

**HOUSING DEVELOPMENT AND INFRASTRUCTURE LIMITED**

CIN: L70100MH1996PLC101379

Registered Office: 9-01, HDIL Towers, Anant Kanekar Marg, Bandra (East), Mumbai - 400 051

Tel No: +91 22 67889000 Fax: +91 22 67889090

Website: www.hdil.in / e-mail id: info@hdil.in**NOTICE OF 22ND ANNUAL GENERAL MEETING**

Notice is hereby given that the 22nd Annual General Meeting ("AGM") of Housing Development and Infrastructure Limited ("the Company") will be held on Saturday, September 29, 2018, at 11:00 a.m. at Mumbai Cricket Association, Recreation Centre, G-Block, G-2, Near Laxmi Tower, Bandra Kurla Complex, Bandra (East), Mumbai - 400 051, to transact the business as set out in the Notice of AGM, which has been dispatched to the Members.

Notice is further given that pursuant to the provisions of Section 91 of the Companies Act, 2013 ("the Act") read with Rule 10 of the Companies (Management and Administration) Rules, 2014 and Regulation 42 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations"), the Register of Members and Share Transfer Books of the Company will remain closed from Saturday, September 22, 2018 to Saturday, September 29, 2018 (both days inclusive) for the purpose of 22nd AGM.

Pursuant to the provisions of Section 108 of the Companies Act, 2013 read with the relevant Rules of the Act and Regulation 44 of the Listing Regulations, the Company providing its Members remote e-voting facility to exercise their right in respect of all the Resolutions to be passed at the AGM. The Members may cast their votes using an electronic voting system from a place other than venue of the Meeting provided by Karvy Computershare Private Limited ("Karvy").

The communication relating to remote e-voting *inter alia* containing User ID and password along with a copy of the Notice convening the Meeting has been dispatched to the Members. This communication and the Notice of the Meeting are available on the website of the Company at www.hdil.in and on the website of Karvy at <https://evoting.karvy.com>.

The remote e-voting facility shall commence on Wednesday, September 26, 2018 from 9:00 a.m. (IST) and end on Friday, September 28, 2018 at 5:00 p.m. (IST). The remote e-voting shall not be allowed beyond the said date and time.

A person, whose name appears in the Register of Members/Beneficial owners as on the cut-off date i.e. Friday, September 21, 2018, only shall be entitled to avail the facility of remote e-voting as well as voting at the Meeting.

Any person who becomes Member of the Company after dispatch of the Notice of the Meeting and holding shares as of the cut-off date i.e. Friday, September 21, 2018, may obtain the User ID and password by sending a request at einward.ris@karvy.com. The detailed procedure for obtaining User ID and password is also provided in the Notice of the Meeting which is available at the Company's website at www.hdil.in and Karvy's website at www.karisma.karvy.com. If the Member is already registered with Karvy for e-voting then he/she can use his/her existing User ID and password for casting the vote through remote e-voting.

The Members who have cast their vote by remote e-voting may attend the Meeting but shall not be entitled to cast their vote again.

The facility for voting through electronic voting system ("Insta Poll") shall also be made available at the AGM and Members who have not cast their votes by remote e-voting shall be able to exercise their right at AGM.

In case of any queries/grievances relating to voting by electronic means, the Members/Beneficial owners may contact at the following address:

Mr. Rajeev Kumar, Dy. Manager, Karvy Computershare Private Limited, Karvy Selenium Tower-B, Plot No. 31 & 32, Financial District, Gachibowli, Nanakramguda, Serilingampally, Hyderabad - 500 032, Contact No: 040 6716 1524, e-mail: einward.ris@karvy.com.

for Housing Development and Infrastructure Limited

Sd/-

Darshan D. Majmudar

Chief Financial Officer & Company Secretary

Place: Mumbai

Date: September 7, 2018



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for Housing Development and Infrastructure Limited

Sd/-

Darshan D. Mājmurad

Chief Financial Officer & Company Secretary

Place: Mumbai

Date: September 7, 2018