Fort,
MUMBAI – 400 023.

Capital Market Operations
The National Stock Exchange of India Ltd.
Exchange Plaza, 5th Fl., Plot No.C/1,
G Block, Bandra-Kurla Complex,
Bandra (E),
MUMBAI – 400 051.

Dear Sir,

Sub: Proceedings of Annual General Meeting held on 31st July, 2014 purusant to clause 31 of the Listing Agreement

The 57th Annual General Meeting (AGM) of the Members of the Company was held on Thursday, 31st July, 2014, at Fortune Park Galaxy, National Highway No. 8, G.I.D.C., Vapi - 396 195, Gujarat.

Mr. Kapoorchand Chandaria chaired the proceedings of the meeting.

Total 31 members (including authorized representatives) attended the meeting as per the records of attendance. As necessary quorum was present, the Chairman called meeting to order.

The Chairman gave a Chairman Speech giving an overview of the financial performance of the Company for the financial year ended March 31, 2014 and future outlook. The printed copy of the Chairman's statement was also distributed to the members attending the meeting.

The Chairman announced that there were no qualifications, observations or comments on financial transactions or matters, which have adverse effect on the functioning of the Company mentioned in the auditors' report on the financial accounts for the year ended 31st March, 2014

The Chairman informed the Members that pursuant to the provisions of section 108 of Companies Act, 2013 read with rule 20 of the Companies (Management and Administration) Rules, 2014, the Company had extended the e-voting facility to the members of the Company in respect of business to be transacted at the Annual General Meeting. The e-voting commenced at 9.00 a.m. on 25th July, 2014 and ended at 6.00 p.m. IST on 27th July, 2014. The Company had received scrutinizers report dated 29th July, 2014 on e-voting results.

The Chairman commenced the meeting and informed the Members that the Company has arranged for a poll on all 10 resolutions to be passed at the meeting . Thereafter all the 10 resolutions were proposed and seconded.

Thereafter the Chairman ordered for a poll to be taken at the meeting and appointed Mr. Prasen Naithani, Practicing Company Secretary as the scrutinizer for the poll process and requested for an orderly conduct of the voting in a fair and transparent manner. The Chairman announced that the combined result of e-voting and the poll will be communicated to Bombay Stock exchange Limited and National Stock Exchange of India Limited and will be simultaneously uploaded on the website of the Company within 48 hours of the meeting.

The Company has also received Scrutinisers report on poll dated 31st July, 2014. On the combined result of e-voting and poll, all the resolutions put up for voting at the AM were passed with requisite majority. The resolutions briefly related to:

Adoption of Accounts (Ordinary Resolution):
Adopted Audited Balance Sheet as at 31st March, 2014, Profit and Loss Account for the year ended on that date and Cash Flow Statement together with Directors & Auditors Report thereon;

Declaration of Final Dividend on Equity Shares (Ordinary Resolution):
The Final Dividend at the rate of 27.5% i.e. Rs.2.75 per Equity Share of Rs.10/- each for the year ended 31st March, 2014 was declared;

Re-appointment of Directors (Retiring by rotation) (Ordinary Resolution):
Mr. Anil M. Chandaria, Director who retired by rotation and being eligible for re-appointment, was re-appointed as Director of the Company;

Re-appointment of Statutory Auditors (Ordinary Resolution):
M/s. Deloitte Haskins & Sells LLP, Chartered Accountants, having Firm Registration No.117366W/ W-100018 were re-appointed as Statutory Auditors of the Company to hold office from the conclusion of the AGM until the conclusion of the third consecutive AGM of the Company and at remuneration to be determined by Audit Committee and finalised by Board of Directors.

Appointment of Mr. Dineshchandra J. Khimasia as an Independent Director (Ordinary Resolution):
Mr. Dineshchandra J. Khimasia was appointed as an Independent Director of the Company for a term of 5 consecutive years upto 31st March, 2019.

Appointment of Mr. Rajnikant J. Karavadia as an Independent Director (Ordinary Resolution):
Mr. Rajnikant J. Karavadia was appointed as an Independent Director of the Company for a term of 5 consecutive years upto 31st March, 2019.

Appointment of Mr. Kanwaljit S. Nagpal as an Independent Director (Ordinary Resolution):
Mr. Kanwaljit S. Nagpal was appointed as an Independent Director of the Company for a term of 5 consecutive years upto 31st March, 2019.

Appointment of Mr. Rahul Asthana as an Independent Director (Ordinary Resolution):
Mr. Rahul Asthana was appointed as an Independent Director of the Company for a term of 5 consecutive years upto 28th May, 2019.

Borrowing Limits in excess of the limits given under Section 180(1)(c) of the Companies Act, 2013 (Special Resolution):
Consent was accorded to the Board of Directors of the Company to borrow an amount not exceeding Rs.1,000 crores.

Mortgaging and / or charging the Assets of the Company in connection with the borrowing limits fixed under Sction 180(1)(a) of the Companies Act, 2013 (Special Resolution):
Consent was accorded to the Board of Directors of the Company to mortgage and/or charge the Assets of the Company pursuant to section 180(1)(a) upto the limit approved under Section 180(1)(c) of the Companies Act, 2013.

The Voting results of the Company as per Clause 35A of the Listing Agreement is being simultaneously submitted.

Kindly take the same on record.

Thanking you.

Yours faithfully,
For AEGIS LOGISTICS LTD.

MONICA GANDHI
COMPANY SECRETARY & CHIEF MANAGER - LEGAL

Encl : As above