



3i Infotech®
LIMITLESS EXCELLENCE

PROCEEDINGS OF THE TENTH EXTRAORDINARY GENERAL MEETING OF THE COMPANY HELD ON WEDNESDAY, JUNE 20, 2018 AT 10:30 A.M. AT VISHNUDAS BHAVE NATYAGRUHA, SECTOR 16A, OPP. VASHI BUS DEPOT, VASHI, NAVI MUMBAI- 400703

The 10th Extraordinary General Meeting ("EGM") of the Members of 3i Infotech Limited was held on Wednesday, June 20, 2018 at 10:30 a.m. at Vishnudas Bhawe Natyagruha, Sector 16A, Opp. Vashi Bus Depot, Vashi, Navi Mumbai- 400 703. The EGM was convened at the requisition of SREI Multiple Asset Investment Trust ("SMAIT"), which holds 16.34% of the paid up share capital of the Company carrying voting rights.

Total 59 Members were personally present in the Meeting. Apart from Members, Mr. Ashok Shah, Chairman, Mr. Padmanabhan Iyer, Managing Director and Global CEO and Mr. Rajeev Limaye, Company Secretary of the Company were present at the Meeting.

Mr. Ashok Shah, Chairman of the Company, chaired the meeting. After ascertaining that the requisite quorum for the Meeting as per the provisions of Companies Act, 2013 ("the Act") was present, the Chairman declared the meeting validly convened. He informed the Members that the proceedings of the EGM would be carried out as per the requirements of the Act.

With the unanimous consent of the Members present at the Meeting, the Notice convening the Meeting was taken as read. The Chairman then informed the shareholders that the Company has received a requisition under Section 100 of the Companies Act, 2013 from SREI Multiple Asset Investment Trust (SMAIT) ('Requisitionist'), which holds 26,39,09,361 equity shares of the Company (constituting 16.34% of the paid up capital of the Company carrying voting right as on date of notice of EGM) to consider ordinary resolution for appointment of Mr. Roopendra Narayan Roy (DIN: 00152621) as an Independent Director of the Company.

The Chairman informed the shareholders that in compliance with the provisions of the Companies Act, 2013 read with rules there under and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company had provided remote electronic voting facility during the e-voting period from Sunday, June 17, 2018 [9:00 a.m. (IST)] till Tuesday, June 19, 2018 [5:00 p.m. (IST)] through National Securities Depository Limited (NSDL) to the Members entitled to cast their vote for the resolutions specified in the Notice of the EGM. He also informed that the Members who were present at





the Meeting and did not vote through electronic mode would be given an opportunity to cast their vote through physical voting by way of ballot paper at the end of the Meeting.

The Chairman also informed the Members that Mr. Prakash Pandya or failing him Mr. B. Narasimhan or failing him Mr. Mr. Avinash Bagul, Partners of M/s. BNP & Associates, practicing Company Secretaries was appointed as scrutinizer (the "Scrutinizer") to scrutinize the voting and remote e-voting in a fair and transparent manner vide Resolution passed by Circulation by the Board of Directors on May 20, 2018.

Then, Members present were then given the opportunity to ask questions and seek clarifications on the only agenda item as mentioned in the Notice. Several Members expressed their views regarding the proposed resolution put before them for their approval and sought some clarifications on the agenda item mentioned in the notice. The Chairman responded to the queries raised by the Members. One of the representatives of requisitionist, who attended the Meeting, in person explained to the Members their view for sending such requisition to the Company.

Post the question and answer session, the Chairman took up the formal proceedings of the Meeting. He stated that the combined results of the remote e-voting, which has already been completed and the physical voting which would be conducted at this day of EGM through Ballot Paper, will be announced on Friday, June 22, 2018.

The Chairman then thanked the Members present at the Meeting for their participation and continuous support and then declared the Meeting as concluded subject to conduct of physical voting through Ballot Paper.

This is for your information and records.

For 3i Infotech Limited

Rajeev Limaye

Company Secretary

