



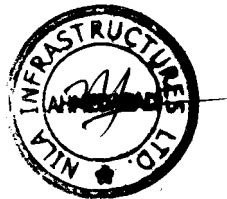
**NILA  
INFRASTRUCTURES  
LIMITED**

**Outcome of Voting of Annual General Meeting  
(As per 35A of Listing Agreement)**

Sr. No	Particular	Details
1	Date of Annual General Meeting	20 <sup>th</sup> September, 2014
2	Total No of Shareholders on Book Closure Date	12365
3	No of Shareholders present in the meeting either in person or through proxy  a) In Person Promoter and Promoter Group: Public:  b) Through Proxy: Promoter and Promoter Group: Public:	  2 65  - 2
4	No. of shareholders attended the meeting through Video conferencing:	Not Arranged

**Result of e-voting and Poll Conducted**

Combined result of the e-voting and poll conducted is as under in prescribed format.



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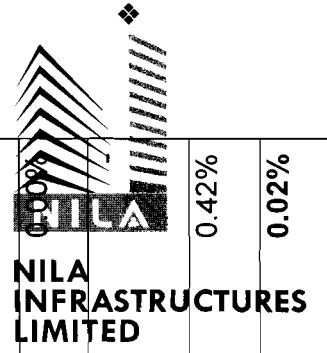


**Resolution No. 1:** Adoption of Annual Accounts of the Company together with the Directors' Report and the Auditor's Report for the financial year ended on 31<sup>st</sup> March, 2014 (Ordinary Resolution).

Promoter / Public	No. of Shares held (1)	No. of Votes polled (2)			% of Votes polled on outstanding shares 3=(2/1)*100	No. of votes-in favour (4)	No. of shares – against (5)	% of votes in favour – on votes polled 6=(4/2)*100	% of votes against – on votes polled 7=(5/2)*100
		E-voting (2a)	Physical Postal Ballot (2b)	Total (2a+2b)					
Promoter and Promoter Group	221325187	221325187	-	221325187	221325187	-	100.00%	100.00%	0.00%
Public – Institutional Holders	2100000	2100000	-	2100000	2100000	-	100.00%	100.00%	-
Public-others	71801013	6627682	54510	6682192	6653907	28285	9.31%	99.58%	0.42%
<b>Total</b>	<b>295226200</b>	<b>230052869</b>	<b>54510</b>	<b>230107379</b>	<b>230079094</b>	<b>28285</b>	<b>77.94%</b>	<b>99.98%</b>	<b>0.02%</b>

**Resolution No. 2:** Reappointment of Mr Dilip D. Patel as a Director retiring by rotation (Ordinary Resolution).

Promoter / Public	No. of Shares held (1)	No. of Votes polled (2)			% of Votes polled on outstanding shares 3=(2/1)*100	No. of votes-in favour (4)	No. of shares – against (5)	% of votes in favour – on votes polled 6=(4/2)*100	% of votes against – on votes polled 7=(5/2)*100
		E-voting (2a)	Physical Postal Ballot (2b)	Total (2a+2b)					
Promoter and Promoter Group	221325187	221325187	-	221325187	221325187	-	100.00%	100.00%	0.00%
Public – Institutional Holders	2100000	2100000	-	2100000	2100000	-	100.00%	100.00%	0.00%
Public-others	71801013	6627682	54510	6682192	6653907	28285	9.31%	99.58%	0.42%
<b>Total</b>	<b>295226200</b>	<b>230052869</b>	<b>54510</b>	<b>230107379</b>	<b>230079094</b>	<b>28285</b>	<b>77.94%</b>	<b>99.98%</b>	<b>0.02%</b>



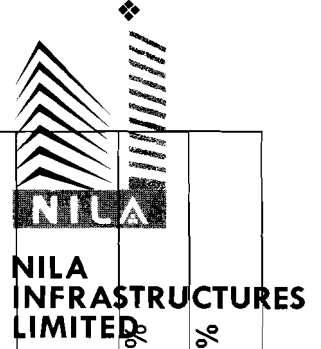
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**Resolution No 3:** Declaration of dividend at the rate of Rs 0.10/- per equity share of Re. 1/- each for the financial year 2013-14 (Ordinary Resolution).

Promoter / Public	No. of Shares held (1)	No. of Votes polled (2)			% of Votes polled on outstanding shares 3=(2/1)*100	No. of votes-in favour (4)	No. of shares against (5)	% of votes in favour – on votes polled 6=(4/2)*100	% of votes against – on votes polled 7=(5/2)*100
		E-voting (2a)	Physical Postal Ballot (2b)	Total (2a+2b)					
Promoter and Promoter Group	221325187	221325187	-	221325187	221325187	-	100.00%	0.00%	
Public – Institutional Holders	2100000	-	-	2100000	2100000	-	100%	-	
Public-others	71801013	6627677	54510	6682187	6653907	28280	99.58%	0.42%	
<b>Total</b>	<b>295226200</b>	<b>230052864</b>	<b>54510</b>	<b>230107374</b>	<b>230079119</b>	<b>28280</b>	<b>99.99%</b>	<b>0.01%</b>	

**Resolution No 4:** Reappointment of M/s O P Bhandari & Co., Chartered Accountants, Ahmedabad as Statutory Auditors of the Company till the conclusion of the next Annual General Meeting (Ordinary Resolution).

Promoter / Public	No. of Shares held (1)	No. of Votes polled (2)			% of Votes polled on outstanding shares 3=(2/1)*100	No. of votes-in favour (4)	No. of shares against (5)	% of votes in favour – on votes polled 6=(4/2)*100	% of votes against – on votes polled 7=(5/2)*100
		E-voting (2a)	Physical Postal Ballot (2b)	Total (2a+2b)					
Promoter and Promoter Group	221325187	221325187	-	221325187	221325187	-	100.00%	0.00%	
Public – Institutional Holders	2100000	-	-	2100000	2100000	-	100%	-	
Public-others	71801013	6627677	54510	6682187	6653907	28280	99.58%	0.42%	
<b>Total</b>	<b>295226200</b>	<b>230052864</b>	<b>54510</b>	<b>230107374</b>	<b>230079119</b>	<b>28280</b>	<b>99.99%</b>	<b>0.01%</b>	



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**Resolution No 5: Appointment of Mr. Ashok R. Bhandari as Independent Director (Ordinary Resolution).**

Promoter / Public	No. of Shares held (1)	No. of Votes polled (2)			% of Votes polled on outstanding shares 3=(2/1)*100	No. of votes-in favour (4)	No. of shares - against (5)	% of votes in favour - on votes polled 6=(4/2)*100	% of votes against - on votes polled 7=(5/2)*100
		E-voting (2a)	Physical Postal Ballot (2b)	Total (2a+2b)					
Promoter and Promoter Group	221325187	221325187	-	221325187	221325187	-	100.00%	0.00%	
Public - Institutional Holders	2100000	2100000	-	2100000	2100000	-	100.00%	-	
Public-others	71801013	6627682	54510	6682192	6653907	28285	99.58%	0.42%	
<b>Total</b>	<b>295226200</b>	<b>230052869</b>	<b>54510</b>	<b>230107379</b>	<b>230079094</b>	<b>28285</b>	<b>99.98%</b>	<b>0.02%</b>	

**Resolution No 6: Appointment of Mr. Harcharansingh P. Jamdar as Independent Director (Ordinary Resolution).**

Promoter / Public	No. of Shares held (1)	No. of Votes polled (2)			% of Votes polled on outstanding shares 3=(2/1)*100	No. of votes-in favour (4)	No. of shares - against (5)	% of votes in favour - on votes polled 6=(4/2)*100	% of votes against - on votes polled 7=(5/2)*100
		E-voting (2a)	Physical Postal Ballot (2b)	Total (2a+2b)					
Promoter and Promoter Group	221325187	221325187	-	221325187	221325187	-	100.00%	0.00%	
Public - Institutional Holders	2100000	2100000	-	2100000	2100000	-	100.00%	-	
Public-others	71801013	6627682	54510	6682192	6653907	28285	99.58%	0.42%	
<b>Total</b>	<b>295226200</b>	<b>230052869</b>	<b>54510</b>	<b>230107379</b>	<b>230079094</b>	<b>28285</b>	<b>99.98%</b>	<b>0.02%</b>	





**Resolution No 7: Appointment of Mr. Hiren G. Pandit as Independent Director (Ordinary Resolution).**

Promoter / Public	No. of Shares held (1)	No. of Votes polled (2)			% of Votes polled on outstanding shares 3=(2/1)*100	No. of votes-in favour (4)	No. of shares against (5)	% of votes in favour - on votes polled 6=(4/2)*100	% of votes against - on votes polled 7=(5/2)*100
		E-voting (2a)	Physical Postal Ballot (2b)	Total (2a+2b)					
Promoter and Promoter Group	221325187	221325187	-	221325187	221325187	-	100.00%	0.00%	
Public Institutional Holders	2100000	2100000	-	2100000	2100000	-	100.00%	-	
Public-others	71801013	6627682	54510	6682192	6653907	28285	99.58%	0.42%	
<b>Total</b>	<b>295226200</b>	<b>230052869</b>	<b>54510</b>	<b>230107379</b>	<b>230079094</b>	<b>28285</b>	<b>99.98%</b>	<b>0.02%</b>	

**Resolution No 8: Appointment of Mr. Shyamal S. Joshi as Independent Director (Ordinary Resolution).**

Promoter / Public	No. of Shares held (1)	No. of Votes polled (2)			% of Votes polled on outstanding shares 3=(2/1)*100	No. of votes-in favour (4)	No. of shares against (5)	% of votes in favour - on votes polled 6=(4/2)*100	% of votes against - on votes polled 7=(5/2)*100
		E-voting (2a)	Physical Postal Ballot (2b)	Total (2a+2b)					
Promoter and Promoter Group	221325187	221325187	-	221325187	221325187	-	100.00%	0.00%	
Public Institutional Holders	2100000	2100000	-	2100000	2100000	-	100.00%	-	
Public-others	71801013	6627682	54510	6682192	6653907	28285	99.58%	0.42%	
<b>Total</b>	<b>295226200</b>	<b>230052869</b>	<b>54510</b>	<b>230107379</b>	<b>230079094</b>	<b>28285</b>	<b>99.98%</b>	<b>0.02%</b>	

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**Resolution No 9:** Approval of Borrowing power of Board of Directors u/s180 (1) (c) of the Companies Act, 2013 (Special Resolution).

Promoter / Public	No. of Shares held (1)	No. of Votes polled (2)		% of Votes polled on outstanding shares 3=(2/1)*100	No. of votes-in favour (4)	No. of shares against (5)	% of votes in favour – on votes polled 6=(4/2)*100	% of votes against – on votes polled 7=(5/2)*100
		E-voting (2a)	Physical Postal Ballot (2b)					
Promoter and Promoter Group	221325187	221325187	-	100.00%	221325187	-	100.00%	0.00%
Public Institutional Holders	2100000	-	-	100.00%	2100000	-	100.00%	-
Public-others	71801013	6627682	54510	9.31%	6653907	28285	99.58%	0.42%
<b>Total</b>	<b>295226200</b>	<b>230052869</b>	<b>54510</b>	<b>77.94%</b>	<b>230079094</b>	<b>28285</b>	<b>99.98%</b>	<b>0.02%</b>

**Resolution No 10:** Approval of Employee Stock Options Scheme namely "Nila Infrastructures Ltd. ESOP - 2014" (Special Resolution).

Promoter / Public	No. of Shares held (1)	No. of Votes polled (2)		% of Votes polled on outstanding shares 3=(2/1)*100	No. of votes-in favour (4)	No. of shares against (5)	% of votes in favour – on votes polled 6=(4/2)*100	% of votes against – on votes polled 7=(5/2)*100
		E-voting (2a)	Physical Postal Ballot (2b)					
Promoter and Promoter Group	221325187	221325187	-	100.00%	221325187	-	100.00%	0.00%
Public Institutional Holders	2100000	-	-	100.00%	2100000	-	100.00%	-
Public-others	71801013	6627682	54510	9.31%	6653907	28285	99.58%	-
<b>Total</b>	<b>295226200</b>	<b>230052869</b>	<b>54510</b>	<b>77.94%</b>	<b>230079094</b>	<b>28285</b>	<b>99.98%</b>	<b>0.02%</b>



**Note:** All the Aforesaid resolutions were passed by requisite majority.

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