SHRISTI
WELCOME TO LIFE

SHRISTI INFRASTRUCTURE DEVELOPMENT CORPORATION LIMITED

Registered Office : Plot No. X - 1, 2 & 3, Block - EP, Sector - V, Salt Lake City, Kolkata - 700 091

Website : www.shristicorp.com, **E-mail :** investor.relations@shristicorp.com

NOTICE

Notice is hereby given that the Twenty Third Annual General Meeting of the Members of Shristi Infrastructure Development Corporation Limited will be held at **Purbashree Auditorium of Eastern Zonal Cultural Centre at Bharatiyam Cultural Multiplex, IB - 201, Sector - III, Salt Lake City, Kolkata - 700106, West Bengal on Tuesday, the 24th day of September, 2013 at 10:30 a.m.** to transact the following business :

ORDINARY BUSINESS :

1. To receive, consider and adopt the Statement of Profit and Loss for the financial year ended 31st March, 2013, the Balance Sheet as at that date and the Reports of the Directors and the Auditors thereon.
2. To declare Dividend on Equity Shares of the Company for the financial year ended on 31st March, 2013.
3. To appoint a Director in place of Mr. Sakti Prasad Ghosh, who retires by rotation, and being eligible, offers himself for re-appointment.
4. To re-appoint M/s. S. S. Kothari & Co., Chartered Accountants, having Registration No.302034E allotted by The Institute of Chartered Accountants of India (ICAI), the retiring Auditors of the Company, who shall hold office from the conclusion of this Annual General Meeting until the conclusion of the next Annual General Meeting of the Company at a remuneration to be fixed by the Board of Directors of the Company based on the recommendation of the Audit Committee, in addition to reimbursement of all out-of-pocket expenses as may be incurred in connection with the audit of the accounts of the Company.

NOTES :

1. **A MEMBER ENTITLED TO ATTEND AND VOTE AT THE MEETING IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE INSTEAD OF HIMSELF AND THE PROXY NEED NOT BE A MEMBER OF THE COMPANY. THE PROXIES, IN ORDER TO BE VALID AND EFFECTIVE, SHOULD BE RECEIVED AT THE REGISTERED OFFICE OF THE COMPANY NOT LATER THAN 48 HOURS BEFORE THE COMMENCEMENT OF THE ANNUAL GENERAL MEETING.**
2. Members / proxies should fill in the attendance slip for attending the Meeting. Members who hold shares in dematerialized form are requested to write their client ID and DP ID number and those who hold shares in physical form are requested to write their folio number in the attendance slip for attending the meeting to facilitate identification of their membership at the meeting.
3. The Register of Members and Share Transfer Books of the Company shall remain closed from 14th September, 2013 to 24th September, 2013 (both days inclusive). The Dividend, if declared by the Company will be paid between 28th September, 2013 to 19th October, 2013 to the Company's Equity Shareholders whose names stand registered on the Company's Register of Members as Beneficial Owners as at closing of business as on 14th September, 2013 as per the list provided by NSDL and CDSL in respect of shares held in electronic form and as Members in the Register of Members of the Company after giving effect to valid transfers in physical form lodged with the Company on or before 14th September, 2013.
4. The Registrar and Share Transfer Agent has been changed from M/s. MCS Limited having Registered Office at 77/2A,Hazra Road, Kolkata-700029 to M/s. MCS Share Transfer Agent Limited having Registered Office at 12/1/5, Manoharpukur Road, Kolkata-700026.
5. M/s. MCS Share Transfer Agent Ltd. at 12/1/5, Manoharpukur Road, Kolkata - 700026 are the Registrar and Share Transfer Agents (RTA) of the Company. Members are requested to notify their change of address, if any, to the Company/ RTA. Members are advised to refer to the section titled "Shareholders' Information" provided in this Annual Report.
6. Members who hold shares in physical form in multiple folios in identical names or joint holding in the same order of names

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are requested to write to the Company's Registrar and Share Transfer Agents, M/s. MCS Share Transfer Agent Ltd. at 12/1/5, Manoharpukur Road, Kolkata - 700026, enclosing their Share Certificates to enable the Company to consolidate their holdings into a single folio.

7. Corporate members are requested to send at the Registered Office of the Company, a duly certified copy of the Board resolution pursuant to Section 187 of the Companies Act, 1956, authorizing their representative to attend and vote at the Annual General Meeting.

8. Members desirous of obtaining any information/ clarification(s) concerning the accounts and operation of the Company or intending to raise any query, are requested to forward the same at least seven days prior to the date of meeting to the Company Secretary at the Registered Office of the Company, so that the same may be attended appropriately.

9. Members are advised to encash dividend warrants promptly. Members who have not encashed the dividend warrants for the financial year ended 31st March, 2008, 31st March, 2009, 31st March, 2010, 31st March 2011 and 31st March, 2012 are requested to make their claim to the Company at its Registered Office. Members are requested to note that dividends not encashed or claimed within seven years from the date of transfer to the Company's Unpaid Dividend Account, will, as per Section 205A of the Companies Act, 1956, be transferred to the Investor Education and Protection Fund.

10. As a measure of economy, copies of the Annual Report will not be distributed at the meeting. Members are requested to bring their copies of the Annual Report to the meeting.

11. Pursuant to the General Circular No.2/2011 dated 8th February, 2011 as issued by the Ministry of Corporate Affairs, Government of India, under section 212(8) of the Companies Act, 1956, the copy of the audited statement of accounts along with the reports of the Board of Directors and Auditors relating to the Company's subsidiaries have not been attached with the Balance Sheet of the Company. However, as directed by the Ministry of Corporate Affairs, Government of India, the financial data of the subsidiaries have been separately furnished and forms part of the Annual Report. These documents will also be available for inspection at the Registered Office of the Company and the concerned subsidiary Companies during business hours on all working days, except Saturdays, upto the date of the meeting. Further, the documents shall also be available on the website of the Company.

12. The Register of Directors' shareholding, maintained under Section 307 of the Companies Act, 1956, will be available for inspection by the Members at the Meeting.

13. The Ministry of Corporate Affairs, Government of India, through its Circular No. 17/2011 and 18/2011 dated 21st April, 2011 and 29th April, 2011 respectively, has allowed Companies to send official documents to their shareholders by electronic mode as a part of the "Green Initiative in the Corporate Governance". Recognizing the spirit of the circulars, we henceforth propose to send all documents and notices like General Meeting Notices (including AGM), Audited Financial Statements, Directors' Report, Auditors' Report, Postal Ballot Papers etc. to the shareholders in the electronic mode, in the e-mail id as furnished by them. Therefore, we request you to kindly register your e-mail-id by way of an e-mail to investor.relations@shristicorp.com if not done earlier (including those who wish to change their already registered e-mail id). Members holding shares electronically are requested to register / update their e-mail addresses in respect of electronic holdings with the Depository through their concerned Depository Participants.

14. Members who are holding shares in electronic form may note that bank particulars registered with their respective Depository Participants will be used by the Company for payment of dividend. The Company or its Registrar and Share Transfer Agents cannot act on any request received directly from the Members holding shares in electronic form for any change of bank particulars or bank mandates. Such changes are to be advised by the Members concerned to their respective Depository Participants.

15. The Securities and Exchange Board of India (SEBI) has mandated the submission of Permanent Account Number (PAN) by every participant in securities market. Members holding shares in electronic form are, therefore, requested to submit the PAN details to their Depository Participants with whom they are maintaining their demat accounts. Members holding shares in physical form can submit their PAN details to the Company's Registrar and Share Transfer Agents, M/s. MCS Share Transfer Agent Ltd.

16. At the ensuing Annual General Meeting, Mr. Sakti Prasad Ghosh, Director, is liable to retire by rotation and being eligible, seeks re-appointment. The details pertaining to Mr. Ghosh are given below :

INFORMATION OF DIRECTOR SEEKING RE-APPOINTMENT/ APPOINTMENT AT THE ANNUAL GENERAL MEETING (PURSUANT TO CLAUSE 49 OF THE LISTING AGREEMENT)

Name of the Director	Mr. Sakti Prasad Ghosh
Date of Birth	02/10/1939
Date of Appointment	31/03/2009
Expertise in specific functional area	Has enormous experience in the field of finance, investment, regulation and training due to his association with Reserve Bank of India for more than four and half decades. He retired as an Executive Director of National Housing Bank and was also associated with Asian Development Bank and CITI Bank as consultant.
Qualification	M. Com, CAIIB (Indian Institute of Banking), Diploma in Industrial Finance and Diploma in Financial Management.
Shareholding in the Company	NIL
List of outside Directorship held	1. DBS Affordable Home Strategy Limited 2. Home First Finance Company India Private Limited 3. Sahara Housingfina Corporation Limited 4. Bengal Shristi Infrastructure Development Limited
Chairman / Member of the Committees of the Board across all public companies of which he is a Director	1. Chairman of Investors Grievance Committee of Sahara Housingfina Corporation Limited 2. Member of Audit Committee of Sahara Housingfina Corporation Limited
Chairman / Member of the Committees of the Board of Directors of the Company	
a) Audit Committee	Member
b) Shareholders & Investor Grievance Committee	Chairman
c) Remuneration Committee	N.A.

Place : Kolkata
Dated : 27th May, 2013

By Order of the Board of Directors
For **Shristi Infrastructure Development Corporation Limited**

Registered Office :
Plot X-1, 2 & 3, Block - EP
Sector - V, Salt Lake City
Kolkata - 700 091

Manoj Agarwal
Company Secretary

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Website : www.shristicorp.com, **E-mail :** investor.relations@shristicorp.com

DP ID*			Regd. Folio	
Client ID*			No. of Equity Shares held	

*Applicable for holding in electronic form

FORM OF PROXY

I/We.....

of.....in the district of.....

being a member / members of SHRISTI INFRASTRUCTURE DEVELOPMENT CORPORATION LIMITED hereby appoint

.....of.....

or failing him.....of.....

as my/our proxy to vote for me/us on my/our behalf at the Twenty Third Annual General Meeting of the Company to be held at Purbashree Auditorium of Eastern Zonal Cultural Centre at Bharatiyam Cultural Multiplex, IB - 201, Sector - III, Salt Lake, Kolkata -700 106 on Tuesday, the 24th day of September, 2013 at 10:30 a.m. and at any adjournment thereof.

Signed this .....day of..... 2013

Affix Rupee 1/- Revenue Stamp

Signature across Revenue Stamp

Note : This form duly completed and signed must be deposited at the Registered Office of the Company not less than 48 hours before the Meeting. Further a Proxy need not be a member of the Company.

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Registered Office : Plot No. X - 1, 2 & 3, Block - EP, Sector - V, Salt Lake City, Kolkata - 700 091
Website : www.shristicorp.com, **E-mail :** investor.relations@shristicorp.com

DP ID*			Regd. Folio	
Client ID*			No. of Equity Shares held	

*Applicable for holding in electronic form

ATTENDANCE SLIP

I/We hereby record my/our presence at the Twenty Third Annual General meeting of the Company held at Purbashree Auditorium of Eastern Zonal Cultural Centre at Bharatiyam Cultural Multiplex, IB - 201, Sector - III, Salt Lake, Kolkata - 700 106 on Tuesday, the 24th day of September, 2013 at 10:30 a.m.

Full Name of Shareholder (IN BLOCK LETTERS)	
Signature of Shareholder	
Full Name of Proxy (IN BLOCK LETTERS)	
Signature of Proxy	

Note : You are requested to sign & hand this over at the entrance.

SHRISTI

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CORPORATE INFORMATION

BOARD OF DIRECTORS
Mr. Dipak Kumar Banerjee, Chairman
Mr. Kailash Nath Bhandari
Mr. Sakti Prasad Ghosh
Mr. Vinod Juneja
Mr. Braja Behari Mahapatra
Mr. Debi Prasad Sarawgi, Managing Director

CHIEF FINANCIAL OFFICER
Mr. Badri Kumar Tulsyan

COMPANY SECRETARY
Mr. Manoj Agarwal

STATUTORY AUDITORS
S.S.Kothari & Co.
Chartered Accountants

INTERNAL AUDITORS
G.P.Agarwal & Co.
Chartered Accountants

ADVOCATES
Khaitan & Co.

PRINCIPAL BANKERS
Axis Bank
Indian Bank
Oriental Bank of Commerce
UCO Bank
Yes Bank

CHIEF MENTOR
Mr. Hari Prasad Kanoria

AUDIT COMMITTEE
Mr. Dipak Kumar Banerjee
Mr. Sakti Prasad Ghosh
Mr. Kailash Nath Bhandari
Mr. Braja Behari Mahapatra

SHAREHOLDERS/ INVESTOR GRIEVANCE COMMITTEE
Mr. Sakti Prasad Ghosh
Mr. Dipak Kumar Banerjee
Mr. Kailash Nath Bhandari
Mr. Debi Prasad Sarawgi

REMUNERATION COMMITTEE
Mr. Dipak Kumar Banerjee
Mr. Kailash Nath Bhandari
Mr. Vinod Juneja

SHARE TRANSFER AGENTS
MCS Share Transfer Agent Limited
12/1/5 Manoharpukur Road
Kolkata - 700 026
Tel: 91-33 - 40724051/52/53
Fax: 91-33 - 40724050

REGISTERED OFFICE
Plot No.X - 1, 2 & 3, Block - EP, Sector V, Salt Lake City, Kolkata - 700091
Tel: +91-33 - 40202020; Fax: +91-33 - 40202099
Website: www.shristicorp.com

Space inspires ideas, nurtures aspirations and creates a holistic environment. SHRISTI designs space with global aesthetics blended with Indian values, which is ideal for every facet of growth and every aspect of life.

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Space for a Better World

Created from the belief that the five elements form the basis of all creation, SHRISTI is a group engaged in infrastructure development with a deep-rooted commitment to create 'spaces for life', in harmony with the elements.

One of the leading Construction and Infrastructure Development Companies in India, SHRISTI INFRASTRUCTURE DEVELOPMENT CORPORATION LTD. started commercial operations in 1999 and is today a Pan-Indian company in the fields of Infrastructure Construction, Infrastructure Development and Infrastructure Consultancy.

SHRISTI'S INFRASTRUCTURE CONSTRUCTION activities include roads, power, hotels, hospitals, buildings and urban water systems.

SHRISTI INFRASTRUCTURE DEVELOPMENT has created its mark in projects like integrated townships, healthcare, hospitality, retail malls, logistics hub, entertainment & sports facilities, commercial & residential complexes, industrial parks and special economic zones.

SHRISTI INFRASTRUCTURE CONSULTANCY includes city development plans, detailed project reports for schemes of rehabilitation as well as urban development and providing total project management solutions.

SHRISTI has several companies under Public-Private Partnership models with various State and Central Govt. organizations.

SHRISTI's focus is to be a creator of new age urban & social infrastructure, achieve & develop holistic environment, which go beyond today's imagination. Exploring traditional wisdom as well as the science of design and planning, SHRISTI includes cultural contexts and combines the strength of professionalism, environment-friendly practices as well as modern technological innovations to deliver sustainable development.

SHRISTI has continuously been working to expand the umbrella of companies, products and services to provide a comprehensive mix of infrastructure development solutions. From individuals or institutions to government bodies, SHRISTI offers the benefit of experience as well as a seamless and complementary combination of resources and expertise of its own and its group companies. Listed on the Calcutta and Bombay Stock Exchanges, the company focuses on creating value and ensuring timely delivery for clients. Indeed, SHRISTI aims to become a benchmark in quality and customer satisfaction and be a name synonymous with trust, excellence and partnership for growth.