

July 2, 2015

To,

National Stock Exchange Limited,

Manager\_Listing

022-26598237

Bombay Stock Exchange Limited,

General Manager- DCS

022-22723121

Madras Stock Exchange Limited, Secretary

044-25218206

Dear Sir,

#### Sub: Listing Agreement - Clause 35A

The 22<sup>nd</sup> Annual General Meeting of our Company was held on June 30, 2015. We give below the details as required under Clause 35A of the Listing Agreement.

Date of the Annual General Meeting	June 30, 2015
Total Number of shareholders on the record	2080
date (cut-off date)	- 5
No. of shareholders present in the meeting	
either in person or through proxy	
Promoters and Promoter Group: Public:	3 22 ==== 25 ====
No. of shareholders attended the meeting through Video Conferencing	Nil
Promoters and Promoter Group:	Nil
Public:	Nil





### STATEMENT OF DETAILS OF VOTING RESULTS

Date of AGM	30 <sup>th</sup> June, 2015	18					
Total number of shareholders on record date (cut-off	2080 Shareholders						
Number of Shareholders present in the	Meeting either in pers	son or through p	roxy:				
Promoters and Promoter Group	3						
Public	22						
Total	25						
Number of Shareholders attended the meeting through video conferencing:  Promoters and Promoter Group	Not Applicable						
Public	Not Applicable						
Details of the Agenda	Resolution required (Ordinary/Special)	Mode of Voting (show of hands/Postal Ballot/E- voting)	Result				
1. To receive, consider and adopt the Audited Balance sheet as at 31st December, 2014 and Audited profit and loss account for the year from 01.10.2013 to 31.12.2014, cash flow statement for the year from 01.10.2013 to 31.12.2014 together with the Directors' Report and the Auditors' Report	Ordinary	Poll/E-voting	Passed				
<ol> <li>To appoint a Director in place of Mr. Vimal Lunawath (DIN: 00586269), who retires by rotation and being eligible, offer himself for reappointment</li> </ol>	Ordinary	Poll/E-voting	Passed				
3. Appointment of B.P. Jain & Co, Chartered Accountants, as the Statutory Auditors of the Company and to authorize the Board of Directors to fix their remuneration	Ordinary	Poll/E-voting	Passed				
<ol> <li>Appointment of Mrs. A.A Gonsalvez as an independent Director of the Company</li> </ol>	Ordinary	Poll/E-voting	Passed				
5. Appointment of Mr. Ravikanth Choudhry as an independent Director of the Company	Ordinary	Poll/E-voting	Passed				

CIN: L70101TN1992PLC022299



6.	Appointment of Mr. Damodaran Arumugam as an independent Director of the Company	Ordinary	Poll/E-voting	Passed
7.	Appointment of Mr. Karan Bhasin as an independent Director of the Company	Ordinary	Poll/E-voting	Passed
8.	Appointment of Mr. Bharat Jain as the Whole-time Director of the Company	Special	Poll/E-voting	Passed

### IN CASE OF POLL/E-VOTING

**RESOLUTION NO. 1** To receive, consider and adopt the Audited Balance sheet as at 31st December, 2014 and Audited profit and loss account for the year from 01.10.2013 to 31.12.2014, cash flow statement for the year from 01.10.2013 to 31.12.2014 together with the Directors' Report and the Auditors' Report.

Promoter /Public	No. of shares held	No. of votes polled	% of Votes Polled on outstandin g shares	No. of Votes - in favour	No. of Votes - again st	% of Votes in favour on votes polled (6)=[(4)/(	% of Votes against on votes
Promoter	(1)	(2)	(3)=[(2)/( 1)]* 100	(4)	(5)	2)] *100	polled (7)=[(5)/ (2)] *100
Promoter and Promoter Group	3655700	3380400	92.47	3380400	0	100	0
Public – Institutio nal holders	988856	231306	23.39	231306	0	100	0
Public- Others	3955444	1159864	29.32	1159863	1	99.9999	0.0001
Total	8600000	4771570	55.48	4771569	1	99.9999	0.0001

**RESOLUTION NO. 2** To appoint a Director in place of Mr. Vimal Lunawath (DIN: 00586269), who retires by rotation and being eligible, offer himself for reappointment

Promoter	No. of	No. of	% of Votes	No. of	No. of	% of Votes	%	of
/Public	shares	votes	Polled on	Votes	Votes	in favour	Votes	
	held	polled	outstandin	- in	-	on votes	against	
		•	g shares	favour	again	polled	on	
					st	(6)=[(4)/(	votes	
	(1)	(2)	(3)=[(2)/(	(4)	(5)	2)]	polled	
	(-)		1)]*			*100	(7)=[(5)	)/
			100				(2)]	
			- manufacture and				*100	

CIN: L70101TN1992PLC022299



Promoter and Promoter Group	3655700	3380400	92.47	3380400	0	100	0
Public – Institutio nal holders	988856	231306	23.39	231306	0	100	0
Public- Others	3955444	1159864	29.32	1159864	0	100	0
Total	8600000	4771570	55.48	4771570	0	100	0

**RESOLUTION NO. 3** Appointment of B.P. Jain & Co, Chartered Accountants, as the Statutory Auditors of the Company and to authorize the Board of Directors to fix their remuneration

Promoter /Public	No. of shares held	No. of votes polled	% of Votes Polled on outstandin g shares  (3)=[(2)/( 1)]* 100	No. of Votes – in favour (4)	No. of Votes - against (5)	% of Votes in favour on votes polled (6)=[(4)/( 2)] *100	% of Votes against on votes polled (7)=[(5)/(2)] *100
Promoter and Promoter Group	3655700	3380400	92.47	3380400	0	100	0
Public – Institutio nal holders	988856	231306	23.39	231306	0	100	0
Public- Others	3955444	1159864	29.32	1159864	0	100	0
Total	8600000	4771570	55.48	4771570	0	100	0

RESOLUTION NO. 4 Appointment of Mrs. A.A Gonsalvez as an independent Director of the Company

200	ON NO. 4 Appo			1	_		1
Promoter	No. of	No. of	% of Votes	No. of	No. of	% of	% of Votes
/Public	shares	votes	Polled on	Votes	Votes	Votes	against on
	held	polled	outstandin	- in	_	in favour	votes
187			g shares	favour	again	on votes	polled
					st	polled	
	(1)	(2)	(3)=[(2)/(	(4)	(5)	(6)=[(4)/	(7)=[(5)/(
	0.6	I I I I I I I I I I I I I I I I I I I	1)]*			(2)]	2)]
			100			*100	*100
Promoter							
and	2655700	2200400	02.47	2200400		100	0
Promoter	3655700	3380400	92.47	3380400	0	100	0
Group							
Public -							
		CINI	01017111000010	000000		1	1000

CIN: L70101TN1992PLC022299

Regd. Office: #271 Poonamallee High Road, "Ankur Manor", 1st Floor, Off. McNichols Road, Kilpauk, Chennai - 600 010. Tel: Corporate Office: #3 (Old No.25) Ganapathy Colony, 3rd Lane, Off. Cenotaph Road, Teynampet, Chennai - 600 010. Tel: Tel: 044-42244444 Fax: 044-42244440 Email: info@arihants.co.in web: arihantfoundations.com



Institutio nal holders	988856	231306	23.39	231306	0	100	0
Public- Others	3955444	1159864	29.32	1159864	0	100	0
Total	8600000	4771570	55.48	4771570	0	100	0

## $\frac{RESOLUTION\ NO.\ 5}{Company}\ Appointment\ of\ Mr.\ Ravikanth\ Choudhry\ as\ an\ independent\ Director\ of\ the$

Promoter /Public	No. of shares held	No. of votes polled	% of Votes Polled on outstandin g shares	No. of Votes – in favour	No. of Votes - again	% of Votes in favour on votes	% of Votes against on votes polled
Dromotor	(1)	(2)	(3)=[(2)/( 1)]* 100	(4)	st (5)	polled (6)=[(4)/ (2)] *100	(7)=[(5)/( 2)] *100
Promoter and Promoter Group	3655700	3380400	92.47	3380400	0	100	0
Public – Institutio nal holders	988856	231306	23.39	231306	0	100	0
Public- Others	3955444	1159864	29.32	1159864	0	100	0
Total	8600000	4771570	55.48	4771570	0	100	0

# ${\color{red} \underline{RESOLUTION\ NO.\ 6}} \ \ {\color{red} Appointment\ of\ Mr.\ Damodaran\ Arumugam\ as\ an\ independent\ Director\ of\ the\ Company}$

Promoter / Public	No. of shares held	No. of votes polled	% of Votes Polled on outstandin g shares	No. of Votes – in favour	No. of Votes - again st	% of Votes in favour on votes	% of Votes against on votes polled
	(1)	(2)	(3)=[(2)/( 1)]* 100	(4)	(5)	polled (6)=[(4)/ (2)] *100	(7)=[(5)/( 2)] *100
Promoter and Promoter Group	3655700	3380400	92.47	3380400	0	100	0
Public – Institutio nal Holders	988856	231306	23.39	231306	0	100	0

CIN: L70101TN1992PLC022299

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Corporate Office: #3 (Old No.25) Ganapathy Colony, 3rd Lane, Off. Cenotaph Road, Teynampet, Chennai - 600 018

Tel: 044-42244444 Fax: 044-42244440 Email: info@arihants.co.in web: arihantfoundations.com





Public- Others	3955444	1159864	29.32	1159864	0	100	0	
Total	8600000	4771570	55.48	4771570	0	100	0	

### **RESOLUTION NO. 7** Appointment of Mr. Karan Bhasin as an independent Director of the Company

Promoter /Public	No. of shares held	No. of votes polled	% of Votes Polled on outstandin g shares  (3)=[(2)/(	No. of Votes – in favour	No. of Votes - again st (5)	% of Votes in favour on votes polled (6)=[(4)/	against on votes polled (7)=[(5)/(
0000			1)]* 100			(2)] *100	2)] *100
Promoter and Promoter Group	3655700	3380400	92.47	3380400	0	100	0
Public – Institutio nal holders	988856	231306	23.39	231306	0	100	0
Public- Others	3955444	1159864	29.32	1159647	217	99.9813	0.0187
Total	8600000	4771570	55.48	4771353	217	99.9954	0.0045

## **RESOLUTION NO. 8** Appointment of Mr. Bharat Jain as the Whole-time Director of the Company

Promoter /Public	No. of shares held	No. of votes polled	% of Votes Polled on outstandin	No. of Votes - in	No. of Votes	% of Votes in favour	% of Votes against on votes
	(1)	(2)	g shares (3)=[(2)/( 1)]* 100	favour (4)	again st (5)	on votes polled (6)=[(4)/ (2)] *100	polled (7)=[(5)/( 2)] *100
Promoter and Promoter Group	3655700	3380400	92.47	3380400	0	100	0
Public – Institutio nal Holders	988856	231306	23.39	231306	0	100	0
Public- Others	3955444	1159774	29.32	1159774	0	100	0
Total	8600000	4771480	55.48	4771480	0	100	0

CIN: L70101TN1992PLC022299

Regd. Office: #271 Poonamallee High Road, "Ankur Manor", 1st Floor, Off. McNichols Road, Kilpauk, Chennai - 600 010. Telescoperate Office: #3 (Old No.25) Ganapathy Colony, 3rd Lane, Off. Cenotaph Road, Teynampet, Chennai - 600 Description of the Colony o





The Scrutinizer Report dated June 30, 2015 by Mrs. V. Padma Priya, the scrutinizer is enclosed. We kindly request you to take the aforementioned on records and oblige.

Thanking you,

Yours Sincerely,

For ARIHANT FOUNDATIONS & HOUSING LIMITED

**J MEENAKSHI** 

**COMPANY SECRETARY** 



A2, Happy Home Apts, #9, United India Colony, 4th Main Road, Kodambakkam, Chennai - 600 024. E-mail bchandracs@gmail.com H/P: 9840276313, 9840375053

Ph: 044 - 43587356

### FORM NO. MGT - 13

Report of the Scrutinizer(s)

[Pursuant to rule section 109 of the Companies Act, 2013 and rule 21(2)of the Companies (Management and Administration) Rules, 2014]

Dated 30th June 2015

To

The Chairman,

of the Annual General Meeting of the Equity Shareholders of, held on 30<sup>TH</sup> June, 2015 at "ARIHANT ESCAPADE", Devaraj Nagar, No. 48, Okkiyum, Thoraipakkam, Chennai-600097 at 9.30 a.m. ARIHANT FOUNDATIONS & HOUSING LIMITED

Subject:

Ordinary & Special Resolution(s) under different provisions of the Companies Act, 2013 read with Rules made there under-Voting through electronic means in terms of Section 108 of the Companies Act, 2013read with Rule 20 of the Companies (Management & Administration) Rules, 2014, framed there under Voting by Poll under Section 109 of the Companies Act read with Rule 21 of the Companies (Management & Administration) Rules, 2014, framed there under

Dear Sir,

I, V Padmapriya, Practising Company Secretary, having my office at No. 8/3, Shreyas Apartment, 1st Street Race View Colony, Guindy, Chennai- 600032,

appointed as Scrutinizer as per the letter dated 15.02.2015 for the purpose of voting by electronic means on the below mentioned resolutions, at the Annual General Meeting of the Equity Shareholders of ARIHANT FOUNDATIONS & HOUSING LIMITED held on 30<sup>TH</sup> June 2015, at "ARIHANT ESCAPADE", Devaraj Nagar, No. 48, Okkiyum, Thoraipakkam, Chennai- 600097, at 9.30 a.m hereby submit my report as under:

- a. Pursuant to Section 101, 108 of the Act and 3(1) of Rule 20 of the Companies (Management & Administration) Rules, 2014, the notices convening the meeting including Statement under Section 102 of the Act have been dispatched to all the members of the Company through electronic means (wherever email ids were available) and to the other shareholders by registered post on the 06.06.2015 and subsequently, the Notice convening was also placed on the website of the Company and that of the agency, i.e., M/s Cameo Corporate Services Limited (Registrar and Share Transfer Agent). The members of the Company were given an option to vote electronically on e-voting platform, provided by the CENTRAL DEPOSITORY SERVICES (INDIA) LIMITED (CDSL).
- b. The Public Advertisement with respect to dispatch of notices and conducting of voting through electronic means was published in an English newspaper of News Today on 10.06.2015 and Malaisudar newspaper on the 10.06.2015
- c. The e-voting period commenced on June 27, 2015 at 09:00 A.M. and ended on the close of June 29, 2015 at 05.00 P.M.
- d. Accordingly, the electronic votes cast were taken into account and at the end of this voting period, on June 29, 2015 at 05:00 P.M, the CDSL portal was blocked for voting.
- e. The votes cast were unblocked in the presence of two witnesses on the June 30, 2015.
- f. The Corporate members who had participated in the e-voting had provided the scanned copy of the resolutions passed at the Board of Directors for authorization to exercise their votes through E-Voting.

At the Annual general meeting held at the scheduled time, date and venue, the Chairman announced a poll taking into account the provisions of law as well as the clarifications issued by the Ministry of Corporate Affairs dated 19-03-2015.

The polling papers in **Form MGT-12** as per Companies (Management & Administration) Rules, 2014 were distributed to the shareholders present. The shareholders cast their votes in the ballot box kept at convenient locations in the Venue.

- At the time fixed for closing of the poll by the Chairman, all the ballot boxes kept for polling was locked in my presence with due identification marks placed by me/us.
- The locked ballot boxes were subsequently opened in my presence and poll
  papers were diligently scrutinized. The poll papers were reconciled with the
  records maintained by the Company and the authorizations/proxies lodged with
  the company.
- 3. The poll papers which were incomplete and/or which were otherwise found defective have been treated as invalid.

The resolutions for which this Annual General Meeting of the shareholders was held were as follows:

S.No	Resolutions	Nature of Resolution
1	To receive, consider and adopt the Audited Balance sheet as at 31st December, 2014 and Audited Profit and Loss account and Cash Flow statements for the year from 01.10.2013 to 31.12.2014 together with the Director's Report and Auditor's Report.	Ordinary
2	To appoint a Director in place of Mr. Vimal Lunawath, who retires by rotation and being eligible, offers himself for reappointment.	Ordinary
3	To consider, and if thought fit the Chartered Accountants firm be and are hereby reappointed as the Statutory Auditors of the Company to hold office as such for a period of three years with the effect from the date of this Annual General Meeting of the Company.	Ordinary
4	Appointment of Mrs. Ann Gonsalvez as an Indipendent Director	Ordinary
5	of the company.  Appointment of Mr. Ravikanth Choudhry as an Independent Director of the company.	Ordinary
6	Appointment of Mr. Damodaran Arumugam as an Independent Director of the company.	Ordinary
7	Appointment of Mr. Karan Bhasin as an Independent Director of the company.	Ordinary
8	Appointment of Mr. Bharat Jain as the Whole-time Director of the company.	Special

The results of the poll & voting by electronic means are as follows:

The details of the number of members present and voting in person or by proxy and the valid / invalid votes in respect of each of the resolutions are given below.

Resolution S.No	Number of members who cast their votes either by e-voting/ poll in the AGM		Number of valid Votes	Number of invalid votes	
	ASSENT	DISSENT	52	0	
1	51	1		0	
10.77	52	0	52		
2		0	52	0	
3	52	0	52	0	
4	52	0	52	0	
5	52	0		0	
1.55	52	0	52	0	
6		1	52	0	
7	51	0	52	0	
8	52	0			

The summary of the results in terms of the Number of votes cast for and against out of the total valid votes is given below.

	agame		t votes is given bel				
Resolution S.No	No of VOTES CAST IN FAVOUR	No of VOTES CAST AGAINST	Total - Valid Votes 47,71,570	<b>Assent</b> %	Dissent %	Passed/Not Passed	
						Passed as ordinary resolution	
1	47,71,569	1		33.33	Tesolution	Passed as ordinary	
1	47,71,570	0	47,71,570	100	0	resolution	
2		0	47,71,570	100	0	Passed as ordinary resolution	
3	47,71,570	0		100		Passed as ordinary	
	47,71,570	0	47,71,570	100	0	resolution	
4	47,71,370		47,71,570	100	0	Passed as ordinary resolution	
5	47,71,570	0		100		Passed as ordinary	
5		0	47,71,570	100	0	resolution	
6	47,71,570		47,71,570	00.005	4 0.0045	Passed as ordinary	
7	47,71,353	217	47.71.570	99.9954	4 0.0013	16301411	
					0	Passed as special resolution	
8	47,71,570	0	2. /	200		10001	

Since the requisite no. of votes cast in favour exceeded the No. of votes cast against in respect of resolutions in S No. 1 to 7 and the No of votes cast in favour were not less than three times the votes cast against in respect of resolutions in S No. 8, I hereby report that the above resolutions were passed with requisite majority.

- The poll papers and all other relevant records were sealed and handed over to the Company Secretary authorized by the Board for safe keeping.
- 5. The data sheet relating to e-voting and other related papers/registers, records are in the safe custody of the undersigned, and that they will be handed over to the Chairman of the company, once the Minutes are approved and signed.

Thanking you,

Yours faithfully,

V Padmapriya

Company Secretary in Practice

CP No 8702

Encl: Polling Papers 20 in number.