

ADHBHUT INFRASTRUCTURE LIMITED



Registered Office : 910, Ansal Bhawan, 16 K. G. Marg, Delhi-110 001
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CIN No.: 151503DL1985PLC020195

CERTIFIED TRUE COPY OF THE PROCEEDINGS OF THE 29th ANNUAL GENERAL MEETING OF THE COMPANY

The Twenty-Ninth Annual General Meeting of the Company was held on Tuesday, the 30th Day of December, 2014 at 910, Ansal Bhawan, 16, K.G. Marg, New Delhi, 110001 at 10:00 A.M.

The meeting was attended by the following:-

Mr. Amman Kumar..... Chairman
Mr. Vinod Kumar Uppal..... Director
Mr. Amarjeet Singh Rawat..... CFO
Ms. Rashmi Sharma..... Company Secretary

Members personally present.....7 (Seven)
Members present by proxy.....5 (Five)
Number of Member personally (electronic voting).....17 (Seventeen)

1. Shareholders elected Mr. Amman Kumar as Chairman of the Meeting.

Mr. Amman Kumar, Chairman of the Meeting, took the chair.

2. The Chairman then asked the Company Secretary to ascertain the Quorum of the meeting. After ascertaining the requisite Quorum, the Chairman called the meeting in order.
3. The Notice Convening the Annual General Meeting together with Directors' Report was taken as read with the consent of the members. The Company Secretary then read out the Auditor's Report.
4. Thereafter, the following items of the agenda were taken up for voting.

For Adhbhut Infrastructure Limited

Director

ORDINARY BUSINESS

RESOLUTION NO.1: To consider and adopt the Audited Balance Sheet as at 30th June, 2014 and the Statement of Profit & Loss Account for the year ended on that date together with Report of Directors' and Auditors thereon.

Particulars	Number of Valid			Number of Valid Votes contained in			Percentage
	Polling Papers	E-Votes	Total	Polling Papers	E-Votes	Total	
Assent	12	17	29	8409830	603900	9013730	100%
Dissent	0	0	0	0	0	0	0
TOTAL	12	17	29	8409830	603900	9013730	100%

Accordingly, the resolution no. 1 was passed with requisite majority.

RESOLUTION NO.2: Appointment of M/s B. Lugani & Associates, Chartered Accountants, as Statutory Auditors, and to fix their remuneration..

Particulars	Number of Valid			Number of Valid Votes contained in			Percentage
	Polling Papers	E-Votes	Total	Polling Papers	E-Votes	Total	
Assent	12	17	29	8409830	603900	9013730	100%
Dissent	0	0	0	0	0	0	0
TOTAL	12	17	29	8409830	603900	9013730	100%

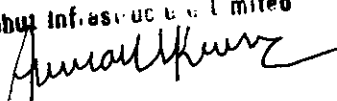
Accordingly, the resolution no. 2 was passed with requisite majority.

SPECIAL BUSINESS

RESOLUTION NO.3: Appointment of Mr. Amman Kumar as the Director of the Company, whose period of office shall be liable to retire by rotation.

Particulars	Number of Valid			Number of Valid Votes contained in			Percentage
	Polling Papers	E-Votes	Total	Polling Papers	E-Votes	Total	
Assent	12	17	29	8409830	603900	9013730	100%
Dissent	0	0	0	0	0	0	0
TOTAL	12	17	29	8409830	603900	9013730	100%

Accordingly, the resolution no. 3 was passed with requisite majority.

For Abhhu Inf. es. uc l. l. mited

Director

RESOLUTION NO.4: Appointment of Mr. Vinod Kumar Uppal as the Director of the Company, whose period of office shall be liable to retire by rotation.

Particulars	Number of Valid			Number of Valid Votes contained in			Percentage
	Polling Papers	E-Votes	Total	Polling Papers	E-Votes	Total	
Assent	12	17	29	8409830	603900	9013730	100%
Dissent	0	0	0	0	0	0	0
TOTAL	12	17	29	8409830	603900	9013730	100%

Accordingly, the resolution no. 4 was passed with requisite majority.

RESOLUTION NO.5: Appointment of Mr. Anubhav Dham as the Director of the Company, whose period of office shall be liable to retire by rotation.

Particulars	Number of Valid			Number of Valid Votes contained in			Percentage
	Polling Papers	E-Votes	Total	Polling Papers	E-Votes	Total	
Assent	12	17	29	8409830	603900	9013730	100%
Dissent	0	0	0	0	0	0	0
TOTAL	12	17	29	8409830	603900	9013730	100%

Accordingly, the resolution no. 5 was passed with requisite majority.

RESOLUTION NO.6: Appointment of Mr. Anubhav Dham as the Whole Time Director of the Company, and to fix the terms of appointment

Particulars	Number of Valid			Number of Valid Votes contained in			Percentage
	Polling Papers	E-Votes	Total	Polling Papers	E-Votes	Total	
Assent	12	17	29	8409830	603900	9013730	100%
Dissent	0	0	0	0	0	0	0
TOTAL	12	17	29	8409830	603900	9013730	100%

Accordingly, the resolution no. 6 was passed with requisite majority.

For Abhbat Infrastructure Limited



Director

RESOLUTION NO.7: Appointment of Mr. Saurabh Khanijo as an Independent Director of the Company.

Particulars	Number of Valid			Number of Valid Votes contained in			Percentage
	Polling Papers	E-Votes	Total	Polling Papers	E-Votes	Total	
Assent	12	17	29	8409830	603900	9013730	100%
Dissent	0	0	0	0	0	0	0
TOTAL	12	17	29	8409830	603900	9013730	100%

Accordingly, the resolution no. 7 was passed with requisite majority.

RESOLUTION NO.8: Appointment of Mr. Sanjay Chhabra as an Independent Director of the Company.


Particulars	Number of Valid			Number of Valid Votes contained in			Percentage
	Polling Papers	E-Votes	Total	Polling Papers	E-Votes	Total	
Assent	12	17	29	8409830	603900	9013730	100%
Dissent	0	0	0	0	0	0	0
TOTAL	12	17	29	8409830	603900	9013730	100%

Accordingly, the resolution no. 8 was passed with requisite majority.

5. There being no business to transact, the meeting concluded with a vote of thanks to the Chair.

For **ADHBHUT INFRASTRUCTURE LIMITED**

For Adhbhut Infrastructure Limited



(DIRECTOR) Director

SCRUTINIZER'S REPORT

To,
The Chairman,
Adhbhut Infrastructure Limited,
910, Ansal Bhawan,
16,K.G. Marg, New Delhi-110001

Twenty-Ninth Annual General Meeting of the Equity Shareholders of Adhbhut Infrastructure Limited to be held on Tuesday, 30th December, 2014 at 910,Ansal Bhawan,16,K.G.Marg,New Delhi-110001.

Subject: Passing of Resolutions through electronic voting pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014

Dear Sir,

I, **Iqneet Kaur**, appointed as Scrutinizer for the purpose of the e-Voting taken on the below mentioned Resolution(s), at the Twenty-Ninth Annual General Meeting of the Equity Shareholders of Adhbhut Infrastructure Limited to be held on Tuesday, 30th December, 2014 at 910, Ansal Bhawan, 16,K.G. Marg, New Delhi-110001.

1. The Board of Directors of the Company at its Meeting held on 04.12.2014 had appointed me as a Scrutinizer for the e-voting process.
2. The Company had appointed National Securities Depository Limited (NSDL) to provide the facility of e-Voting with respect to the Twenty-Ninth Annual General Meeting of the Shareholders of the Company.
3. As on the cut-off date 28th November, 2014 there were 510 Shareholders. Notice was sent to 107 shareholders through email and to 403 shareholders by registered post. The completion of dispatch of Notice was done on 6th December, 2014.
4. As per the said rules, the Company had mentioned in the Notice that the e-voting period commence on Monday, 22nd December, 2014 (10:00 a.m.) and end on Tuesday, 23rd December, 2014 (6:00 p.m.) and that any votes cast after 6.00 p.m. on 23rd December, 2014 would not be valid.
5. The Public Advertisement with respect to dispatch of notices and conducting of voting through electronic means was published in an English newspaper of wide circulation and a vernacular newspaper on 10th December, 2014.
6. At the end of the voting period on Tuesday, 23rd December, 2014 (6:00 p.m.), the voting portal was blocked by NSDL. On 24th December, 2014 the votes casted through e-voting facility were duly unblocked by me as the Scrutinizer in presence of two witnesses.



7. I have compiled the details of the votes cast through e-voting and I submit my Report as under:-

A summary of the votes cast through e-voting is given below:

Total votes cast – 17– (603900 Shares)

Less: Invalid votes – Nil – (Nil Shares)

No. of Valid votes – 17– (603900 Shares)

S. No.	Description	Type of Resolution	Total No of Valid Votes cast through e-voting	No. of Votes cast in favour of the Resolution	No. of Votes cast against the Resolution	%age of Votes cast in favour	%age of votes cast against
(1)	Consideration and adoption of the Audited Balance Sheet as at 30th June, 2014 and the Statement of Profit & Loss for the year ended on that date together with the reports of the Directors' and Auditor's thereon.	Ordinary	17 (603900)	17 (603900)	Nil	100%	Nil
(2)	Appointment of M/s B. Lugani & Associates, Chartered Accountants, (Firm Registration No. 002560N) as Statutory Auditors, and to fix their remuneration.	Ordinary	17 (603900)	17 (603900)	Nil	100%	Nil
(3)	Appointment of Mr. Amman Kumar (DIN 03456445) as the Director of the Company, whose period of office shall be liable to retire by rotation.	Ordinary	17 (603900)	17 (603900)	Nil	100%	Nil
(4)	Appointment of Mr. Vinod Kumar Uppal (DIN 00897121) as the Director of the	Ordinary	17 (603900)	17 (603900)	Nil	100%	Nil



	Company, whose period of office shall be liable to retire by rotation.						
(5)	Appointment of Mr. Anubhav Dham (DIN 02656812) as the Director of the Company, whose period of office shall be liable to retire by rotation.	Ordinary	17 (603900)	17 (603900)	Nil	100%	Nil
(6)	Appointment of Mr. Anubhav Dham (DIN 02656812) as the Whole Time Director of the Company, and to fix the terms of appointment.	Ordinary	17 (603900)	17 (603900)	Nil	100%	Nil
(7)	Appointment of Mr. Saurabh Khanijo (DIN 00956046) as an Independent Director of the Company, whose period of office shall not be liable to retire by rotation.	Ordinary	17 (603900)	17 (603900)	Nil	100%	Nil
(8)	Appointment of Mr. Sanjay Chhabra (DIN 01237026) as an Independent Director of the Company, whose period of office shall not be liable to retire by rotation.	Ordinary	17 (603900)	17 (603900)	Nil	100%	Nil



All the resolutions stand passed under e-voting with the requisite majority.

I hereby confirm that I am holding the Registers received from NSDL both electronically and manually, in respect of the votes cast through e-voting by the shareholders of the Company. It shall be handed over to the Chairman or to any person authorised by him in due course as prescribed in the said Rules.

Thanking you,

(Iqneet Kaur)
Scrutinizer



Place: New Delhi

Dated: 24th December, 2014