



Notice is hereby given that the 25<sup>th</sup> Annual General Meeting (AGM) of the Members of SRS Real Infrastructure Ltd. will be held as under:

Day : Thursday  
Date : 3<sup>rd</sup> September, 2015  
Time : 10:30 A.M.  
Venue : SRS Banquet  
Near SRS Multiplex,  
City Centre, Sector – 12,  
Faridabad, NCR Delhi-121007

to transact the following business:

#### ORDINARY BUSINESS

1. To receive, consider and adopt the audited Balance Sheet as at 31<sup>st</sup> March, 2015 and the audited statement of Profit and Loss Account for the year ended on that date, together with Report of the Auditors and Directors thereon.
2. To appoint a Director in place of Sh. Parveen Tayal (DIN:05254433), who retires by rotation at this Annual General Meeting and being eligible, offers himself for re-appointment.
3. 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 & other applicable provisions of the Companies Act, 2013, if any, the Companies (Audit and Auditors) Rules, 2014, and pursuant to the recommendations of the Audit Committee of the Board of Directors, the appointment of M/s. S. S. Kothari Mehta & Co., Chartered Accountants (Registration No: 000756N) and M/s. Naresh Jai & Associates, Chartered Accountants (Registration No:019082N) as Joint Statutory Auditors of the Company be and is hereby ratified and that the said Auditors will hold office from the conclusion of this Annual General Meeting (AGM) until the conclusion of the Third consecutive AGM in case of M/s. S. S. Kothari Mehta & Co. and second consecutive AGM in case of M/s. Naresh Jai & Associates (subject to ratification by members at every AGM held after this AGM) and that the Board of Directors be and is hereby authorized to fix the remuneration as may be recommended by the Audit Committee in consultation with the Auditors.”

#### SPECIAL BUSINESS

##### 4. APPOINTMENT OF SH. ANKIT GARG (DIN: 02945744) AS A DIRECTOR

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

“RESOLVED THAT Sh. Ankit Garg (DIN: 02945744), who was appointed as an additional Director of the Company by the Board on 4<sup>th</sup> September, 2014 and whose tenure of office expires at the ensuing Annual General Meeting pursuant to Sec.161 of the Companies Act, 2013 and in respect of whom a notice from a member proposing his candidature for the office of Director of the Company, has been received along with a deposit of ₹ 1,00,000/- under the provisions of Section 160 of the Companies Act, 2013 be and is hereby appointed as Director of the Company, liable to retire by rotation.”

##### 5. APPOINTMENT OF SH. PRAVEEN GUPTA (DIN: 02954957) AS AN INDEPENDENT DIRECTOR

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

“RESOLVED THAT Sh. Praveen Gupta (DIN: 02954957), who was appointed as an Additional (Independent) Director of the Company by the Board on 4<sup>th</sup> September, 2014 pursuant to the provisions of Section 149, 150, 152 and other applicable provisions, if any, of the Companies Act, 2013 (referred to as the “Act”) and the Companies (Appointment and Qualification of Directors) Rules, 2014 and Clause 49 of the Listing Agreement (including any statutory modifications or re-enactments or amendments thereof for the time being in force) read with Schedule IV to the Act, and whose tenure of office expires at the ensuing Annual General Meeting pursuant to the provisions of Section 161 of the Act and in respect of whom the Company has received a notice in writing under Section 160 of the Companies Act, 2013 from a member proposing his candidature for the office of Director, be and is hereby appointed as an Independent Director of the Company to hold office for five consecutive years from 4<sup>th</sup> September, 2014 upto 3<sup>rd</sup> September, 2019, whose office shall not be liable to retire by rotation.”

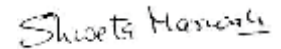
6. INVITATION & ACCEPTANCE OF FIXED/PUBLIC DEPOSITS

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

“RESOLVED THAT pursuant to the provisions of Section 73 and 76 of the Companies Act, 2013 read with the Companies (Acceptance of Deposits) Rules, 2014 and other applicable provisions, if any, and subject to such conditions, approvals, permissions, as may be necessary, consent of the members be and is hereby accorded to invite/accept/renew/receive money by way of unsecured/secured deposits or in any other form, from public and/or members of the Company in any form or manner, through circular, advertisement or through any other permissible mode, up to the permissible limits prescribed under the applicable provisions of law and on such terms and conditions as the Board of Directors of the Company in its absolute discretion may deem fit & necessary.

RESOLVED FURTHER THAT for the purpose of giving effect to this resolution, the Board of Directors and/or a Committee thereof, be and is hereby authorized to do all such acts, deeds, things as they may consider necessary, proper, expedient or desirable and to comply with the necessary formalities in this regard.”

By order of the Board  
For SRS Real Infrastructure Ltd.



(Shweta Marwah)  
Company Secretary  
M. No.18730

Place: Faridabad  
Date: 27<sup>th</sup> July, 2015

NOTES

1. A member entitled to attend and vote at the meeting is entitled to appoint a proxy to attend and vote on poll instead of himself/herself and the proxy need not be a member of the Company.
2. Pursuant to provisions of Section 105 of the Companies Act, 2013 and Rules made thereunder, a person can act as proxy on behalf of members not exceeding fifty (50) and holding in the aggregate not more than ten percent of the total share capital of the company carrying voting rights. A member holding more than ten percent of the total share capital of the company carrying voting rights may appoint a single person as proxy and such person shall not act as a proxy for any other person or shareholder.
3. The enclosed proxy form, duly completed, stamped and signed, must reach at the Registered Office not later than 48 hours before the scheduled time of the Meeting.
4. During the period beginning 24 hours before the time fixed for the commencement of the meeting and ending with the conclusion of the meeting, members entitled to vote would be entitled to inspect the proxies lodged, at any time during the business hours of the company, provided not less than three days' notice in writing is given to the Company.
5. Corporate Members intending to send their authorized representative to attend the meeting are requested to send a certified copy of the Board Resolution authorizing their representative to attend and vote on their behalf at the meeting in terms of Section 113 of the Companies Act, 2013.
6. The relevant Explanatory Statements pursuant to Section 102 of the Companies Act, 2013 in respect of Item Nos. 4-6 as set out above is appended herein below.
7. Sh. Parveen Tayal retires by rotation and being eligible offers himself for re-appointment at the ensuing Annual General Meeting.
8. The relevant information as required under Clause 49 of the Listing Agreement in respect of the Directors seeking appointment/re-appointment is annexed to this notice. The Directors have furnished the requisite consents/declarations for their appointment/reappointment.
9. M/s. S. S. Kothari Mehta & Co., Chartered Accountants and M/s. Naresh Jai & Associates, Chartered Accountants have submitted their certificates expressing their eligibility for ratification of their re-appointment as Joint Statutory Auditors of the Company in terms of Section 139 (1) of the Companies Act, 2013 and Rules made thereunder.

10. Beetal Financial & Computer Services Pvt. Ltd. is the Registrar and Share Transfer Agents (RTA's) of the Company. All investor relation communication may be sent to RTA's at the following address:  
  
Beetal Financial & Computer Services Pvt. Ltd.  
Beetal House, 3<sup>rd</sup> Floor,  
99, Madangir, Behind Local Shopping Centre,  
Near Dada Harsukh Dass Mandir, New Delhi-110062  
Ph. #011-29961281-283, Fax#011-29961284  
Email id: beetalrta@gmail.com
11. Members are requested to notify all the changes, if any, in their addresses/particulars to their depository participants in respect of their holding in electronic form and to RTA's at the above address in respect of their holding in physical form.
12. The Register of Members and Share Transfer Books will remain closed from 28<sup>th</sup> August, 2015 to 3<sup>rd</sup> September, 2015 (both days inclusive).
13. The Ministry of Corporate Affairs on 10<sup>th</sup> May, 2012 notified the Investor Education and Protection Fund (uploading of information regarding unpaid and unclaimed amounts lying with companies) Rules, 2012 (IEPF Rules), which is applicable to the Company. In terms of the said IEPF Rules, the Company has uploaded the information in respect of the unclaimed dividend and Interest on Fixed/Public Deposits as on the last annual general meeting of the Company which was held on 28<sup>th</sup> August 2014, on the website of the IEPF viz. [www.iepf.gov.in](http://www.iepf.gov.in) and under "Investors" section on the website of the Company viz. [www.srsparivar.com](http://www.srsparivar.com). The concerned members are requested to verify the details of their unclaimed amount, if any from the said websites and write to the Company/ RTAs before the same is due for transfer to the Investor Education and Protection Fund.
14. The Company is concerned about the environment and utilizes all natural resources in an optimum way. Therefore, you are requested to update your email id with your Depository Participants in case of shares held in demat and in case of physical shares, register/update your email id with the Company's Registrar & Share Transfer Agent to enable us to send you the reports and other communications via email.
15. Copies of the Annual Report containing Notice of 25<sup>th</sup> Annual General Meeting and the instructions for e-voting along with Attendance Slip and Proxy Form is being sent by electronic mode to all the Members whose email addresses are registered with Company/Depository Participant(s) unless any member has requested a physical copy of the same. For Members who have not registered their e-mail addresses, physical copies of Annual Report along with attendance slip and proxy form are being sent by permitted mode.
16. Pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Amendment Rules, 2015 and provisions of Clause 35B of the Listing Agreement, the Company is pleased to provide the members facility to exercise their right to vote at the 25<sup>th</sup> Annual General Meeting of the Company by electronic means and the businesses may be transacted through e-voting services provided by Central Depository Services (India) Limited (CDSL).
17. The Shareholders can vote on all the businesses to be transacted at the Annual General Meeting by way of any one of the following methods:
  - Remote e-voting i.e. the facility of casting votes by a member using an electronic voting system from a place other than venue of the Annual General Meeting;
  - Voting at venue of the Annual General Meeting by poll through ballot paper, as will be provided by the Company.
18. The Shareholder who have cast their votes through remote e-voting shall be entitled to attend the meeting, however, shall not be allowed to cast their vote again at the venue of the Annual General Meeting.
19. The shareholders attending the meeting, who have not already cast their votes through remote e-voting, shall be able to exercise their right at the meeting.
20. The Shareholders shall have one vote per equity share held by them. The facility of voting would be provided once for every folio/client id, irrespective of the number of joint holders.

21. The shareholders as on the cut off date i.e. 27<sup>th</sup> August, 2015 shall only be eligible to vote on the resolutions mentioned in the notice of annual general meeting.
22. The Company has appointed Ms. Savita Trehan, Practicing Company Secretary, as the Scrutinizer for conducting the voting process in a fair and transparent manner.
23. The scrutinizer will submit her final and consolidated report to the Chairman of the Company within 2 working days after the conclusion of the Annual General Meeting. The scrutinizer's decision on the validity of all kinds of voting will be final.
24. The results of Annual General Meeting shall be declared by the Chairman or his authorized representative or any Director of the Company after the Annual General Meeting within the prescribed time limit.
25. The results of voting will also be placed at the website of the company viz. [www.srsparivar.com](http://www.srsparivar.com) and on CDSL website viz. [www.cdslindia.com](http://www.cdslindia.com)

The instructions for members for 'voting through electronic means' are as under:-

- (i) The voting period begins on 31<sup>st</sup> August, 2015 (1000 hours) and will end at 1700 hours, on 2<sup>nd</sup> September, 2015. During this period shareholders' of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date 27<sup>th</sup> August, 2015 may cast their votes electronically. The e-voting module shall be disabled by CDSL for voting thereafter.
- (ii) Shareholders who have already voted prior to the meeting date would not be entitled to vote at the meeting venue.
- (iii) The shareholders should log on to the e-voting website [www.evotingindia.com](http://www.evotingindia.com).
- (iv) Click on Shareholders.
- (v) Now Enter your User ID
  - a. For CDSL: 16 digits beneficiary ID,
  - b. For NSDL: 8 Character DP ID followed by 8 Digits Client ID,
  - c. Members holding shares in Physical Form should enter Folio Number registered with the Company.
- (vi) Next enter the Image Verification as displayed and Click on Login.
- (vii) If you are holding shares in demat form and had logged on to [www.evotingindia.com](http://www.evotingindia.com) and voted on an earlier voting of any company, then your existing password is to be used.
- (viii) If you are a first time user follow the steps given below:

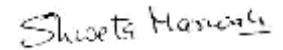
	For Members holding shares in Demat Form and Physical Form
PAN	<p>Enter your 10 digit alpha-numeric PAN issued by Income Tax Department</p> <ul style="list-style-type: none"> <li>● Members who have not updated their PAN with the Company/Depository Participant are requested to use the the first two letters of their name and the 8 digits of the sequence number in the PAN field.</li> <li>● In case the sequence number is less than 8 digits enter the applicable number of 0's before the number after the first two characters of the name in CAPITAL letters. Eg. If your name is Ramesh Kumar with sequence number 1 then enter RA00000001 in the PAN field.</li> </ul>
Dividend Bank Details OR Date of Birth (DOB)	<p>Enter the Dividend Bank Details or Date of Birth (in dd/mm/yyyy format) as recorded in your demat account or in the company records in order to login.</p> <ul style="list-style-type: none"> <li>● If both the details are not recorded with the depository or company please enter the member id / folio number in the Dividend Bank details field as mentioned in instruction (v).</li> </ul>

- (ix) After entering these details appropriately, click on "SUBMIT" tab.
- (x) Members holding shares in physical form will then directly reach the Company selection screen. However, members holding shares in demat form will now reach 'Password Creation' menu wherein they are required to mandatorily enter their login password in the new password field. Kindly note that this password is to be also used by the demat holders for voting for resolutions of any other company on which they are eligible to vote, provided that company opts for e-voting through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
- (xi) For Members holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.
- (xii) Click on the EVSN for SRS Real Infrastructure Ltd. on which you choose to vote.
- (xiii) On the voting page, you will see "RESOLUTION DESCRIPTION" and against the same the option "YES/NO" for voting. Select the option YES or NO as desired. The option YES implies that you assent to the Resolution and option NO implies that you dissent to the Resolution.
- (xiv) Click on the "RESOLUTIONS FILE LINK" if you wish to view the entire Resolution details.
- (xv) After selecting the resolution you have decided to vote on, click on "SUBMIT". A confirmation box will be displayed. If you wish to confirm your vote, click on "OK", else to change your vote, click on "CANCEL" and accordingly modify your vote.
- (xvi) Once you "CONFIRM" your vote on the resolution, you will not be allowed to modify your vote.
- (xvii) You can also take out print of the voting done by you by clicking on "Click here to print" option on the Voting page.
- (xviii) If Demat account holder has forgotten the changed password then enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.
- (xix) Note for Non – Individual Shareholders and Custodians
- Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodian are required to log on to [www.evotingindia.com](http://www.evotingindia.com) and register themselves as Corporates.
  - A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com).
  - After receiving the login details a compliance user should be created using the admin login and password. The Compliance user would be able to link the account(s) for which they wish to vote on.
  - The list of accounts should be mailed to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com) and on approval of the accounts they would be able to cast their vote.
  - A scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.
- (xx) Any person, who acquires shares of the Company and become Member of the Company after dispatch of the Notice and holding shares as on the cut-off date i.e. Thursday, 27<sup>th</sup> August, 2015 may visit the Company's website [www.srsparivar.com](http://www.srsparivar.com) for 'Notice calling the 25<sup>th</sup> Annual General Meeting' or may write to our RTA's for copy of Notice and can follow the same instructions as mentioned above for e-Voting.
- (xxi) In case you have any queries or issues regarding e-voting, you may refer the Frequently Asked Questions ("FAQs") and e-voting manual available at [www.evotingindia.com](http://www.evotingindia.com), under help section or write an email to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com)
26. Members desiring any information/clarification on the accounts are requested to write to the Company at least 10 days in advance, so as to enable the management to keep the information ready at the Annual General Meeting.

27. All documents referred to in the Notice will be available for inspection at the Company's corporate & registered office during business hours on working days upto the date of AGM.
28. Should any assistance be desired/clarification be sought, you may write at shwetamarwah@srsparivar.com.

By order of the Board  
For SRS Real Infrastructure Ltd.

Place: Faridabad  
Date: 27<sup>th</sup> July, 2015



(Shweta Marwah)  
Company Secretary  
M. No.18730

#### EXPLANATORY STATEMENT PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013

##### Item No. 4

Sh. Ankit Garg was appointed as an additional Director of the Company by the Board on 4<sup>th</sup> September, 2014. His tenure of office expires at the ensuing Annual General Meeting pursuant to Section 161 of the Companies Act, 2013 and a notice has been received from a member proposing his name for the Directorship of the Company along with a deposit of ` 1,00,000/- under the provisions of Section 160 of the Companies Act, 2013. The Board believes that his directorship in the Company will be in the interest of the Company.

The Company has received from Sh. Ankit Garg consent in writing to act as Director in Form DIR-2 pursuant to Rule 8 of the Companies (Appointment & Qualification of Directors) Rules, 2014; intimation in Form DIR-8 in terms of the Companies (Appointment & Qualification of Directors) Rules, 2014 to the effect that he is not disqualified under Section 164(2) of the Companies Act, 2013.

Except Sh. Ankit Garg and Sh. Jitender Kumar Garg, no other Director or Key Managerial Personnel or their respective relatives are in any way, concerned or interested, financially or otherwise, in the said resolution.

The Board recommends the resolution set forth in Item No. 4 for the approval of members.

##### Item No. 5

Sh. Praveen Gupta was appointed as an additional (Independent) Director of the Company by the Board on 4<sup>th</sup> September, 2014. His tenure of office expires at the ensuing Annual General Meeting pursuant to Section 161 of the Companies Act, 2013 and a notice has been received from a member proposing his name for the Directorship of the Company along with a deposit of ` 1,00,000/- under the provisions of Section 160 of the Companies Act, 2013. Pursuant to the provisions of the Companies Act, 2013 and Clause 49 of the listing agreement, his performance during the period of his directorship was evaluated. He has vast business experience and knowledge and has contributed well in all decisions of the company independently. The Board considers that his association would be of immense benefit to the company.

The Board of Directors of the Company, after reviewing the provisions of the Act and Listing Agreement, is of the opinion that Sh. Praveen Gupta fulfills the conditions specified in the Listing Agreement, Act & Rules made there under to be eligible to be appointed as Independent Director of the Company. The Board is also of the opinion that he is independent of the management of the Company. The Board considers that his association would be of immense benefit to the Company.

A copy of the draft letter for the appointment of Sh. Praveen Gupta as an Independent Director setting out the terms and conditions is available for inspection without any fee by the members at the Company's registered office during normal business hours on working days up to the date of the AGM.

The Company has received from Sh. Praveen Gupta consent in writing to act as Director in Form DIR-2 pursuant to Rule 8 of the Companies (Appointment & Qualification of Directors) Rules, 2014; intimation in Form DIR-8 in terms of the Companies (Appointment & Qualification of Directors) Rules, 2014 to the effect that he is not disqualified under Section 164(2) of the Companies Act, 2013 and a declaration to the effect that he meets the criteria of independence as provided in Section 149(6) of the Companies Act, 2013.

The resolution seeks the approval of the members in terms of Sections 149 read with Schedule IV and other applicable provisions of the Companies Act, 2013 and the Rules made there under for appointment of Sh. Praveen Gupta as an Independent Director for Five (5) consecutive years commencing from 4<sup>th</sup> September, 2014 to 3<sup>rd</sup> September 2019. He is not liable to retire by rotation.

None of the Directors, KMP or their relatives is interested either directly or indirectly, in the said proposal, except Sh. Praveen Gupta.

The Board recommends the resolution set out in Item No. 5 for the approval of members.

#### Item No.6

The Company requires funds for its working capital as well as capital expenditure and accordingly, the Board of Directors in its meeting held on 27<sup>th</sup> July, 2015 decided to invite & accept deposits from Public and Shareholders of the Company.

In accordance with the provisions of Sections 73-76 of the Companies Act, 2013 and the Companies (Acceptance of Deposits) Rules, 2014 and other applicable provisions, if any, it is incumbent on every company to take approval of members in general meeting for inviting/accepting deposits from public and members of the Company, either unsecured or by creating security for the same.

None of the Directors, KMP or their relatives is interested either directly or indirectly, in the said proposal.

The Board recommends the resolution set out in Item No. 6 for the approval of members as Special Resolution.

By order of the Board  
For SRS Real Infrastructure Ltd.

*Shweta Marwah*

(Shweta Marwah)  
Company Secretary  
M. No.18730

Place: Faridabad  
Date: 27<sup>th</sup> July, 2015

#### INFORMATION OF DIRECTORS SEEKING APPOINTMENT/REAPPOINTMENT PURSUANT TO CLAUSE 49 OF THE LISTING AGREEMENT AS ON 31<sup>ST</sup> MARCH, 2015

Name of Director	Date of Birth	Qualification	Exp.	Directorship in other Indian Companies	Chairmanship/ Membership of Committees of the Board of Public Ltd. Companies	No. of Shares held in the Company
Sh. Parveen Tayal	28.10.1989	MBA (Finance)	3 Years	1) SRS Modern Sales Ltd. 2) Sankalp Wellness Services Ltd.	Member-1	Nil
Sh. Ankit Garg	05.07.1988	C. A.	2 Years	1) SRS Limited 2) Deepit Real Estate Ltd. 3) CMT Real Estate Pvt. Ltd. 4) SRS Mines Overseas Ltd. 5) SRS Mines & Minerals (FZC)	Nil	Nil
Sh. Praveen Gupta	20.03.1974	L. Bb	10 Years	1) SRS Limited	Nil	Nil

By order of the Board  
For SRS Real Infrastructure Ltd.

*Shweta Marwah*

(Shweta Marwah)  
Company Secretary  
M. No.18730

Place: Faridabad  
Date: 27<sup>th</sup> July, 2015



## SRS REAL INFRASTRUCTURE LIMITED

Regd. Office: SRS Tower, 721, 722, 727, 7<sup>th</sup> Floor, Near Metro Station Mewla Maharajpur,  
G.T Road, Faridabad (NCR Delhi) - 121003  
T: 0129-4323100 F: 0129-4323195  
W: www.srsparivar.com, E: shwetamarwah@srsparivar.com  
CIN: - L65910HR1990PLC040431

### ATTENDANCE SLIP

Folio No. / DP ID/ Client ID:

Number of Shares held:

Name and Address of the Member:

I certify that I am a member/proxy for the shareholder of the Company.

I hereby record my presence at the 25<sup>th</sup> Annual General Meeting of the Company held on Thursday, 3<sup>rd</sup> September, 2015 at 10.30 A.M at "SRS Banquet", Near SRS Multiplex, City Centre, Sector-12, Faridabad, Haryana- 121007

\_\_\_\_\_  
Signature of Member/Proxy

Note:

1. Please complete the Folio/DP ID-Client ID No., Name and address, sign the Attendance slip and hand it over at the entrance of the Meeting Hall. Joint member may obtain additional Attendance Slip at the venue of the meeting.
2. Electronic copy of the Annual Report for the financial year ended 31<sup>st</sup> March, 2015 and Notice of the AGM along with Attendance Slip and proxy form is being sent to all members whose e-mail address is registered with the Company/ Depository Participant. Members receiving electronic copy and attending the AGM can print copy of this Attendance Slip.
3. Physical copy of the Annual Report for the financial year ended 31<sup>st</sup> March, 2015 and Notice of the AGM along with Attendance Slip and proxy form is sent in the permitted mode(s) to all members.

# SRS REAL INFRASTRUCTURE LIMITED

Regd. Office: SRS Tower, 721, 722, 727, 7<sup>th</sup> Floor, Near Metro Station Mewla Maharajpur, G.T Road, Faridabad (NCR Delhi) - 121003

T: 0129-4323100 F: 0129-4323195

W: www.srsparivar.com, E: shwetamarwah@srsparivar.com

CIN: - L65910HR1990PLC040431

Form No. MGT-11

## PROXY FORM

(Pursuant to Section 105(6) of the Companies Act, 2013 and Rule 19(3) of the Companies (Management and Administration) Rules, 2014)

Name of the Member(s): _____
Registered address: _____
E-mail ID: _____ Folio No. (DP ID and Client ID): _____

I/We being the Member (s) of \_\_\_\_\_ shares of SRS REAL INFRASTRUCTURE LIMITED hereby appoint

- Name \_\_\_\_\_ E-Mail ID: \_\_\_\_\_  
Address \_\_\_\_\_  
Signature \_\_\_\_\_ or failing him/ her
- Name \_\_\_\_\_ E-Mail ID: \_\_\_\_\_  
Address \_\_\_\_\_  
Signature \_\_\_\_\_ or failing him/ her
- Name \_\_\_\_\_ E-Mail ID: \_\_\_\_\_  
Address \_\_\_\_\_  
Signature \_\_\_\_\_ or failing him/ her

as my/our Proxy to attend and vote (on a poll) for me/us and on my/our behalf at the 25<sup>th</sup> Annual General Meeting of the Company to be held on Thursday, 3<sup>rd</sup> September, 2015 at 10.30 A.M at "SRS Banquet", Near SRS Multiplex, City Centre, Sector-12, Faridabad, Haryana- 121007 and at any adjournment thereof.

\*\*I wish my above Proxy to vote in the manner as indicated in the box below:

Resolutions	For	Against
1. Consider and adopt: Audited Financial Statement, Reports of the Board of Directors and Auditors for the financial year ended 31 <sup>st</sup> March, 2015		
2. Re-appointment of Sh. Parveen Tayal who retires by rotation		
3. Ratification of Re-appointment of Auditors and fixing their remuneration		
4. Appointment of Sh. Ankit Garg as Director of Company		
5. Appointment of Sh. Praveen Gupta as an Independent Director		
6. Invitation & Acceptance of Fixed/Public Deposits		

\* Applicable for investors holding shares in electronic form

\_\_\_\_\_  
Sign of the share holder

Signed this ..... day of .....2015

\_\_\_\_\_  
Signature of First Proxy holder

\_\_\_\_\_  
Signature of Second Proxy holder

\_\_\_\_\_  
Signature of Third Proxy holder

Affix here One  
Rupee Revenue  
Stamp

Reference Folio No. / DP ID & Client ID\*

### Notes:

- (1) This form of proxy in order to be effective should be duly completed and deposited at the Registered Office of the Company not less than 48 hours before the commencement of the meeting.
- (2) A Proxy need not be a member of the Company.
- (3) Pursuant to the provisions of Section 105 of Companies Act, 2013, a person can act as a proxy on behalf of members not exceeding fifty and holding in the aggregate not more than 10% of the total share capital of the Company carrying voting rights. A member holding more than 10% of the total share capital of the Company carrying voting rights may appoint a single person as proxy and such person shall not act as a proxy for any other person or shareholder.
- (4) This is only optional. Please put a 'X' in the appropriate column against the resolutions indicated in the Box. If you leave the 'For' or 'Against' column blank against any or all the resolutions, your Proxy will be entitled to vote in the manner as he/she thinks appropriate.
- (5) Appointing a proxy does not prevent a member from attending the meeting in person if he so wishes.
- (6) In the case of joint holders, the signature of any one holder will be sufficient, but names of all the joint holders should be stated.

## ROUTE MAP



***If undelivered, please return to:***

**SRS REAL INFRASTRUCTURE LIMITED**

Corp. & Regd. Office :

SRS Tower, 721, 722, 727, 7<sup>th</sup> Floor, Near Metro Station Mewla Maharajpur, Delhi Mathura Road, Faridabad, NCR Delhi-121003 T 0129-4323100 F 0129-4323195

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SRS Multiplex, Top Floor, City Centre, Sector-12, Faridabad, NCR Delhi-121007 T 0129-4282801-08 F 0129-4282809-810

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202, 27 New Delhi House, Barakhamba Road, Connaught Place, New Delhi - 110001 T 011-41571258-60 F 011-41571269

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