

MINUTES OF THE POSTAL BALLOT CONDUCTED BY INDIABULLS INFRASTRUCTURE AND POWER LIMITED OF WHICH THE RESULTS WAS DECLARED ON 16TH OCTOBER, 2014 AT THE REGISTERED OFFICE AT M – 62 & 63, FIRST FLOOR, CONNAUGHT PLACE, NEW DELHI – 1100001.

It is hereby recorded as follows:

1. At the Board Meeting held on 15th September, 2014, the Board had approved Postal Ballot Notice to be sent to the shareholders of the Company for passing the resolution set out therein.
2. At the same meeting, the Board had appointed Mr. Susanta Kumar Hota of M/s. S.K. Hota & Associates, a Practicing Company Secretary, as a Scrutinizer for the purpose of conducting and scrutinizing the postal ballot voting process for ballots being cast electronically (described in details in the next para) or in the physical mode.
3. In compliance with the provisions of Section 110(1)(a) of the Companies Act, 2013 read with the Rule 22 of the Companies (Management and Administration) Rules, 2014 and the Circular No. CIR/CFD/DIL/6/2012 dated 13th July, 2012 of the Securities and Exchange of India (SEBI), the Company had sent the postal ballot notices (a) to the shareholders whose mail ids are registered with the Company / Karvy Computershare Private Limited the Registrar and Transfer Agent(RTA) of the Company, electronically (b) to the other shareholders, through courier service and had offered e-voting to all its shareholders/beneficial holders of shares, in the depository mode on the electronic voting module/portal (E-Voting Portal) which had been made available to the shareholders, by the RTA, on behalf of the Company, to enable them to cast their votes electronically instead of exercising their votes by physical postal ballot forms.
4. The Company had on September 17, 2014 completed the dispatch of notices along with the postal ballot form and a self-addressed postage pre-paid envelopes to all members. Similarly the process for sending postal ballot notices and forms to shareholders with registered mail ids was also completed by the said date.
5. The date for determining the shareholders/list of beneficiaries who were entitled to be sent postal ballot notice was fixed as September 12, 2014.
6. Through newspaper advertisement published in the Financial Express (English) and Jansatta (Hindi) dated September 26, 2014, the shareholders were informed about the completion of dispatch of Postal Ballot Forms. Further the shareholders were intimated about the date and time upto which voting was open. i.e. from September 17, 2014 at 10:00 A.M. to October 16, 2014 at 2:00 P.M.



7. The E-voting Portal had been disabled post 2:00 P.M. on October 16, 2014 to prevent any further electronic voting beyond the said date and time and the Physical Postal Ballots received after the said date and time were treated as if the reply of the shareholders had not been received.
8. Completed Postal Ballot Forms in sealed envelope addressed to Scrutinizer received through post from the shareholders were handed over to Scrutinizer, from time to time for scrutiny, tabulation and announcement of results.
9. Scrutinizer had also down loaded the data after the E-voting module was disabled by Karvy Computershare Private Limited on October 16, 2014 at 2:00 P.M.
10. Particulars of all the postal ballot forms received from the members manually or electronically, had been entered by Scrutinizer, in a register separately maintained for the purpose.
11. At 6:00 P.M on October 16, 2014, the Scrutinizer announced the completion of scrutiny, tabulation of all Postal Ballots, physical as well as electronic mode.
12. The result of the postal ballot as declared by the Scrutinizer is summarized as follows :

Resolution 1-(Special Resolution) - Change in the name of the Company from 'Indiabulls Infrastructure and Power Limited' to 'RattanIndia Infrastructure Limited': Out of the total 103 valid ballots representing 65,37,55,334 equity shares, an aggregate of 84 ballots representing 65,37,13,971 equity shares (i.e. 99.99 % of the total valid votes cast) were cast in favour of resolution and the following resolution stood passed with requisite majority-

“RESOLVED THAT pursuant to Section 13 and other applicable provisions of the Companies Act, 2013 (Act), and the rules made thereunder (including any statutory modification(s) or re-enactment thereof for the time being in force) read with Companies (Incorporation) Rules 2014 and subject to the approval of the Registrar of Companies, NCT of Delhi and Haryana, the name of the Company be changed from “Indiabulls Infrastructure and Power Limited” to “RattanIndia Infrastructure Limited”.

RESOLVED FURTHER THAT Clause I (Name Clause) of the Memorandum of Association of the Company be altered so as to read as under:

I. The name of the Company is RattanIndia Infrastructure Limited

RESOLVED FURTHER THAT the extant name of the Company wherever appearing in the Memorandum and Articles of Association be changed accordingly.



RESOLVED FURTHER THAT the Board of Directors of the Company be and is hereby authorized to do all such acts, deeds or things as deemed necessary to give effect to this resolution."

Place:
Date:

Sd/-
CHAIRMAN

