



**Dated: September 18, 2018**

**The Manager  
BSE Limited  
Corporate Relationship Department  
PhirozeJeejeebhoy Towers  
Dalal Street  
Mumbai- 400001**

**The Manager  
National Stock Exchange of India Ltd  
Listing Department  
Exchange Plaza, 5<sup>th</sup> Floor, Plot no C/1  
G Block, BandraKurla Complex  
Bandra (E), Mumbai-400 051**

**Scrip Code: BSE- 540750; NSE- IEX**

**Sub: Proceedings of 12<sup>th</sup> Annual General Meeting of the Company.**

12<sup>th</sup> Annual General Meeting (AGM) of the Company was held today i.e. Tuesday, September 18, 2018 and the business (es) mentioned in the Notice dated 09.08.2018, were transacted in this regard please find enclosed the Summary of proceedings as required under Regulation 30 read with Part-A of Schedule – III of the SEBI Listing Regulations as Annexure-I.

The meeting commenced sharply at 11:00 am and concluded at 11:20 am.

The result along with the Scrutinizer's Report(s) would be available at website of the Company and Karvy Computershare Private Limited, Registrar and Transfer Agents of the Company.

You are requested to take the above information on record.

Thanking You

Yours faithfully,  
For **Indian Energy Exchange Limited**

  
**Vineet Harlalka**

**Company Secretary & Compliance Officer**



Encl: as above



## Annexure-I

### **1. Date, Time and Venue of the AGM:**

The AGM was held on Tuesday, September 18, 2018 at 11:00 AM at Dr. S R KVS Auditorium, Kendriya Vidyalaya No. 2, APS Colony, Delhi-Gurgaon Road, Delhi Cantt, New Delhi- 110010, India.

### **2. Brief details of items deliberated:**

- Mr. Dinesh Kumar Mahrotra – Chairman and Non-Executive Independent Director and Chairman of the Audit Committee and member of Nomination and Remuneration Committee of the Company, chaired the AGM.
- Prof. Kayyalathu Thomas Chacko, Non-Executive Independent Director and Chairman of Nomination and Remuneration Committee, Stakeholder Relationship Committee and Corporate Social Responsibility Committee was present in the meeting.
- Mr. Satyanarayan Goel, MD & CEO and Mr. Mahendra Kumar Singhi, Non-Executive Director were also present in the meeting.
- Mr. Amandeep Singhla, representative of M/s. BSR & Associates, LLP, our Statutory Auditors was present in the meeting.
- Mohd. Nazim Khan, Proprietor of M/s MNK & Associates, our Secretarial Auditor was also present in the meeting.
- The Company Secretary welcomed the Members and introduced the Directors on the dais.
- On ascertaining from the Company Secretary about requisite quorum being present, the Chairman called the meeting to order.
- The Chairman informed the Members that the Register of Directors and Key Managerial Personnel and Register of Directors, Shareholding maintained under Section 170 (1) of the Companies Act, 2013, Statutory Auditors' Reports and the Secretarial Auditor's Report were available for inspection by Members.



- Certificate from the statutory auditors confirming compliance with implementation of ESOP Scheme in accordance with SEBI (SBEB) regulations, 2014 and terms of the resolution passed in General Meeting was also place before the Shareholders.
- The Chairman informed the members that remote e-voting commenced on Friday, September 14, 2018 (09:00 A.M.) and closed on Monday, September 17, 2018 till (05:00 PM). Such remote e-voting facility was in addition to the voting that took place by Insta poll at the AGM.
- Thereafter, the Chairman delivered his speech. Briefly reviewing the performance of the Company.
- Board Members answered the queries raised by the Members present at the Meeting.
- The Company Secretary read the operative portion of the Notice of the Meeting and the Auditors' Reports, and with the permission of the Members present, the full Notice and the Auditors' Reports on Financial Results of the Company were taken as read. The Members noted that the Statutory Auditors have not made any qualification. Reservation or adverse remark or disclaimer in their report. The Members noted that the Secretarial Auditor has also not made any qualification, reservation or adverse remark or disclaimer in his report.
- The following business set out in the notice convening the AGM was put for shareholders' approval:

### **ORDINARY BUSINESS**

- i) Consider and adopt the Audited Financial Statements for the year ended March 31, 2018 together with the Reports of the Board of Directors and the Auditors thereon.
- ii) Approve and declare the payment of Final Dividend of Rs. 22/- (220%) per equity share of Rs.10/- (Face Value) each for the year ended 31<sup>st</sup> March 2018.
- iii) Appoint a Director in place of Mr. Mahendra Singhi (DIN: 00243835), who retires by rotation, and being eligible, offers himself for re-appointment.
- iv) Appoint a Director in place of Mr. Gopal Srinivasan (DIN: 00177699), who retires by rotation, and being eligible, offers himself for re-appointment.



### **SPECIAL BUSINESS:**

- v) Re-classification of Authorised Share Capital.
- vi) Sub- Division of Share Capital into smaller amount.
- vii) Increase the limit of total shareholding of all Registered Foreign Portfolio Investors (FPIs) / Registered Foreign Institutional Investors (FIIs) put together from 24% up to 49% of the paid-up equity share capital of the Company.
- viii) Ratification of Pre-IPO Employees Stock Option Scheme.
- The Company Secretary with the permission of the Chairman informed the shareholders that Mohd Nazim Khan, Practicing Company Secretary, New Delhi (FCS-6529 & CP-8245) was appointed as Scrutinizer to scrutinize the remote e-voting process and the Insta poll at the Meeting in a fair and transparent manner. The shareholders were further informed that the results of the voting would be disseminated to the Stock exchanges namely BSE Ltd. and National Stock Exchange of India Ltd' and would also be uploaded on the website of the Company and Karvy Computershare Private Limited the agency providing e-voting facility within the stipulated time under applicable law.

### **3. Manner of Voting:**

- Pursuant to the provisions of the Companies Act, 2013 and Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 the Company had provided remote e-voting facility to its shareholders to cast votes electronically on the resolutions which were set out in the AGM notice dated August 21, 2018.
- Further, the facility for voting through Insta poll was made available to the shareholders who were present at the AGM and had not casted their votes by remote e-voting.
- Mohd Nazim Khan, Practicing Company Secretary, New Delhi (FCS-6529 & CP-8245), supervised the voting process.

### **4. Result of the Meeting:**

The resolutions are duly approved and passed at the AGM of the Company. Detailed voting results shall be submitted within 48 hours of the conclusion of the Meeting.



The Chairman informed the Members that in accordance with Rule 20(4) (xii) and its proviso of the Companies (Management and Administration) Rules, 2014 the Company Secretary of the Company had been authorized to receive the Scrutinizer's Report, and communicate the results of the voting to the Stock Exchanges, forthwith. The Chairman further informed that the results declared along with the report of the Scrutinizer would be placed on the website of the Company and would be provided to Stock Exchanges immediately after the declaration of the results.

Thereafter, the meeting ended, with a vote of thanks to the Chair.

*Note: The document does not constitute minutes of the proceedings of the AGM held on Tuesday, September 18, 2018.*

Kindly take the same on record and upload it on your respective websites.

You are requested to take the above information on record.

Thanking You

Yours faithfully,

For **Indian Energy Exchange Limited**

A handwritten signature in blue ink, appearing to read 'Vineet Harlalka', is written over a circular blue stamp.

**Vineet Harlalka**

**Company Secretary & Compliance Officer**

