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May 23, 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,

Re: Updates on Outcome of Board Meeting held on 23.05.2014

This is to inform you that the Board of Directors of the Company has, at its meeting held today i.e. May 23, 2014, inter alia, taken the following decisions:

1. The Twenty-Ninth Annual General Meeting (AGM) of the Members of the Company will be held on Saturday, August 02, 2014 at 10.30 a.m. at the Science City Main Auditorium, JBS Haldane Avenue, Kolkata - 700 046 and a copy of the Notice convening the said Annual General Meeting will be sent to you in due course.
2. Pursuant to Clause 16 of the Listing Agreement, please note that the Register of Members and the Share Transfer Books of the Company will remain closed from Friday, July 18, 2014 to Friday, July 25, 2014 (both days inclusive) for the purpose of payment of dividend.
3. The Board has approved to raise funds by way of a public issue of Secured, Redeemable, Non-Convertible Debentures not exceeding Rs. 2,500 Crores, in one or more tranches during the Financial Year 2014-15 pursuant to the provisions of the Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008 and other applicable laws.
4. The Board has, based on the assessment, recommendation and approval of the Audit Committee, appointed Mr. Kishore Kumar Lodha as the Chief Financial Officer (CFO) of the Company w.e.f. 1st April, 2014.
5. The Board has, based on the recommendation of the Audit Committee, appointed Mr. Deepak Chatrath as the Internal Auditor of the Company w.e.f. 23rd May, 2014.
6. The Board has constituted/re-constituted various Committees of the Company in accordance with provisions of Companies Act, 2013 and Clause 49 of Listing Agreement with Stock Exchange(s) recently amended by the Securities & Exchange Board of India (SEBI) vide Circular No. CIR/CFD/POLICY CELL/2/2014 dated April 17, 2014.
7. The Board has decided following matters, subject to requisite approvals -
 - a) Amendment of the Articles of Association (AOA) of the Company to bring it in consonance and harmony with the Companies Act, 2013.

Srei Infrastructure Finance Limited

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

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

Email: corporate@srei.com Website: www.srei.com

(CIN) : L29219WB1985PLC055352





- b) Recommended appointment of Mr. Salil Kumar Gupta (holding DIN 00651223), Mr. Shyamalendu Chatterjee (holding DIN 00048249), Mr. Sujitendra Krishna Deb (holding DIN 03524764), Mr. Srinivasachari Rajagopal (holding DIN 00022609), Dr. Satish Chandra Jha (holding DIN 00247427) and Dr. Punita Kumar Sinha (holding DIN 05229262) as Independent Directors of the Company for a period of 5 (five) consecutive years from the conclusion of the forthcoming Twenty-Ninth Annual General Meeting of the Company until the conclusion of the Thirty-Fourth Annual General Meeting of the Company.
- c) 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.
- d) Authority to borrow upto Rs. 25,000 Crores in terms of Section 180(1)(c) of the Companies Act, 2013 and creation of mortgage and/or charge etc. in terms of Section 180(1)(a) of the Companies Act, 2013.
- e) Payment of Commission to Non-Executive Directors of the Company, annually for each of the five financial years commencing from financial year 2014-15, 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.
- f) 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.
- g) 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.

This is for your information and record.

Thanking you.

Yours faithfully,

For Srei Infrastructure Finance Limited

Sandeep Lakhota
Company Secretary

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