



Ahluwalia Contracts (India) Limited

ENGINEERING ♦ DESIGNING ♦ CONSTRUCTION

Date: 17-10-2016

To,
Asst. General Manager (Corporate Services)
BSE Limited.
25th Floor, P.J.Towers
Dalal Street, Mumbai - 400001
Fax: 022- 2272 3121 / 2272 2037,
2272 2041, 2061 / 2039 / 3719/ 1278

Asst. Vice President - Listing,
National Stock Exchange of India Ltd.
5th Floor, Exchange Plaza,
Bandra Kurla Complex ,
Bandra (East) Mumbai- 400051
Ph. No. : 022-26598235-236-26598346,
Fax. No.: 022-26598237-38, 26598347-48

Dear Sir/Madam,

SUB.: Copy of Minutes of 37th Annual General Meeting held on 30-09-2016

Ref.: Ahluwalia Contracts (India) Ltd – Scrip Code: 532811 & AHLUCONT

Dear Sir/Madam,

In terms of Regulation 30(4) under Schedule – III of Securities and Exchange Board of India (SEBI) (Listing Obligations & Disclosure Requirements) Regulations 2015, please find enclosed the copy of Minutes of the 37th Annual General Meeting of the Members of the Company held on 30th September, 2016 at Ahlcon Public School, Mayur Vihar, Phase-I, Delhi- 110092 at 4.00 p.m. to 4.20 p.m

Kindly take the same on your record and oblige.

You are also requested to up-date our Company records/data in BSE website & NSE website.

Yours faithfully,
For Ahluwalia Contracts (India) Ltd

(Vipin Kumar Tiwari)
Company Secretary
Encl.: as above



Copy to:

To,
The Manager (Listing), Code : 10011134
Calcutta Stock Exchange Ltd ,
7, Lyons Range,
Kolkata – 700001,
Ph.:033-22104470-4477
Fax : 033-22102223

**MINUTES OF THE 37TH ANNUAL GENERAL MEETING OF AHLUWALIA CONTRACTS (INDIA) LTD.
HELD ON FRIDAY 30TH SEPTEMBER 2016 AT AHLCON PUBLIC SCHOOL, MAYUR VIHAR, PHASE-I,
DELHI-110091 AT 4.00 P.M**

Time of Commencement: 04:00 P.M.

Time of Completion: 04:20 P.M.

CHAired BY

1	Sh.Bikramjit Ahluwalia	Chairman & Managing Director
---	------------------------	------------------------------

DIRECTORS PRESENT:

1	Sh.Shobhit Uppal	DY. Managing Director
2	Sh.Vinay Pal	Whole Time Director
3	Sh. Arun K: Gupta	Independent Director & Chairman of Audit Committee
4	Sh.S.K.Chawla	Independent Director, Chairman of Nomination & Remuneration Committee and Stakeholders & Investors' Grievance Committee
5	Dr.Sushil Chandra	Independent Director
6	MS. Mohinder Kaur Sahlot	Independent Director

IN ATTENDANCE:

1	Sh.Gireesh Kumar Goenka	Statutory Auditor
2	Sh.Satbeer Singh	Chief Financial Officer
3	Sh.Vipin Kumar Tiwari	GM (Corporate) & Company Secretary

SPECIAL INVITEE:

Sh. Santosh Kumar Pradhan	Practicing Company Secretary (Scrutinizer)
---------------------------	--------------------------------------------

Members Present in Person (Nos.) -- 1110

By Proxies (Nos.) -- 10

The Chairman welcomed the members and introduced the other Directors sitting on the dais. He informed that the quorum for the 37th Annual General Meeting was present and called the meeting to order. He announced that the company had received 10 valid proxies, all the Statutory documents as required under the various provisions of Companies Act, 2013, including the Register of Directors' Shareholding maintained under Section 307 of the Companies Act, 2013, the Auditors' Report as per the provisions of Companies Act, 1956 were kept open to inspection by any member of the Company.

The Chairman, then requested the Company Secretary to read out the Auditors' report dated 24.05.2016. The Company Secretary read out the same.

Thereafter, the Chairman took up the Agenda.

CHAIRMAN'S ADDRESS

The Chairman welcomed the members and introduced the other Directors sitting on the dais. He informed that the quorum for the 37th Annual General Meeting was present and called the meeting to order. He announced that the company had received 10 valid proxies.

Thereafter, the Chairman took up the Agenda.



Then with the consent of members present at the meeting, notice convening the meeting and the Directors' Report, which already circulated were taken as read. Thereafter the Chairman requested the Company Secretary to read out the Independent Auditors' report.

The Chairman also informed that Financial Statements containing the Auditors' Report & Directors' Report and the Register of Directors' and Key Managerial Personnel and their Shareholding are available for inspection by the Shareholders.

The Company Secretary then read out the First & last line of the Independent Auditors' report for the Financial Year 2015-16 with the permission of the shareholders present.

Then the Company Secretary briefed about the remote e-voting and shared that pursuant to the Provisions of the Listing Agreement & Companies Act, 2013, the Company had provided remote e-voting facility to the members holding the shares as on 23th September, 2016 in the manner as prescribed under the Companies (Management and Administration) Rules, 2014 to vote on the proposed resolutions of this Annual General Meeting. In order to provide similar voting rights to the members present in person and through Proxies, opportunity to vote would be provided in proportion to the shares held by members as on cut-off date viz. 23th September, 2016. Those who have cast their vote through remote e-voting were advised not to vote again as per the statutory requirements. Thereafter, he called Mr. Santosh Kumar Pradhan, Scrutinizer to lock the empty Ballot boxes in front of the Shareholder's present. He then read out the items of business of the meeting to be transacted at the Annual General Meeting and requested all the shareholders to vote through the Poll.

After ensuring that all the shareholders had casted their vote through Poll, he informed that the results shall be declared after receiving the consolidated report from the Scrutinizer and the result shall be uploaded in the Company's website and also be informed to the Stock Exchanges.

Thereafter the Company secretary proposes a vote of thanks.

The Chairman announced the Closure of meeting.

CONSOLIDATED RESULTS AND AGENDA ITEMS AS DETAILED IN THE ANNUAL GENERAL MEETING NOTICE DATED 12TH AUGUST, 2016

ORDINARY BUSINESS

1. ADOPTION OF FINANCIAL STATEMENTS:

Upon motion duly made by Mr. Manish Kapur (Folio No. 0002053) and seconded by Mr. Guru Dayal Upadhyay (Folio No.0002446), the shareholders voted unanimously to pass the following resolution as an **Ordinary resolution**:

To consider and adopt the audited standalone financial statements of the Company for financial year ended March 31, 2016 and the Reports of the Board of Directors and the Auditors thereon; and the audited consolidated financial statements of the Company for the financial year ended March 31, 2016 and the Report of the Auditors thereon.

"RESOLVED THAT pursuant to the provisions of Section 134 of the Companies Act, 2013, the Audited Standalone & Consolidated Financial Statements containing the Balance Sheet as at 31st March, 2016 and the Profit and Loss Account ended on that date, Cash Flow statements along with schedules and notes appended thereto and the reports of the Board of Directors and Auditors thereon, be and are hereby adopted."



The signature is handwritten in black ink. The circular stamp is blue and contains the text "AHLUWALIA CONTRACTS (INDIA) LIMITED" around the perimeter and a star symbol at the bottom.

Total votes cast in favour 59279123

Total Votes cast against: Nil

The above said resolution was passed with requisite majority.

2. Reappointment of Retiring Director

Upon motion duly made by Mrs. Renu Gupta (Folio No. IN302269/14420997) and seconded by Mr.R.P. Tulsian (Folio No. "IN300118/11272510"the shareholders voted unanimously to pass the following resolution as an **Ordinary resolution**:

To appoint a Director in place of Sh. Vinay Pal (DIN: 02220101) who retires by rotation and being eligible, offers himself for re-appointment.

"RESOLVED THAT Mr. Vinay Pal, who retires by rotation and being eligible offers himself for re-appointment, be and is hereby appointed as a Director of the Company."

Total votes cast in favour: 55575121

Total Votes cast against: 4408275

The above said resolution was passed with requisite majority.

3. RATIFICATION OF APPOINTMENT OF STATUTORY AUDITORS

Upon motion duly made by Mr. Sunil Purl (Folio No. 0002369) and seconded by Mr. Chetan Chadha (Folio No.0002163), the shareholders voted unanimously to pass the following resolution as an **Ordinary resolution**:

To ratify the appointment of M/s. Arun K. Gupta & Associates, Chartered Accountants [Registration No.000605N], to consider and if thought fit, to pass with or without modification(s), the following resolution as an **Ordinary Resolution**:

"RESOLVED THAT pursuant to the provisions of section 139 and 142 and other applicable provisions of the Companies Act, 2013 ('Act') and the Companies "(Audit and Auditors) Rules, 2014 (including any statutory modification(s) or re-enactment(S) thereof, for the time being in force), the appointment of M/s. Arun K. Gupta & Associates, Chartered Accountants [Registration No.000605N], as statutory auditors upto the conclusion of next annual general meeting be and is hereby ratified and confirmed and that the Board / Audit Committee be and is hereby authorized to fix remuneration plus reimbursement of out of pocket expenses as may be determined in consent with the Statutory Auditors."

Total votes cast in favour: 58948938

Total Votes cast against: 1320358

The above said resolution was passed with requisite majority.

SPECIAL BUSINESS

4. RATIFICATION OF APPOINTMENT OF COST AUDITORS

Upon motion duly made by Mr. Rahul Gupta (Folio No. "1202060000134457 ") and seconded by Mr. Lokesh Kumar Jain (Folio No. 0001869), the shareholders voted unanimously to pass the following resolution as an **Ordinary resolution**:



To consider and if thought fit, to pass, with or without modification(s), the following resolution as an **Ordinary Resolution**:

"RESOLVED THAT pursuant to the provisions of Section 148 and other applicable provisions of the Companies Act, 2013, read with the Companies (Cost Records and Audit) Rules, 2014 and the Companies (Audit and Auditors) Rules, 2014 (including any statutory modification(s) or re-enactment thereof, for the time being in force), the remuneration of the Cost Auditors as may be mutually decided by the Board with the Cost Auditors viz. M/s Jitender Navneet & Company, Cost Accountants (FRN: 000119) to conduct the audit of the cost records of the Company for the financial year 2016-17, be and is hereby ratified."

"RESOLVED FURTHER THAT the Board of Directors of the Company be and is hereby authorised to do all acts and take all such steps as may be necessary, proper or expedient to give effect to this resolution."

Total votes cast in favour: 59222900

Total Votes cast against: 1046396

The above said resolution was passed with requisite majority.

Vote of Thanks

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

Minutes Recorded by: Mr. Vipin Kumar Tiwari, Company Secretary

Date of Entry:

sd/

CHAIRMAN

Dated: 17th October, 2016

Place: New Delhi

Tiwari

