



MAN INFRACONSTRUCTION LIMITED

12th Floor, Krushal Commercial Complex, Above Shoppers Stop, G. M. Road, Chembur (West), Mumbai - 400089. India
T: 91 22 42463999 | F: 91 22 25251589 | E: office@maninfra.com | W: www.maninfra.com | FB: www.facebook.com/maninfra

Date: 14th August, 2018

The Listing Department
National Stock Exchange of India Limited
Exchange Plaza, Bandra Kurla Complex,
Bandra (E), Mumbai – 400 051
SYMBOL: MANINFRA

Corporate Relationship Department
BSE Limited
Phiroze Jeejeebhoy Towers,
Dalal Street, Mumbai - 400 001
SCRIPT CODE: 533169

Subject: Details of Voting Results of 16th Annual General Meeting of the Company held on 14th August, 2018

Dear Sir/Madam,

Pursuant to the provisions of Section 96 of the Companies Act, 2013, the 16th Annual General Meeting (AGM) of the Company was convened on 14th August, 2018 at Balbhawan, Ghatkopar Balkan-Ji-Bari Marg, Opposite Rajawadi Garden, Ghatkopar East, Mumbai – 400 077 at 10.00 A.M. IST to seek the approval of members of the Company on the resolutions set out in the Notice dated 17th May, 2018.

Further, pursuant to the provisions of Section 108 of the Companies Act, 2013 (“Act”) read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended from time to time and Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“SEBI Regulations”), the Company had provided facility to the members to vote electronically (Remote e-voting) and also by physical ballot at the venue of the AGM on aforesaid resolutions. The Company had appointed Mr. Himanshu S. Kamdar, Practicing Company Secretary, as the Scrutinizer to conduct the voting process in a fair and transparent manner.

The Scrutinizer has submitted his report on the results of remote e-voting and the physical ballot, a copy of which is attached hereto. The summary of the voting results is as under:

Sr. No	Particulars	% of shares voted in favor of the resolution	% of shares voted against the resolution
1.	To receive, consider and adopt the Audited Balance Sheet (including audited consolidated financial statements) as at 31 st March, 2018 and the Statement of Profit and Loss for the year ended on that date together with the Reports of the Board of Directors and Auditors thereon.	100%*	-
2.	To confirm interim dividend paid during the financial year ended 31 st March, 2018 as final dividend.	100%*	-





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3.	To appoint a Director in place of Mr. Parag K. Shah (DIN: 00063058), who retired by rotation at this Annual General Meeting and being eligible, offered himself for re-appointment.	100%*	-
4.	To approve related party transactions under Section 188 of the Companies Act, 2013 read with the Companies (Meetings of Board and its Powers) Rules, 2014 and Regulation 23 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.	94.68%	5.32%
5.	To approve payment of remuneration payable to the Cost Auditors M/s. Shekhar Joshi & Co., Cost Accountants being the Cost Auditors appointed by the Board of Directors of the Company for the financial year ending on 2019.	100%*	-

* Rounded off to 100%

Accordingly, we declare that all 5 (Five) resolutions as set out in the Notice of AGM, have been passed with requisite majority by the Members of the Company.

Further, in accordance with the provisions of Regulation 44 of the SEBI Regulations, please find enclosed the details of the voting results in the prescribed format for your information and records.

Thanking You,

For Man Infraconstruction Limited


Durgesh Dingankar
Company Secretary



Encl: As above

Rathi & Associates

COMPANY SECRETARIES

A-303, Prathamesh, 3rd Floor, Raghuvanshi Mills Compound, 11-12, Senapati Bapat Marg, Lower Parel (W), Mumbai - 400 013.
Tel.: 4076 4444 / 2491 1222 • Fax : 4076 4466 • E-mail : associates.rathi8@gmail.com

August 14, 2018

To,
The Chairman
Man Infraconstruction Limited
12th Floor, Krushal Commercial Complex,
Above Shoppers Stop, G. M. Road,
Chembur (West),
Mumbai – 400 089

Dear Sir,

Sub: Scrutinizer's Report on the remote e-voting and physical voting through ballots at the 16th Annual General Meeting of the Members of Man Infraconstruction Limited

Man Infraconstruction Limited ("the Company") at their Board Meeting held on 17th May, 2018, appointed the undersigned as the Scrutinizer to ensure that the process of remote e-voting and physical voting through ballots on the resolutions contained in the Notice of Annual General Meeting dated May 17, 2018, as prescribed under Section 108 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 of the Companies Act, 2013 ("the Act") as amended from time to time and Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, placed for the approval of Members of the Company, be carried out in a fair and transparent manner.

The management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and Rules made thereunder and the applicable regulations of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, relating to remote e-voting and physical ballot voting on the resolutions contained in the aforesaid Notice of the 16th Annual General Meeting (AGM) of the Members of the Company. My responsibility as a Scrutinizer is to scrutinize and ensure that the voting done through remote e-voting and physical ballots is done in a fair and transparent manner and to make a Consolidated Scrutinizer's Report of the votes cast "in favour" or "against" the resolutions, based on the reports generated from the remote e-voting system of National Securities Depository Limited (NSDL) and of voting through physical ballots as provided by Link Intime (India) Private Limited, the agencies engaged by the Company to provide said facilities on the resolutions contained in the Notice.

As required under Section 101 of the Act, the Notice along with explanatory statement under Section 102 of the Act was sent to the Members by permitted means (i.e. by Courier, Speed Post, Registered Post or through e-mail), for seeking approval of members on following resolutions:



1. **Resolution No. 1** as an Ordinary Resolution to receive, consider and adopt the Audited Balance Sheet (including Consolidated financial statements) as at 31st March, 2018 and the Statement of Profit and Loss for the year ended on that date together with the Reports of the Board of Directors and Auditors thereon.
2. **Resolution No. 2** as an Ordinary Resolution to confirm the payment of Interim Dividend on Equity Shares paid during the financial year ended 31st March, 2018 as final dividend.
3. **Resolution No. 3** as an Ordinary Resolution for appointment of Mr. Parag K. Shah (DIN: 00063058) as Director of the Company, who retired by rotation and being eligible, had offered himself for re-appointment.
4. **Resolution No. 4** as an Ordinary Resolution to approve related party transactions pursuant to the provisions of Section 188 and all other applicable provisions, if any, of the Companies Act, 2013 ('the Act') read with Rules made thereunder, Regulation 23 of Securities and Exchange Board of India (Listing Obligation and Disclosure Requirement) Regulations, 2015.
5. **Resolution No. 5** as an Ordinary Resolution for approval of payment of remuneration to M/s Shekhar Joshi & Company, Cost Accountants (Firm Registration Number 100448), as the Cost Auditors of the Company for the financial year ending March 31, 2019.

The Company provided the remote e-voting facility offered by NSDL to cast votes on aforesaid resolutions by the members of the Company. The Company had also made available the physical ballots at the 16th AGM to enable the members to cast their votes on the aforesaid resolutions.

Remote e-voting facility was made available to shareholders of the Company to exercise their voting rights from 9:00 a.m. of Friday, August 10, 2018 upto 5.00 p.m. of Monday, August 13, 2018. However due to technical glitch in NSDL's remote e-voting system on Thursday, 9th August 2018, there was a disruption of remote e-voting facility. The remote e-voting facility on the NSDL's system was restored on Saturday, 11th August, 2018 at around 6.00p.m. Accordingly, e-votes casted upto 5.00 p.m. of August 13, 2018 have been considered for my scrutiny. Further, the votes casted at the Annual General Meeting through physical ballots have also been considered for the scrutiny.

After the conclusion of the Annual General Meeting, first the voting conducted through physical ballots at the meeting were unlocked. Thereafter voting through remote e-voting was unblocked in the presence of two witnesses not in employment of the Company, namely Ms. Komal Binwani and Mr. Yash Jain. A summary of the votes cast by shareholders through remote e-voting and physical ballots at the 16th Annual General Meeting with their pattern of voting is as per Annexure annexed to this Report.



The results of the voting by members through remote e-voting and physical ballots at the 16th Annual General Meeting in respect of the above mentioned resolutions may accordingly be declared by Mr. Durgesh Suhas Dingankar, Company Secretary of the Company who has been so authorised by the Chairman in writing and who has also countersigned this Report.

Thanking you,

Yours sincerely,

For RATHI & ASSOCIATES
COMPANY SECRETARIES



HIMANSHU S. KAMDAR
PARTNER
MEMBERSHIP NO. FCS 5171
COP NO. 3030



COUNTERSIGNED BY
FOR MAN INFRACONSTRUCTION LIMITED



DURGESH SUHAS DINGANKAR
COMPANY SECRETARY
Membership Number FCS 7007

ANNEXURE

The summary of the votes cast through Physical Ballot and through remote e-voting confirmations received for each of the resolutions is given below:

For Resolution 1: As an Ordinary Resolution to receive, consider and adopt the Audited Balance Sheet (including Consolidated financial statements) as at 31st March, 2018 and the Statement of Profit and Loss for the year ended on that date together with the Reports of the Board of Directors and Auditors thereon

Sr. No.	Particulars	Resolution 1	
		No. of Ballots/ Remote E-Voting confirmations	No. of Shares voted
a.	Votes cast through physical ballots	4	1,863
b.	Remote e-voting confirmations received	120	185,147,476
	Total	124	185,149,339
c.	Less: Invalid Ballot/Remote e-voting confirmations	0	0
d.	Net Valid Physical Ballots/Remote e-voting confirmations	124	185,149,339
	(i) Physical Ballots/Remote e-voting confirmations with assent for the Resolution	123	185,149,337
% of Assent			100*
	(ii) Physical Ballots/Remote e-voting confirmations with dissent for the Resolution	1	2
% of Dissent			0.00

*Rounded off to 100



For Resolution 2: as an Ordinary Resolution to confirm the payment of Interim Dividend on Equity Shares paid during the financial year ended 31st March, 2018 as final dividend.

Sr. No.	Particulars	Resolution 2	
		No. of Ballots/Remote e-voting confirmations	No. of Shares voted
a.	Votes cast through physical ballots	4	1,863
b.	Remote e-voting confirmations received	120	185,147,476
	Total	124	185,149,339
c.	Less: Invalid Ballots/Remote e-voting confirmations	0	0
d.	Net Valid physical Ballots/Remote e-voting confirmations	124	185,149,339
	(i) Physical Ballots/Remote e-voting confirmations with assent for the Resolution	123	185,149,337
% of Assent		*100	
	(ii) Physical Ballots/Remote e-voting confirmations with dissent for the Resolution	1	2
% of Dissent		0.00	

*Rounded off to 100



For Resolution 3: As an Ordinary Resolution for appointment of Mr. Parag K. Shah (DIN: 00063058) as Director of the Company, who retired by rotation and being eligible, had offered himself for re-appointment.

Sr. No.	Particulars	Resolution 3	
		No. of Ballots/Remote e-voting confirmations	No. of Shares voted
a.	Votes cast through physical ballots	8	89,337,119
b.	Remote e-voting confirmations received	116	95,812,220
	Total	124	185,149,339
c.	Less: Invalid Ballots/Remote e-voting confirmations	0	0
d.	Net Valid Physical Ballots/Remote e-voting confirmations	124	185,149,339
	(i) Physical Ballots/Remote e-voting confirmations with assent for the Resolution	123	185,149,337
% of Assent		*100	
	(ii) Physical Ballots/Remote e-voting confirmations with dissent for the Resolution	1	2
% of Dissent		0.00	

*Rounded off to 100



For Resolution 4: as an Ordinary Resolution to approve related party transactions pursuant to the provisions of Section 188 and all other applicable provisions, if any, of the Companies Act, 2013 ('the Act') read with Rules made thereunder, Regulation 23 of Securities and Exchange Board of India (Listing Obligation and Disclosure Requirement) Regulations, 2015.

Sr. No.	Particulars	Resolution 4	
		No. of Ballots/Remote e-voting confirmations	No. of Shares voted
a.	Votes cast through physical ballots	4	1,863
b.	Remote e-voting confirmations received	97	21,399,418
	Total	101	21,401,281
c.	Less: Invalid Ballots/Remote e-voting confirmations	0	0
d.	Net Valid Physical Ballots/Remote e-voting confirmations	101	21,401,281
	(i) Physical Ballots/Remote e-voting confirmations with assent for the Resolution	93	20,263,500
% of Assent		94.68	
	(ii) Physical Ballots/Remote e-voting confirmations with dissent for the Resolution	8	1,137,781
% of Dissent		5.32	



For Resolution 5: As an Ordinary Resolution for approval of payment of remuneration to M/s Shekhar Joshi & Company, Cost Accountants (Firm Registration Number 100448), as the Cost Auditors of the Company for the financial year ending March 31, 2019.

Sr. No.	Particulars	Resolution 5	
		No. of Ballots/Remote e-voting confirmations	No. of Shares voted
a.	Votes cast through physical ballots	4	1,863
b.	Remote e-voting confirmations received	119	185,147,375
	Total	123	185,149,238
c.	Less: Invalid Ballots/Remote e-voting confirmations	0	0
d.	Net Valid Physical Ballots/Remote e-voting confirmations	123	185,149,238
	(i) Physical Ballots/Remote e-voting confirmations with assent for the Resolution	122	185,149,236
% of Assent		*100	
	(ii) Physical Ballot Forms/Remote e-voting with dissent for the Resolution	1	2
% of Dissent		0.00	

*Rounded off to 100





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DETAILS OF VOTING RESULTS

Date of AGM	14.08.2018
Total number of shareholders on record date (cut-off date): 07.08.2018	31,186
No. of shareholders present in the meeting either in person or through proxy:	
Promoters and Promoter Group:	06
Public	49
No. of shareholders attended the meeting through Video Conferencing	Not arranged
Promoters and Promoter Group:	
Public:	

AGENDA-WISE

The mode of voting on all the resolutions:

1. The remote e-voting facility was made available from Friday, 10th August, 2018 at 9.00 a.m. up to Monday, 13th August, 2018 at 5.00 p.m. However due to technical glitch in NSDL's remote e-voting system on Thursday, 9th August 2018, there was disruption of remote e-voting facility. The remote e-voting facility was restored on NSDL's system on Saturday 11th August 2018 at around 6.00 p.m.; and
2. Voting through physical ballots was made available at the Annual General Meeting for those shareholders who did not avail remote e-voting facility.



Man Infraconstruction Limited

Resolution Required : (Ordinary)		1 - To receive, consider and adopt the Audited Balance Sheet (including audited consolidated financial statements) as at 31st March, 2018 and the Statement of Profit and Loss for the year ended on that date together with the Reports of the Board of Directors and Auditors thereon							
Whether promoter/ promoter group are interested in the agenda/resolution?		No							
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes –Against	% of Votes in favour on votes polled	% of Votes against on votes polled	No. of votes Invalid
			[1]	[2]	[3]={[2]/[1]}*100	[4]	[5]	[6]={[4]/[2]}*100	[7]={[5]/[2]}*100
Promoter and Promoter Group	E-Voting	157467656	157467656	100.0000	157467656	0	100.0000	0.0000	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	0
	Total		157467656	100.0000	157467656	0	100.0000	0.0000	0
Public Institutions	E-Voting	4734318	1148919	24.2679	1148919	0	100.0000	0.0000	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	0
	Total		1148919	24.2679	1148919	0	100.0000	0.0000	0
Public Non Institutions	E-Voting	85298296	26530901	31.1037	26530899	2	100.0000	0.0000	0
	Poll		1863	0.0022	1863	0	100.0000	0.0000	0
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	0
	Total		26532764	31.1059	26532762	2	100.0000	0.0000	0
Total		247500270	185149339	74.8077	185149337	2	100.0000	0.0000	0



Man Infraconstruction Limited									
Resolution Required : (Ordinary)			2 - To confirm interim dividend paid during the financial year ended 31st March, 2018 as final dividend						
Whether promoter/ promoter group are interested in the agenda/resolution?			No						
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes –Against	% of Votes in favour on votes polled	% of Votes against on votes polled	No. of votes Invalid
		[1]	[2]	[3]={{[2]/[1]}*100	[4]	[5]	[6]={{[4]/[2]}*100	[7]={{[5]/[2]}*100	[8]
Promoter and Promoter Group	E-Voting	157467656	157467656	100.0000	157467656	0	100.0000	0.0000	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	0
	Total		157467656	100.0000	157467656	0	100.0000	0.0000	0.0000
Public Institutions	E-Voting	4734318	1148919	24.2679	1148919	0	100.0000	0.0000	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	0
	Total		1148919	24.2679	1148919	0	100.0000	0.0000	0.0000
Public Non Institutions	E-Voting	85298296	26530901	31.1037	26530899	2	100.0000	0.0000	0
	Poll		1863	0.0022	1863	0	100.0000	0.0000	0
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	0
	Total		26532764	31.1059	26532762	2	100.0000	0.0000	0.0000
Total		247500270	185149339	74.8077	185149337	2	100.0000	0.0000	0



Man Infraconstruction Limited									
Resolution Required : (Ordinary)			3 - To appoint a Director in place of Mr. Parag K. Shah (DIN: 00063058), who retired by rotation at this Annual General Meeting and being eligible, offered himself for re-appointment						
Whether promoter/ promoter group are interested in the agenda/resolution?			No						
Category	Mode of Voting	No. of shares held	No. of votes	% of Votes Polled	No. of	No. of	% of Votes in	% of Votes against	No. of votes
			polled	on outstanding shares	Votes – in favour	Votes –Against	favour on votes polled	on votes polled	Invalid
		[1]	[2]	$[3]=\{[2]/[1]\} * 100$	[4]	[5]	$[6]=\{[4]/[2]\} * 100$	$[7]=\{[5]/[2]\} * 100$	[8]
Promoter and Promoter Group	E-Voting	157467656	68132400	43.2676	68132400	0	100.0000	0.0000	0
	Poll		89335256	56.7324	89335256	0	100.0000	0.0000	0
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	0
	Total		157467656	100.0000	157467656	0	100.0000	0.0000	0
Public Institutions	E-Voting	4734318	1148919	24.2679	1148919	0	100.0000	0.0000	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	0
	Total		1148919	24.2679	1148919	0	100.0000	0.0000	0
Public Non Institutions	E-Voting	85298296	26530901	31.1037	26530899	2	100.0000	0.0000	0
	Poll		1863	0.0022	1863	0	100.0000	0.0000	0
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	0
	Total		26532764	31.1059	26532762	2	100.0000	0.0000	0
Total		247500270	185149339	74.8077	185149337	2	100.0000	0.0000	0



Man Infraconstruction Limited									
Resolution Required : (Ordinary)			4 - To approve related party transactions under Section 188 of the Companies Act, 2013 read with the Companies (Meetings of Board and its Powers) Rules, 2014 and Regulation 23 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015						
Whether promoter/ promoter group are interested in the agenda/resolution?			Yes						
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes –Against	% of Votes in favour on votes polled	% of Votes against on votes polled	No. of votes Invalid
			[1]	[2]	[3]={[2]/[1]}*100	[4]	[5]	[6]={[4]/[2]}*100	[7]={[5]/[2]}*100
Promoter and Promoter Group	E-Voting	157467656	0	0.0000	0	0	0.0000	0.0000	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	0
	Total		0	0.0000	0	0	0.0000	0.0000	0
Public Institutions	E-Voting	4734318	1148919	24.2679	11241	1137678	0.9784	99.0216	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	0
	Total		1148919	24.2679	11241	1137678	0.9784	99.0216	0
Public Non Institutions	E-Voting	85298296	20250499	23.7408	20250396	103	99.9995	0.0005	0
	Poll		1863	0.0022	1863	0	100.0000	0.0000	0
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	0
	Total		20252362	23.7430	20252259	103	99.9995	0.0005	0
Total		247500270	21401281	8.6470	20263500	1137781	94.6836	5.3164	0



Man Infraconstruction Limited									
Resolution Required : (Ordinary)			5 - To approve payment of remuneration payable to the Cost Auditors M/s. Shekhar Joshi & Co., Cost Accountants being the Cost Auditors appointed by the Board of Directors of the Company for the financial year ending on 2019						
Whether promoter/ promoter group are interested in the agenda/resolution?			No						
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes –Against	% of Votes in favour on votes polled	% of Votes against on votes polled	No. of votes Invalid
			[1]	[2]	[3]=[2]/[1]*100	[4]	[5]	[6]=[4]/[2]*100	[7]=[5]/[2]*100
Promoter and Promoter Group	E-Voting	157467656	157467656	100.0000	157467656	0	100.0000	0.0000	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	0
	Total		157467656	100.0000	157467656	0	100.0000	0.0000	0.0000
Public Institutions	E-Voting	4734318	1148919	24.2679	1148919	0	100.0000	0.0000	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	0
	Total		1148919	24.2679	1148919	0	100.0000	0.0000	0.0000
Public Non Institutions	E-Voting	85298296	26530800	31.1036	26530798	2	100.0000	0.0000	0
	Poll		1863	0.0022	1863	0	100.0000	0.0000	0
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	0
	Total		26532663	31.1058	26532661	2	100.0000	0.0000	0.0000
Total		247500270	185149238	74.8077	185149236	2	100.0000	0.0000	0

