

Anant Raj Limited

(Formerly Anant Raj Industries Limited)

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ARL/CS/12828

September 29, 2017

<p>The Manager Listing Department The Bombay Stock Exchange Limited, Phiroze Jee Jee Bhoy Towers, Dalal Street, Mumbai – 400001</p> <p>Scrip code: ANANTRAJ 515055</p>	<p>The Secretary, The National Stock Exchange of India Limited, “Exchange Plaza”, 5th Floor, Plot No. C/1, G-Block, Bandra – Kurla Complex, Bandra (E), Mumbai-400051</p> <p>Scrip code: ANANTRAJ EQ</p>
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Sub: Proceedings of the 32nd Annual General Meeting of the Company held on September 29, 2017, in terms of Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

Dear Sir,

Please note that the 32nd Annual General Meeting of the Company was held on Friday, the 29th day of September, 2017 at 10.30 A.M at the registered office of the Company at Plot No. CP-1, Sector-8, IMT Manesar, Gurgaon, Haryana-122051.

Please find enclosed herewith the proceedings of the 32nd Annual General Meeting of the Company in terms of Part A of Schedule III read with Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

Thanking You,

For Anant Raj Limited

Manoj Pahwa
Company Secretary

Encl: As above

GIST OF THE PROCEEDING OF THE 32nd ANNUAL GENERAL MEETING OF ANANT RAJ LIMITED HELD ON 29TH SEPTEMBER, 2017

The 32nd Annual General Meeting (AGM) of the members of the Company was held on Friday, 29th September, 2017 at 10:30 A.M at the Registered Office of the Company at Plot No.CP-1, Sector-8, IMT Manesar, Gurgaon, Haryana-122051. The meeting concluded at 11:00 A.M. on the same day.

Since the Chairman of the Company, Shri Ashok Sarin could not attend this AGM due to pre-occupation in other matters, the board members amongst themselves elected Sh. Anil Sarin to chair the proceedings of this meeting. He welcomed the members of the Company to the AGM and after ascertaining and confirming the requisite quorum from the attendance register, commenced the proceedings.

He informed that Shri Amit Sarin, Director & CEO and Shri. Maneesh Gupta, the Chairman of Nomination and Remuneration Committee & member of the Audit committee, were present at the meeting. The representative of Statutory Auditors, M/s B.Bhushan & Co, Shri. Kamal Ahluwalia was also present at the meeting and Mr. Vinod Kumar representing M/s Vinod Kumar Bindal & Co. Chartered Accountants whose appointment as Statutory Auditors of the Company were to be considered in this AGM was also present. However, the Secretarial Auditor was absent from the AGM as he had already given his unwillingness to attend the AGM.

The Chairman informed that Mr. Ambarish Chatterjee, Ms. Priya Singh Aggarwal and Shri Brajindar Mohan Singh, Independent Directors of the Company could not attend the AGM due to their pre-occupation in other matters. The copies of the Chairman's speech addressing the members were circulated amongst the members present at the meeting and the same was taken as read.

Thereafter, at the instance of the Chairperson, the Company Secretary informed the members present at the AGM that the notice of the AGM, Board Report and Auditors' report along with the financials had already been circulated to all the members of the Company. Thus, the notice of the Meeting was taken as read with the consent of all the members present in the AGM and the Company Secretary read the reports of Statutory Auditor and Secretarial Auditor before the members. Further, the Chairperson informed that report of Statutory Auditors did not contain any qualifications in their report for which explanation from the Board was required but highlighted the observations made by the Secretarial Auditor's in its report with regard to short spending towards Corporate Social Responsibility (CSR) during the year 2016-17 and non-filling of casual vacancy in the office of Chief financial officer for which the Chairperson gave the reasons and put forth the future course of action in regularising the said observations.

For ANANT RAJ LIMITED



COMPANY SECRETARY

Thereafter the Chairperson invited the members present to ask their queries, comments, give suggestions and seek clarifications, if any. Shri Amit Sarin, the Director and CEO, replied to all queries, comments raised by the members to their satisfaction.

Shri Amit Sarin, the Director and CEO of the Company, apprised the members about the operations, achievements of the Company and future outlook of the Company.

The Company Secretary informed the members present at the meeting that pursuant to the provisions of Section 108 of the Companies Act, 2013, read with Rule 20 of the Companies (Management and Administration) Rule 2014 as amended time to time and Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company had extended E-voting facility to all its shareholders to cast their vote in respect of all resolutions mentioned in the Notice, which had started at 9.00 a.m on Tuesday, 26th September, 2017 and had closed at 5.00 p.m on Thursday, 28th September, 2017. Mr. Rajesh Lakhanpal, Company Secretary in Practice, had been appointed as the scrutinizer to conduct the poll in a fair and transparent manner.

With the permission of the Chair, the Company Secretary then requested the shareholders who have not exercised their votes through E-voting facility, to cast their vote by poll on the following resolutions through the Ballot Paper:

ORDINARY BUSINESS

1. To receive, consider and adopt the Audited Financial Statements (Standalone & Consolidated) of the Company for the financial year ended March 31, 2017, together with the reports of the Board of Directors and Auditors thereon.
2. To declare dividend on equity shares for the financial year ended March 31, 2017.
3. To appoint a Director in place of Shri Amit Sarin (DIN: 00015837), who retires by rotation at this Annual General Meeting, and being eligible, offers himself for re-appointment.
4. To appoint the M/s Vinod Kumar Bindal & Co; Chartered Accountant (Registration No. 003820N) as Statutory Auditors of the Company and to authorise the Board of Directors to fix their remuneration.

For ANANT RAJ LIMITED


COMPANY SECRETARY

SPECIAL BUSINESS

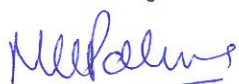
5. To approve the re-appointment of Shri Anil Sarin (DIN 00016152), Managing Director and payment of remuneration.
6. To approve the increase in borrowing limits of the Company upto Rs. 1,950/- Crores (Rupees One Thousand Nine Hundred and Fifty Crores Only) under section 180(1)(c) of the Companies Act, 2013.
7. To ratify the remuneration payable to M/s Kabra & Associates, Cost Auditors of the Company for the financial year 2017-18, as fixed by the Board of Directors of the Company.

The members cast their votes on the ballot papers provided to them and put the same into the ballot box placed at the meeting. After all the members had casted their vote, the ballot box was then handed over to the scrutinizer to count the votes cast and also combine the result with remote e-voting.

The Chairperson announced that the combined results of the E-voting and poll will be announced within 48 hours from the conclusion of Meeting and the same shall be posted on the website of the Company and be intimated to National Securities Depository Limited (NSDL) and shall also be notified to Stock Exchanges, where the equity shares of the company are listed. Further, a copy of the results shall also be placed on the Notice Board at the registered office and Head Office of the Company.

The Chairperson then thanked the members present and declared the meeting as closed. The meeting concluded at 11:00 A.M, with a vote of thanks to the Chair.

For Anant Raj Limited



Manoj Pahwa
Company Secretary
ACS: 7812