



SIFL/SECT/RB/14-15/87

August 02, 2014

The Secretary
The Calcutta Stock Exchange Limited
7 Lyons Range
Kolkata - 700 001
Fax: 033-2210 4500/4491; 2230 3020
CSE Scrip Code: 29051

Dear Sir,

Sub: Outcome of 29th Annual General Meeting (AGM)

This is to inform you that the 29th Annual General Meeting (AGM) of the Company has been duly convened and held on Saturday, August 02, 2014 at 'Science City Main Auditorium', Kolkata.

Please note that pursuant to Clause 35B of the Listing Agreement and the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014, the Company had extended e-voting facility to the Members of the Company in respect of business to be transacted at the 29th Annual General Meeting. The e-voting commenced on Wednesday, July 23, 2014 (9.00 a.m) and concluded on Friday, July 25, 2014 (6.00 p.m). Dr. K. R. Chandratre, Practising Company Secretary (Certificate of Practice No. 5144) was appointed as Scrutinizer by the Board for scrutinizing the e-voting process.

191 Members representing 44,44,52,338 Equity Shares aggregating to 88.35% of the total Paid up Equity Share Capital of the Company voted on resolutions by electronic mode. Further, pursuant to provisions of Section 107 of the Companies Act, 2013 and vide MCA Circular No. 20/2014 dated June 17, 2014, the resolutions were not required to be put to vote either on show of hands or by poll.

The following resolutions have been passed with requisite majority, based on the Scrutinizer's Report on e-voting furnished by Dr. Chandratre on July 31, 2014 –

1. Adoption of the Audited Statement of Profit and Loss for the Financial Year ended on March 31, 2014, the Balance Sheet as at that date and the Reports of the Directors' and Auditors' thereon;
2. Declaration of dividend @ Re. 0.50 (i.e. 5%) per Equity share of Rs. 10/- each;
3. Re-appointment of Mr. Sunil Kanoria (holding DIN 00421564) as Director of the Company;
4. Re-appointment of Haribhakti & Co., Chartered Accountants as Auditors of the Company to hold office until the conclusion of the next Annual General Meeting;
5. Amendment of the Articles of Association (AOA) of the Company;
6. Appointment Mr. Salil Kumar Gupta (holding DIN 00651223) as an Independent Director of the Company for a period of five consecutive years from the date of Twenty-Ninth Annual General Meeting of the Company;

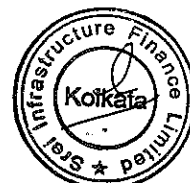
Srei Infrastructure Finance Limited

CIN: L29219WB1985PLC055352

Registered Office : 'Vishwakarma' 86C, Topsia Road (South), Kolkata - 700 046

Tel.: +91 33 22850112-15, 61607734 Fax: +91 33 2285 8501/7542

Website: www.srei.com





7. Appointment of Mr. Shyamalendu Chatterjee (holding DIN 00048249) as an Independent Director of the Company for a period of five consecutive years from the date of Twenty-Ninth Annual General Meeting of the Company;
8. Appointment of Mr. Sujitendra Krishna Deb (holding DIN 03524764) as an Independent Director of the Company for a period of five consecutive years from the date of Twenty-Ninth Annual General Meeting of the Company;
9. Appointment of Mr. Srinivasachari Rajagopal (holding DIN 00022609) as an Independent Director of the Company for a period of five consecutive years from the date of Twenty-Ninth Annual General Meeting of the Company;
10. Appointment of Dr. Satish Chandra Jha (holding DIN 00247427) as an Independent Director of the Company for a period of five consecutive years from the date of Twenty-Ninth Annual General Meeting of the Company;
11. Appointment of Dr. Punita Kumar Sinha (holding DIN 05229262) as an Independent Director of the Company for a period of five consecutive years from the date of Twenty-Ninth Annual General Meeting of the Company;
12. Keeping of the Register of Members, etc., as required to be kept at the Registered Office of the Company, at the Office in India of Registrar & Share Transfer Agents (RTA) of the Company;
13. Authority to borrow money under Section 180(1)(c) of the Companies Act, 2013 upto an aggregate amount of Rs. 25,000 Crores outstanding at any time;
14. Mortgaging and/or creating a charge on the present and/or future moveable and/or immoveable properties pursuant to Section 180(1)(a) of the Companies Act, 2013;
15. Payment of Commission to Non-Executive Directors of the Company, annually for each of the five financial years commencing from financial year 2014-15, an amount not exceeding 1% (one per cent) of the Net Profits of the Company pursuant to the provisions of Clause 49(II)(C) of the recently amended Listing Agreement with the Stock Exchange(s) and Section 197 of the Companies Act, 2013;
16. Issue of Non Convertible Debt Securities on private placement basis upto a maximum aggregate amount of Rs. 10,000 Crores, in terms of Section 42 and 71 of the Companies Act, 2013 read with Companies (Prospectus and Allotment of Securities) Rules, 2014;
17. Investment/acquisition of securities of one or more bodies corporate for an amount not exceeding Rs. 7,500 Crores, in excess of and in addition to the investments already made as at March 31, 2014, in terms of Section 186 of the Companies Act, 2013 read with the Companies (Meetings of Board and its Powers) Rules, 2014.

The copy of the Report on e-voting submitted by the Scrutiniser, Dr. K. R. Chandratre, Practising Company Secretary is enclosed herewith for your reference and record.

Please note that a detailed outcome of the 29th AGM of the Company in the format prescribed under Clause 35A of the Listing Agreement shall be submitted to the Exchanges within the stipulated time.

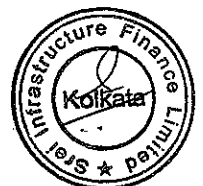
Srei Infrastructure Finance Limited

CIN: L29219WB1985PLC055352

Registered Office : 'Vishwakarma' 86C, Topsia Road (South), Kolkata - 700 046

Tel.: +91 33 22850112-15, 61607734 Fax: +91 33 2285 8501/7542

Website: www.srei.com





Further, the minutes of the aforesaid AGM will be forwarded to you in due course.

Kindly upload the information on your website for information of the investors.

Thanking you.

Yours faithfully,
For Srei Infrastructure Finance Limited

Sandeep Lakhota
Company Secretary

Encl: a/a

cc: The Secretary

1. **BSE Limited**
Phiroze Jeejeebhoy Towers
Dalal Street, Mumbai - 400 001
Fax: 022 - 2272 2037/2039/2041/3121
BSE Scrip Code: 523756
2. **National Stock Exchange of India Limited**
Exchange Plaza, 5th Floor, Plot no. C/1, G Block
Bandra-Kurla Complex, Bandra (E), Mumbai - 400 051
Fax: 022 - 2659 8237/38, 2659 8347/48
NSE Symbol: SREINFRA

Srei Infrastructure Finance Limited

CIN: L29219WB1985PLC055352

Registered Office : 'Vishwakarma' 86C, Topsia Road (South), Kolkata - 700 046

Tel.: +91 33 22850112-15, 61607734 Fax: +91 33 2285 8501/7542

Website: www.srei.com

DR. K. R. CHANDRATRE

FCS, M.Com., LL.B, Ph.D.
Practising Company Secretary

308 Commerce Avenue, 3rd Floor, 24 Mahaganesh Colony,
Paud Road, Above P. N. Gadgil Jewelers, Pune 411 038.

Tel : 020 - 25450502, Cell : 9881235586

E-mail : krchandratre@vsnl.net krchandratreoffice@gmail.com
website : www.drkrchandratre.net

Res. : 'Purtala', 15, Milan Co-op. Hsg. Society, Mayur Colony,
Pune - 411 029. Tel. : 020 - 25435132.

SCRUTINIZER'S REPORT

Report to the Chairman of the Board of Directors of Srei Infrastructure Finance Limited, a company incorporated under the Companies Act, 1956 having its registered office at "Vishwakarma", 86 C, Topsis Main Road (South), Kolkata- 700046 (hereinafter referred to as the "Company") on E-voting conducted on matters as set forth in the notice dated May 23, 2014 for 29th Annual General Meeting of the Company to be held on August 2, 2014.

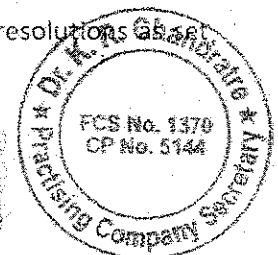
Dear Sir,

1. In terms of Clause 35 B of the Listing Agreement and provisions of section 108 of the Companies Act, 2013 read with rule 20 (ix) of the Companies (Management and Administration) Rules, 2014 I was appointed the Scrutinizer on May 23, 2014 to the E-voting process provided for matters as set forth in the notice dated May 23, 2014.
2. On the basis of the Register of Members and the List of Beneficiary owners made available by the Depositories viz. National Securities Depositories Limited (NSDL) and Central Securities Depositories Limited (CDSL) as on June 20, 2014, the cutoff date for E-voting, the Company completed the dispatch of the notice of E-voting:
 - By e-mail to 30,512 members on July 05, 2014.
 - By Speed Post to 5,612 members on July 9, 2014, by registered post to 19,781 members on July 9, 2014 and to 147 members (whose e-mails bounced back) on July 15, 2014.
3. In terms of the said notice the E-voting was open between July 23, 2014 (9.00 a.m.) to July 25, 2014 (6.00 p.m) and members were required to cast their votes electronically conveying their assent/dissent in respect of the Ordinary/ Special Resolutions on E-voting platform provided by the NSDL.
4. As required by the Rules, I unblocked the E-votes at 6.10 p.m. on E-voting platform provided by the NSDL after the completion of the E-voting process on 25th July 2014 at 6 p.m. in presence of two witnesses Mr.Pankaj Kumar Agrawal and Ms.Anita Prasad.
5. Based on the results made available to me by National Securities Depositories Limited (NSDL), I have annexed to the Report the results for each of the 17 resolutions set forth in the said notice.

Certified True Copy

Srei Infrastructure Finance Limited

Sandeep K. Chakraborty
Company Secretary



[Handwritten mark]

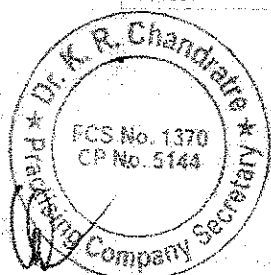
6. The result of the E – voting is as under:

Assent/ Dissent	Number of members who voted through E-voting system	Number of e- votes cast by Them	% of total number of valid votes cast	Remarks
Item No. 1. As Ordinary Resolution: Adoption of Statement of Profit & Loss, Balance Sheet, Report of the Board of Directors and Auditors for the financial year ended March 31, 2014.				
(i) Voted in favour of the resolution	188	444451827	100.00	Passed with requisite Majority
(ii) Voted against the resolution	2	11	0.00	
Total	190	444451838	100.00	
(iii) Invalid votes:	Nil	Nil		
Item No 2. As Ordinary Resolution: Declaration of Final Dividend for the financial year ended March 31, 2014.				
(i) Voted in favour of the resolution	188	444,452,326	100.00	Passed with requisite Majority
(ii) Voted against the resolution	3	12	0.00	
Total	191	444,452,338	100.00	
(iii) Invalid votes:	Nil	Nil		
Item No 3. As Ordinary Resolution: Appointment of a Director in place of Mr. Sunil Kanoria (holding DIN 00421564), who retires by rotation and being eligible, seeks re-appointment				
(i) Voted in favour of the resolution	167	437591388	98.46	Passed with requisite Majority
(ii) Voted against the resolution	20	6859938	1.54	
Total	187	444451326	100.00	
(iii) Invalid votes:	Nil	Nil		
Item No 4. As Ordinary Resolution: Re-appointment of Haribhakti & Co. as Auditors.				
(i) Voted in favour of the resolution	182	441892943	99.97	Passed with requisite Majority
(ii) Voted against the resolution	7	127741	0.03	
Total	189	442020684	100.00	
(iii) Invalid votes:	Nil	Nil		

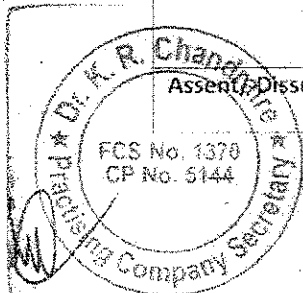
Original Copy

2014

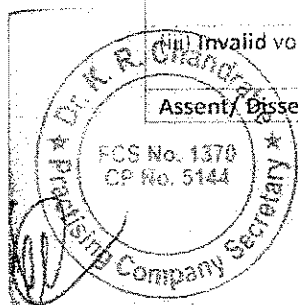
2014



Assent/ Dissent	Number of members who voted through E-voting system	Number of e- votes cast by Them	% of total number of valid votes cast	Remarks
Item No 5. As Special Resolution: Alteration of Articles of Association				
(i) Voted in favour of the resolution	176	441033488	99.87	Passed with requisite Majority
(ii) Voted against the resolution	9	577277	0.13	
Total	185	441610765	100.00	
(iii) Invalid votes:	Nil		Nil	
Item No 6. As Special Resolution. Appointment of Mr. Salil Kumar Gupta (holding DIN 00651223) as an Independent Director.				
(i) Voted in favour of the resolution	171	439015570	98.78	Passed with requisite Majority
(ii) Voted against the resolution	20	5436768	1.22	
Total	191	444452338	100.00	
(iii) Invalid votes:	Nil		Nil	
Item No 7. As Special Resolution : Appointment of Mr. Shyamalendu Chatterjee (holding DIN 00048249) as an Independent Director				
(i) Voted in favour of the resolution	188	444451967	100.00	Passed with requisite Majority
(ii) Voted against the resolution	3	371	0.00	
Total	191	444452338	100.00	
(iii) Invalid votes:	Nil		Nil	
Item No 8. As Special Resolution. Appointment of Mr. Sujitendra Krishna Deb (holding DIN 03524764) as an Independent Director				
(i) Voted in favour of the resolution	183	444051940	99.91	Passed with requisite Majority
(ii) Voted against the resolution	7	400373	0.09	
Total	190	444452313	100.00	
(iii) Invalid votes:	Nil		Nil	
Assent/ Dissent	Number of members who	Number of e- votes cast by	% of total number of	Remarks



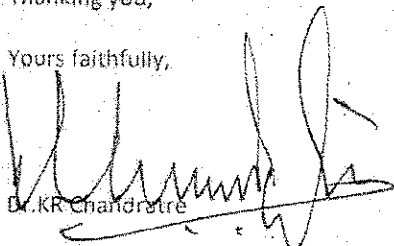
	voted through E-voting system	them	valid votes cast		
Item No.9. As Special Resolution: Appointment of Mr. Srinivasachari Rajagopal (holding DIN 00022609) as an Independent Director.					
(i) Voted in favour of the resolution	170	441554752	99.35	Passed with requisite Majority	
(ii) Voted against the resolution	19	2897186	0.65		
Total	189	444451938	100.00		
(iii) Invalid votes:	Nil		Nil		
Item No.10. As Special Resolution: Appointment of Dr. Satish Chandra Jha (holding DIN 00247477) as an Independent Director.					
(i) Voted in favour of the resolution	184	444068466	99.92	Passed with requisite Majority	
(ii) Voted against the resolution	6	370372	0.08		
Total	190	444438838	100.00		
(iii) Invalid votes:	Nil		Nil		
Item No.11. As Special Resolution: Appointment of Dr. Punita Kumar Sinha (holding DIN 05229262) as an Independent Director.					
(i) Voted in favour of the resolution	182	444258365	99.96	Passed with requisite Majority	
(ii) Voted against the resolution	6	182372	0.04		
Total	188	444440737	100.00		
(iii) Invalid votes:	Nil		Nil		
Item No.12. As Special Resolution: Keeping of the Register of Members etc. at the office in India of Registrar & Share Transfer Agents.					
(i) Voted in favour of the resolution	187	444051768	100.00	Passed with requisite Majority	
(ii) Voted against the resolution	2	370	0.00		
Total	189	444052138	100.00		
(iii) Invalid votes:	Nil		Nil		
Item No.13. As Special Resolution: Authority to the Board to borrow upto Rs.25, 000 Crores.					
(i) Voted in favour of the resolution	179	443729887	99.84	Passed with requisite Majority	
(ii) Voted against the resolution	12	722451	0.16		
Total	191	444452338	100.00		
(iii) Invalid votes:	Nil		Nil		
Assent/Dissent	Number	of	Number of e-	% of total	Remarks



	members who voted through E-voting system	votes cast by Them	number of valid votes cast	
Item No 14. As Special Resolution: Authority to mortgage and/or create charge.				
(i) Voted in favour of the resolution	182	444146207	99.93	Passed with requisite Majority
(ii) Voted against the resolution	8	305951	0.07	
Total	190	444452158	100.00	
(iii) Invalid votes:	Nil	Nil		
Item No 15. As Special Resolution : Payment of Commission to Non Executive Directors.				
(i) Voted in favour of the resolution	167	443048012	99.69	Passed with requisite Majority
(ii) Voted against the resolution	22	1389926	0.31	
Total	189	444437938	100.00	
(iii) Invalid votes:	Nil	Nil		
Item No 16. As Special Resolution: Issuance of Non Convertible Debt Securities upto Rs.10,000Crores on private placement basis.				
(i) Voted in favour of the resolution	179	443534534	99.79	Passed with requisite Majority
(ii) Voted against the resolution	11	917604	0.21	
Total	190	444452138	100.00	
(iii) Invalid votes:	Nil	Nil		
Item No 17. As Special Resolution: Authority to invest/acquire securities etc. upto Rs 7,500Crores.				
(i) Voted in favour of the resolution	163	439526670	98.89	Passed with requisite Majority
(ii) Voted against the resolution	28	4925668	1.11	
Total	191	444452338	100.00	
(iii) Invalid votes:	Nil	Nil		

Thanking you,

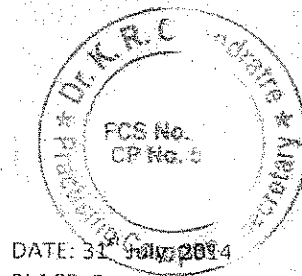
Yours faithfully,



Dr. KR Chandratre

FCS No. 1370

CP No. 5144



DATE: 31 July 2024

PLACE: Pune