

# SPLASH MEDIA & INFRA LIMITED

A-301, Hetal Arch, Opposite Natraj Market, Malad(West), Mumbai- 400064, Contact no. 022-28449767  
Email id: [splashmedia7@yahoo.in](mailto:splashmedia7@yahoo.in), Website: [www.splashmediainfra.com](http://www.splashmediainfra.com)

CIN: L45400MH1987PLC044094

## Result of Resolution passed at 34<sup>th</sup> Annual General Meeting of Splash Media & infra Limited held on September 19, 2015

It is hereby notified that the company has conducted the process of E-Voting and Poll at the 34<sup>th</sup> Annual General Meeting (AGM) held on September 19, 2015 for passing the Ordinary/special resolution as set out in the Notice of AGM sent to the Members of the Company

Mrs. Ranjana Mimani, Practicing Company Secretary was appointed as Scrutinizer for conducting E-Voting and for conducting Poll process in fair and transparent manner. Pursuant to the reports submitted by the scrutinizers on the E-Voting and poll, the detailed results of the AGM are declared as under:

### **Subject Matter of Resolution:**

1. To receive, consider, and adopt the Audited Accounts for the financial year ended 31st March, 2015 along with the Reports of the Directors and Auditors thereon

**Nature of Resolution: Ordinary Resolution**

**Mode of Voting: E-Voting and Poll.**

Mode of Voting	Valid and Voted in Favour of Resolution		Valid and Voted against the Resolution		Invalid Votes	
	Number of members cast their vote	No. Shares held / No. of Votes.	Number of members cast their vote	No. Shares held / No. of Votes.	No. of Members	No. of Shares for Votes Cast by them
<b>E-voting(A)</b>	12	42,081,406	Nil	Nil	Nil	Nil
<b>Poll(B)</b>	25	11,028	Nil	Nil	2	2
<b>Total (A)+(B)</b>	<b>37</b>	<b>42,092,434</b>	Nil	Nil	2	2

**Result: Passed.**



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CIN: L45400MH1987PLC044094

## Subject Matter of Resolution:

2. To appoint a Director in place of Mr. Manish Dadhich, (DIN: 06900077) who retires by rotation and being eligible, offers himself for re-appointment

**Nature of Resolution: Ordinary Resolution**

**Mode of Voting: E-Voting and Poll.**

Mode of Voting	Valid and Voted in Favour of Resolution		Valid and Voted against the Resolution		Invalid Votes	
	Number of members cast their vote	No. Shares held / No. of Votes.	Number of members cast their vote	No. Shares held / No. of Votes.	No. of Members	No. of Shares for Votes Cast by them
<b>E-voting(A)</b>	12	42,081,406	Nil	Nil	Nil	Nil
<b>Poll(B)</b>	25	11,028	Nil	Nil	2	2
<b>Total (A)+(B)</b>	<b>37</b>	<b>42,092,434</b>	Nil	Nil	2	2

**Result: Passed.**



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CIN: L45400MH1987PLC044094

## Subject Matter of Resolution:

3. To re-appoint M/s S A R A & Associates, Practicing Chartered Accountants, (Firm Registration no. 120927W) as Statutory Auditors and fix their remuneration

**Nature of Resolution: Ordinary Resolution**

**Mode of Voting: E-Voting and Poll.**

Mode of Voting	Valid and Voted in Favour of Resolution		Valid and Voted against the Resolution		Invalid Votes	
	Number of members cast their vote	No. Shares held / No. of Votes.	Number of members cast their vote	No. Shares held / No. of Votes.	No. of Members	No. of Shares for Votes Cast by them
<b>E-voting(A)</b>	12	42,081,406	Nil	Nil	Nil	Nil
<b>Poll(B)</b>	25	11,028	Nil	Nil	2	2
<b>Total (A)+(B)</b>	<b>37</b>	<b>42,092,434</b>	Nil	Nil	2	2

**Result: Passed.**



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CIN: L45400MH1987PLC044094

## Subject Matter of Resolution:

4. Appointment of Mr. Anil Agrawal (holding DIN: 00014413) as a Director

Nature of Resolution: Ordinary Resolution

Mode of Voting: E-Voting and Poll.

Mode of Voting	Valid and Voted in Favour of Resolution		Valid and Voted against the Resolution		Invalid Votes	
	Number of members cast their vote	No. Shares held / No. of Votes.	Number of members cast their vote	No. Shares held / No. of Votes.	No. of Members	No. of Shares for Votes Cast by them
E-voting(A)	12	42,081,406	Nil	Nil	Nil	Nil
Poll(B)	25	11,028	Nil	Nil	2	2
Total (A)+(B)	37	42,092,434	Nil	Nil	2	2

Result: Passed.



# SPLASH MEDIA & INFRA LIMITED

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Email id: [splashmedia7@yahoo.in](mailto:splashmedia7@yahoo.in), Website: [www.splashmediainfra.com](http://www.splashmediainfra.com)

CIN: L45400MH1987PLC044094

## Subject Matter of Resolution:

5. Appointment of Mr. Anil Agrawal (holding DIN. 00014413) as an Executive Director

Nature of Resolution: **Special Resolution**

Mode of Voting: **E-Voting and Poll.**

Mode of Voting	Valid and Voted in Favour of Resolution		Valid and Voted against the Resolution		Invalid Votes	
	Number of members cast their vote	No. Shares held / No. of Votes.	Number of members cast their vote	No. Shares held / No. of Votes.	No. of Members	No. of Shares for Votes Cast by them
E-voting(A)	12	42,081,406	Nil	Nil	Nil	Nil
Poll(B)	25	11,028	Nil	Nil	2	2
Total (A)+(B)	37	42,092,434	Nil	Nil	2	2

Result: **Passed.**



# SPLASH MEDIA & INFRA LIMITED

A-301, Hetal Arch, Opposite Natraj Market, Malad(West), Mumbai- 400064, Contact no. 022-28449767  
Email id: [splashmedia7@yahoo.in](mailto:splashmedia7@yahoo.in), Website: [www.splashmediainfra.com](http://www.splashmediainfra.com)

CIN: L45400MH1987PLC044094

## Subject Matter of Resolution:

- To change the name of the Company from "Splash Media & Infra Limited" to "Luharuka Media & Infra Limited" and consequent alteration in the Memorandum and in the Articles of Association of the Company.

Nature of Resolution: Special Resolution

Mode of Voting: E-Voting and Poll.

Mode of Voting	Valid and Voted in Favour of Resolution		Valid and Voted against the Resolution		Invalid Votes	
	Number of members cast their vote	No. Shares held / No. of Votes.	Number of members cast their vote	No. Shares held / No. of Votes.	No. of Members	No. of Shares for Votes Cast by them
E-voting(A)	12	42,081,406	Nil	Nil	Nil	Nil
Poll(B)	25	11,028	Nil	Nil	2	2
Total (A)+(B)	37	42,092,434	Nil	Nil	2	2

Result: Passed.



# SPLASH MEDIA & INFRA LIMITED

A-301, Hetal Arch, Opposite Natraj Market, Malad(West), Mumbai- 400064, Contact no. 022-28449767  
Email id: [splashmedia7@yahoo.in](mailto:splashmedia7@yahoo.in), Website: [www.splashmediainfra.com](http://www.splashmediainfra.com)

CIN: L45400MH1987PLC044094

## Subject Matter of Resolution:

7. Adoption of New Set of Articles of Association containing Articles in conformity with the Companies Act, 2013:

**Nature of Resolution: Special Resolution**

**Mode of Voting: E-Voting and Poll.**

Mode of Voting	Valid and Voted in Favour of Resolution		Valid and Voted against the Resolution		Invalid Votes	
	Number of members cast their vote	No. Shares held / No. of Votes.	Number of members cast their vote	No. Shares held / No. of Votes.	No. of Members	No. of Shares for Votes Cast by them
E-voting(A)	12	42,081,406	Nil	Nil	Nil	Nil
Poll(B)	25	11,028	Nil	Nil	2	2
<b>Total (A)+(B)</b>	<b>37</b>	<b>42,092,434</b>	<b>Nil</b>	<b>Nil</b>	<b>2</b>	<b>2</b>

**Result: Passed.**

Thanking you,

For Splash Media & Infra Limited

  
Anil Agrawal  
Director  
DIN: 00014413



Date: September 22, 2015  
Place: Mumbai

R M MIMANI & ASSOCIATES LLP  
COMPANY SECRETARIES

**The Chairman and Managing Director**  
**SPLASH MEDIA & INFRA LIMITED**  
A-301, Hetal Arch. Opposite Natraj Market,  
S.V. Road, Malad (West),  
Mumbai-400064

Dear Sir,

**Sub: Result of E-voting & Poll**

This is with reference to our appointment to scrutinizing the e-voting and voting on poll at the 34<sup>th</sup> Annual General Meeting of the Members of the Company held on September 19, 2015.


We are enclosing herewith the following;

1. Report of the Scrutinizer on e-voting
2. Result of Poll results at the AGM
3. Consolidated Results of e-voting and Poll

Trust you will find the same in order. We will, however, be happy to answer your queries, if any, on the same.

Thanking you,

Yours faithfully,  
For R M Mimani & Associates LLP  
[Company Secretaries]

  
RANJANA MIMANI  
Partner  
ACS No. 6271  
CP No. 4234



Dated: September 21, 2015  
Place: Mumbai  
Encl.: As above



R M MIMANI & ASSOCIATES LLP  
COMPANY SECRETARIES

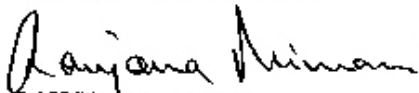
**I - Report on results of e-voting**

**Summary of e-voting Results**

EVSN Reference No.	150822006
Voting Start Date	September 16, 2015 at 9.00 A M
Voting End Date	September 18, 2015 at 5.00 P M

Item No. of the Agenda	Voted in favour		Voted against		Abstained	
	No. of folios voted	No. of votes	No. of folios voted	No. of votes	No. of folios voted	No. of votes
1	12	42,081,406	Nil	Nil	Nil	Nil
2	12	42,081,406	Nil	Nil	Nil	Nil
3	12	42,081,406	Nil	Nil	Nil	Nil
4	12	42,081,406	Nil	Nil	Nil	Nil
5	12	42,081,406	Nil	Nil	Nil	Nil
6	12	42,081,406	Nil	Nil	Nil	Nil
7	12	42,081,406	Nil	Nil	Nil	Nil

Yours faithfully,  
For R M Mimani & Associates LLP  
[Company Secretaries]

  
RANJANA MIMANI  
Partner  
ACS No. 6271  
CP No. 4234



Dated: September 21, 2015  
Place: Mumbai  
Encl.: As above

R M MIMANI & ASSOCIATES LLI  
COMPANY SECRETARIE

**II: Report of Scrutinizer on Poll**

**FORM No. MGT-13**

**Report of Scrutinizer(s)**

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

**The Managing Director  
SPLASH MEDIA & INFRA LIMITED  
A-301, Hetal Arch, Opposite Natraj Market,  
S.V. Road, Malad (West),  
Mumbai - 400064**

Ref. **34<sup>th</sup> Annual General Meeting of the Equity Shareholders of SPLASH MEDIA & INFRA LIMITED held on September 19, 2015**

Dear Sir,

I, Ranjana Mimani partner of R M Mimani & Associates LLP [Company Secretaries], appointed as scrutinizer for the purpose of the poll taken on the below mentioned resolutions at the 34<sup>th</sup> Annual General Meeting of the Shareholders of **SPLASH MEDIA & INFRA LIMITED** held on September 19, 2015 at 3.00 p.m. at Hotel Land Mark, Link Road, Malad (W), Mumbai - 400064 and submit report as under:

1. After the time fixed for closing of the poll by the Chairman, one ballot box kept for polling was locked in my presence with due identification mark placed by me.
2. The locked ballot box was subsequently opened in my presence and poll papers were diligently scrutinized. The poll papers were reconciled with the records maintained by the Company/Registrar and Transfer Agents of 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 and kept separately.
4. The result of the Poll is as under:

**(1) Adoption of Financial Statements of the Company for the financial year ended March 31, 2015**

(i) Voted in favour of the resolution:

Number of members present and voting (in person or by proxy)	Number of shares for votes cast by them	% of total number of valid votes cast
25	11,028	100

(ii) Voted **against** the resolution:

Number of members present and voting (in person or by proxy)	Number of shares for votes cast by them	% of total number of valid votes cast
Nil	Nil	Nil

(iii) **Invalid** votes:

Number of members present and voting (in person or by proxy)	Number of shares for votes cast by them
2	2



# R M MIMANI & ASSOCIATES LLP

## COMPANY SECRETARIES

**(2) Appointment of Director in place of Mr. Manish Dadhich (DIN: 06900077), who retires by rotation and being eligible, offers himself for re-appointment**

(i) Voted in favour of the resolution:

Number of members present and voting (in person or by proxy)	Number of shares for votes cast by them	% of total number of valid votes cast
25	11,028	100

(ii) Voted **against** the resolution:

Number of members present and voting (in person or by proxy)	Number of shares for votes cast by them	% of total number of valid votes cast
Nil	Nil	Nil

(iii) **Invalid** votes:

Number of members present and voting (in person or by proxy)	Number of shares for votes cast by them
2	2

**(3) Appointment of statutory auditors of the Company for 2015-16 and fix their remuneration.**

(i) Voted in favour of the resolution:

Number of members present and voting (in person or by proxy)	Number of shares for votes cast by them	% of total number of valid votes cast
25	11,028	100

(ii) Voted **against** the resolution:

Number of members present and voting (in person or by proxy)	Number of shares for votes cast by them	% of total number of valid votes cast
Nil	Nil	Nil

(iii) **Invalid** votes:

Number of members present and voting (in person or by proxy)	Number of shares for votes cast by them
2	2

**(4) Appointment of Mr. Anil Agrawal (holding DIN: 00014413) as a Director of the Company.**

(i) Voted in favour of the resolution:

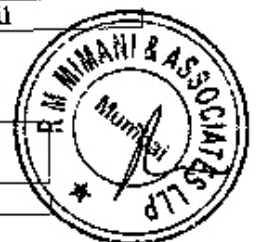
Number of members present and voting (in person or by proxy)	Number of shares for votes cast by them	% of total number of valid votes cast
25	11,028	100

(ii) Voted **against** the resolution:

Number of members present and voting (in person or by proxy)	Number of shares for votes cast by them	% of total number of valid votes cast
Nil	Nil	Nil

(iii) **Invalid** votes:

Number of members present and voting (in person or by proxy)	Number of shares for votes cast by them
2	2



**R M MIMANI & ASSOCIATES LLP**  
**COMPANY SECRETARIES**

**(5) Appointment of Mr. Anil Agrawal (holding DIN: 00014413) as an Executive Director of the Company for the period of 5 years.**

(i) Voted in favour of the resolution:

Number of members present and voting (in person or by proxy)	Number of shares for votes cast by them	% of total number of valid votes cast
25	11,028	100

(ii) Voted **against** the resolution:

Number of members present and voting (in person or by proxy)	Number of shares for votes cast by them	% of total number of valid votes cast
Nil	Nil	Nil

(iii) **Invalid** votes:

Number of members present and voting (in person or by proxy)	Number of shares for votes cast by them
2	2

**(6) Alteration in the name of the Company from "Splash Media & Infra Limited" to "Luharuka Media & Infra Limited" and consequent alteration in the Memorandum and Articles of Association of the Company.**

(i) Voted in favour of the resolution:

Number of members present and voting (in person or by proxy)	Number of shares for votes cast by them	% of total number of valid votes cast
25	11,028	100

(ii) Voted **against** the resolution:

Number of members present and voting (in person or by proxy)	Number of shares for votes cast by them	% of total number of valid votes cast
Nil	Nil	Nil

(iii) **Invalid** votes:

Number of members present and voting (in person or by proxy)	Number of shares for votes cast by them
2	2

**(7) Adoption of New Set of Articles of Association**

(i) Voted in favour of the resolution:

Number of members present and voting (in person or by proxy)	Number of shares for votes cast by them	% of total number of valid votes cast
25	11,028	100

(ii) Voted **against** the resolution:

Number of members present and voting (in person or by proxy)	Number of shares for votes cast by them	% of total number of valid votes cast
Nil	Nil	Nil

(iii) **Invalid** votes:

Number of members present and	Number of shares for



**R M MIMANI & ASSOCIATES LLP**  
**COMPANY SECRETARIES**

voting (in person or by proxy)	votes cast by them
2	2

5. Soft copy of the list of equity shareholders who voted "FOR", "AGAINST" and those whose votes were declared invalid for each resolution is handed over to the Managing Director of the Company.
6. The poll papers and all other relevant records were sealed and handed over to the Managing Director of the Company keeping in safe record.

**For R M Mimani & Associates LLP**  
**[Company Secretaries]**

*Ranjana Mimani*

**RANJANA MIMANI**  
Partner  
ACS No. 6271  
CP No. 4234



Dated: September 21, 2015  
Place: Mumbai

# R M MIMANI & ASSOCIATES LLP

## COMPANY SECRETARIES

### III - Report on consolidated results

Based on result of e-voting and Poll at the 34<sup>th</sup> Annual General Meeting of the members of the **SPLASH MEDIA & INFRA LIMITED** held on Saturday, September 19, 2015 at 3.00 p.m., Consolidated Results of each item of the Agenda as set out in the notice of AGM dated August 14, 2015 is narrated here-in-below:

#### Item No.1

**Adoption of Financial Statements of the Company for the financial year ended March 31, 2015.**

Particulars	Number of votes contained in			% of valid votes
	e-votes	Poll	Total	
Assent	42,081,406	11,028	42,092,434	100%
Dissent	Nil	Nil	Nil	
Total	42,081,406	11,028	42,092,434	

Accordingly, out of the total **42,092,434** valid votes cast via e-voting and poll, **42,092,434** votes were cast **assenting** to the ordinary resolution and **Nil** votes were cast **dissenting** to the ordinary resolution.

Thus, the ordinary resolution as contained in item no. 1 of the notice dated August 14, 2015 is passed with **requisite majority**.

#### Item No.2

**Appointment of Director in place of Mr. Manish Dadhich (DIN: 06900077), who retires by rotation and being eligible, offers himself for re-appointment**

Particulars	Number of votes contained in			% of valid votes
	e-votes	Poll	Total	
Assent	42,081,406	11,028	42,092,434	100%
Dissent	Nil	Nil	Nil	
Total	42,081,406	11,028	42,092,434	

Accordingly, out of the total **42,092,434** valid votes cast via e-voting and poll, **42,092,434** votes were cast **assenting** to the ordinary resolution and **Nil** votes were cast **dissenting** to the ordinary resolution.

Thus, the ordinary resolution as contained in item no. 2 of the notice dated August 14, 2015 is passed with **requisite majority**.

#### Item No. 3

**Appointment of statutory auditors of the Company for 2015-16 and fix their remuneration.**

Particulars	Number of votes contained in			% of valid votes
	e-votes	Poll	Total	
Assent	42,081,406	11,028	42,092,434	100%
Dissent	Nil	Nil	Nil	
Total	42,081,406	11,028	42,092,434	

Accordingly, out of the total **42,092,434** valid votes cast via e-voting and poll, **42,092,434** votes were cast **assenting** to the ordinary resolution and **Nil** votes were cast **dissenting** to the ordinary resolution.



**R M MIMANI & ASSOCIATES LLP**  
**COMPANY SECRETARIES**

Thus, the ordinary resolution as contained in item no. 3 of the notice dated August 14, 2015 is passed with **requisite majority**.

**Item No. 4**

**Appointment of Mr. Anil Agrawal (holding DIN: 00014413) as a Director of the Company.**

Particulars	Number of votes contained in			% of valid votes
	e-votes	Poll	Total	
Assent	42,081,406	11,028	42,092,434	100%
Dissent	Nil	Nil	Nil	
Total	42,081,406	11,028	42,092,434	

Accordingly, out of the total **42,092,434** valid votes cast via e-voting and poll, **42,092,434** votes were cast **assenting** to the ordinary resolution and **Nil** votes were cast **dissenting** to the ordinary resolution.

Thus, the ordinary resolution as contained in item no. 4 of the notice dated August 14, 2015 is passed with **requisite majority**.

**Item No. 5**

**Appointment of Mr. Anil Agrawal (holding DIN. 00014413) as an Executive Director of the Company**

Particulars	Number of votes contained in			% of valid votes
	e-votes	Poll	Total	
Assent	42,081,406	11,028	42,092,434	100%
Dissent	Nil	Nil	Nil	
Total	42,081,406	11,028	42,092,434	

Accordingly, out of the total **42,092,434** valid votes cast via e-voting and poll, **42,092,434** votes were cast **assenting** to the special resolution and **Nil** votes were cast **dissenting** to the special resolution.

Thus, the special resolution as contained in item no. 5 of the notice dated August 14, 2015 is passed with **requisite majority**.

**Item No. 6**

**Alteration in the name of the Company from "Splash Media & Infra Limited" to "Luharuka Media & Infra Limited" and consequent alteration in the Memorandum and Articles of Association of the Company.**

Particulars	Number of votes contained in			% of valid votes
	e-votes	Poll	Total	
Assent	42,081,406	11,028	42,092,434	100%
Dissent	Nil	Nil	Nil	
Total	42,081,406	11,028	42,092,434	

Accordingly, out of the total **42,092,434** valid votes cast via e-voting and poll, **42,092,434** votes were cast **assenting** to the special resolution and **Nil** votes were cast **dissenting** to the special resolution.

Thus, the special resolution as contained in item no. 6 of the notice dated August 14, 2015 is passed with **requisite majority**.



Item No. 7

Adoption of New Set Of Articles of Association

Particulars	Number of votes contained in			% of valid votes
	e-votes	Poll	Total	
Assent	42,081,406	11,028	42,092,434	100%
Dissent	Nil	Nil	Nil	
Total	42,081,406	11,028	42,092,434	

Accordingly, out of the total **42,092,434** valid votes cast via e-voting and poll, **42,092,434** votes were cast **assenting** to the special resolution and **Nil** votes were cast **dissenting** to the special resolution.

Thus, the special resolution as contained in item no. 7 of the notice dated August 14, 2015 is passed with **requisite majority**.

For R M Mimani & Associates LLP  
[Company Secretaries]



RANJANA MIMANI  
Partner

ACS No. 6271

CP No. 4234

Dated: September 21, 2015

Place: Mumbai





R M MIMANI & ASSOCIATES LLP  
COMPANY SECRETARIES

**The Chairman and Managing Director**  
**SPLASH MEDIA & INFRA LIMITED**  
A-301, Hetal Arch. Opposite Natraj Market,  
S.V. Road, Malad (West),  
Mumbai-400064

Dear Sir,

**Sub: Result of E-voting & Poll**

This is with reference to our appointment to scrutinizing the e-voting and voting on poll at the 34<sup>th</sup> Annual General Meeting of the Members of the Company held on September 19, 2015.


We are enclosing herewith the following;

1. Report of the Scrutinizer on e-voting
2. Result of Poll results at the AGM
3. Consolidated Results of e-voting and Poll

Trust you will find the same in order. We will, however, be happy to answer your queries, if any, on the same.

Thanking you,

Yours faithfully,  
**For R M Mimani & Associates LLP**  
**[Company Secretaries]**

  
**RANJANA MIMANI**  
Partner  
ACS No. 6271  
CP No. 4234



Dated: September 21, 2015  
Place: Mumbai  
Encl.: As above

I - Report on results of e-voting

Summary of e-voting Results

EVSN Reference No.	150822006
Voting Start Date	September 16, 2015 at 9.00 A M
Voting End Date	September 18, 2015 at 5.00 P M

Item No. of the Agenda	Voted in favour		Voted against		Abstained	
	No. of folios voted	No. of votes	No. of folios voted	No. of votes	No. of folios voted	No. of votes
1	12	42,081,406	Nil	Nil	Nil	Nil
2	12	42,081,406	Nil	Nil	Nil	Nil
3	12	42,081,406	Nil	Nil	Nil	Nil
4	12	42,081,406	Nil	Nil	Nil	Nil
5	12	42,081,406	Nil	Nil	Nil	Nil
6	12	42,081,406	Nil	Nil	Nil	Nil
7	12	42,081,406	Nil	Nil	Nil	Nil

For R M Mimani & Associates LLP  
[Company Secretaries]

RANJANA MIMANI  
Partner  
ACS No. 6271  
CP No. 4234



Dated: September 21, 2015  
Place: Mumbai

R M MIMANI & ASSOCIATES LLI  
COMPANY SECRETARIE

**II: Report of Scrutinizer on Poll**

**FORM No. MGT-13**

**Report of Scrutinizer(s)**

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

**The Managing Director  
SPLASH MEDIA & INFRA LIMITED  
A-301, Hetal Arch, Opposite Natraj Market,  
S.V. Road, Malad (West),  
Mumbai - 400064**

Ref. **34<sup>th</sup> Annual General Meeting of the Equity Shareholders of SPLASH MEDIA & INFRA LIMITED held on September 19, 2015**

Dear Sir,

I, Ranjana Mimani partner of R M Mimani & Associates LLP [Company Secretaries], appointed as scrutinizer for the purpose of the poll taken on the below mentioned resolutions at the 34<sup>th</sup> Annual General Meeting of the Shareholders of **SPLASH MEDIA & INFRA LIMITED** held on September 19, 2015 at 3.00 p.m. at Hotel Land Mark, Link Road, Malad (W), Mumbai - 400064 and submit report as under:

1. After the time fixed for closing of the poll by the Chairman, one ballot box kept for polling was locked in my presence with due identification mark placed by me.
2. The locked ballot box was subsequently opened in my presence and poll papers were diligently scrutinized. The poll papers were reconciled with the records maintained by the Company/Registrar and Transfer Agents of 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 and kept separately.
4. The result of the Poll is as under:

**(1) Adoption of Financial Statements of the Company for the financial year ended March 31, 2015**

(i) Voted in favour of the resolution:

Number of members present and voting (in person or by proxy)	Number of shares for votes cast by them	% of total number of valid votes cast
25	11,028	100

(ii) Voted **against** the resolution:

Number of members present and voting (in person or by proxy)	Number of shares for votes cast by them	% of total number of valid votes cast
Nil	Nil	Nil

(iii) **Invalid** votes:

Number of members present and voting (in person or by proxy)	Number of shares for votes cast by them
2	2



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## COMPANY SECRETARIES

**(2) Appointment of Director in place of Mr. Manish Dadhich (DIN: 06900077), who retires by rotation and being eligible, offers himself for re-appointment**

(i) Voted in favour of the resolution:

Number of members present and voting (in person or by proxy)	Number of shares for votes cast by them	% of total number of valid votes cast
25	11,028	100

(ii) Voted **against** the resolution:

Number of members present and voting (in person or by proxy)	Number of shares for votes cast by them	% of total number of valid votes cast
Nil	Nil	Nil

(iii) **Invalid** votes:

Number of members present and voting (in person or by proxy)	Number of shares for votes cast by them
2	2

**(3) Appointment of statutory auditors of the Company for 2015-16 and fix their remuneration.**

(i) Voted in favour of the resolution:

Number of members present and voting (in person or by proxy)	Number of shares for votes cast by them	% of total number of valid votes cast
25	11,028	100

(ii) Voted **against** the resolution:

Number of members present and voting (in person or by proxy)	Number of shares for votes cast by them	% of total number of valid votes cast
Nil	Nil	Nil

(iii) **Invalid** votes:

Number of members present and voting (in person or by proxy)	Number of shares for votes cast by them
2	2

**(4) Appointment of Mr. Anil Agrawal (holding DIN: 00014413) as a Director of the Company.**

(i) Voted in favour of the resolution:

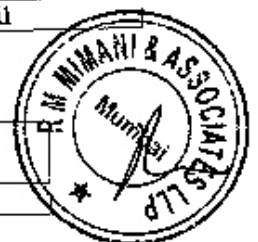
Number of members present and voting (in person or by proxy)	Number of shares for votes cast by them	% of total number of valid votes cast
25	11,028	100

(ii) Voted **against** the resolution:

Number of members present and voting (in person or by proxy)	Number of shares for votes cast by them	% of total number of valid votes cast
Nil	Nil	Nil

(iii) **Invalid** votes:

Number of members present and voting (in person or by proxy)	Number of shares for votes cast by them
2	2



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**(5) Appointment of Mr. Anil Agrawal (holding DIN: 00014413) as an Executive Director of the Company for the period of 5 years.**

(i) Voted in favour of the resolution:

Number of members present and voting (in person or by proxy)	Number of shares for votes cast by them	% of total number of valid votes cast
25	11,028	100

(ii) Voted **against** the resolution:

Number of members present and voting (in person or by proxy)	Number of shares for votes cast by them	% of total number of valid votes cast
Nil	Nil	Nil

(iii) **Invalid** votes:

Number of members present and voting (in person or by proxy)	Number of shares for votes cast by them
2	2

**(6) Alteration in the name of the Company from "Splash Media & Infra Limited" to "Luharuka Media & Infra Limited" and consequent alteration in the Memorandum and Articles of Association of the Company.**

(i) Voted in favour of the resolution:

Number of members present and voting (in person or by proxy)	Number of shares for votes cast by them	% of total number of valid votes cast
25	11,028	100

(ii) Voted **against** the resolution:

Number of members present and voting (in person or by proxy)	Number of shares for votes cast by them	% of total number of valid votes cast
Nil	Nil	Nil

(iii) **Invalid** votes:

Number of members present and voting (in person or by proxy)	Number of shares for votes cast by them
2	2

**(7) Adoption of New Set of Articles of Association**

(i) Voted in favour of the resolution:

Number of members present and voting (in person or by proxy)	Number of shares for votes cast by them	% of total number of valid votes cast
25	11,028	100

(ii) Voted **against** the resolution:

Number of members present and voting (in person or by proxy)	Number of shares for votes cast by them	% of total number of valid votes cast
Nil	Nil	Nil

(iii) **Invalid** votes:

Number of members present and	Number of shares for



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voting (in person or by proxy)	votes cast by them
2	2

5. Soft copy of the list of equity shareholders who voted "FOR", "AGAINST" and those whose votes were declared invalid for each resolution is handed over to the Managing Director of the Company.
6. The poll papers and all other relevant records were sealed and handed over to the Managing Director of the Company keeping in safe record.

**For R M Mimani & Associates LLP**  
**[Company Secretaries]**

*Ranjana Mimani*

**RANJANA MIMANI**  
Partner  
ACS No. 6271  
CP No. 4234



Dated: September 21, 2015  
Place: Mumbai

# R M MIMANI & ASSOCIATES LLP

## COMPANY SECRETARIES

### III - Report on consolidated results

Based on result of e-voting and Poll at the 34<sup>th</sup> Annual General Meeting of the members of the **SPLASH MEDIA & INFRA LIMITED** held on Saturday, September 19, 2015 at 3.00 p.m., Consolidated Results of each item of the Agenda as set out in the notice of AGM dated August 14, 2015 is narrated here-in-below:

#### Item No.1

**Adoption of Financial Statements of the Company for the financial year ended March 31, 2015.**

Particulars	Number of votes contained in			% of valid votes
	e-votes	Poll	Total	
Assent	42,081,406	11,028	42,092,434	100%
Dissent	Nil	Nil	Nil	
Total	42,081,406	11,028	42,092,434	

Accordingly, out of the total **42,092,434** valid votes cast via e-voting and poll, **42,092,434** votes were cast **assenting** to the ordinary resolution and **Nil** votes were cast **dissenting** to the ordinary resolution.

Thus, the ordinary resolution as contained in item no. 1 of the notice dated August 14, 2015 is passed with **requisite majority**.

#### Item No.2

**Appointment of Director in place of Mr. Manish Dadhich (DIN: 06900077), who retires by rotation and being eligible, offers himself for re-appointment**

Particulars	Number of votes contained in			% of valid votes
	e-votes	Poll	Total	
Assent	42,081,406	11,028	42,092,434	100%
Dissent	Nil	Nil	Nil	
Total	42,081,406	11,028	42,092,434	

Accordingly, out of the total **42,092,434** valid votes cast via e-voting and poll, **42,092,434** votes were cast **assenting** to the ordinary resolution and **Nil** votes were cast **dissenting** to the ordinary resolution.

Thus, the ordinary resolution as contained in item no. 2 of the notice dated August 14, 2015 is passed with **requisite majority**.

#### Item No. 3

**Appointment of statutory auditors of the Company for 2015-16 and fix their remuneration.**

Particulars	Number of votes contained in			% of valid votes
	e-votes	Poll	Total	
Assent	42,081,406	11,028	42,092,434	100%
Dissent	Nil	Nil	Nil	
Total	42,081,406	11,028	42,092,434	

Accordingly, out of the total **42,092,434** valid votes cast via e-voting and poll, **42,092,434** votes were cast **assenting** to the ordinary resolution and **Nil** votes were cast **dissenting** to the ordinary resolution.



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**COMPANY SECRETARIES**

Thus, the ordinary resolution as contained in item no. 3 of the notice dated August 14, 2015 is passed with **requisite majority**.

**Item No. 4**

**Appointment of Mr. Anil Agrawal (holding DIN: 00014413) as a Director of the Company.**

Particulars	Number of votes contained in			% of valid votes
	e-votes	Poll	Total	
Assent	42,081,406	11,028	42,092,434	100%
Dissent	Nil	Nil	Nil	
Total	42,081,406	11,028	42,092,434	

Accordingly, out of the total **42,092,434** valid votes cast via e-voting and poll, **42,092,434** votes were cast **assenting** to the ordinary resolution and **Nil** votes were cast **dissenting** to the ordinary resolution.

Thus, the ordinary resolution as contained in item no. 4 of the notice dated August 14, 2015 is passed with **requisite majority**.

**Item No. 5**

**Appointment of Mr. Anil Agrawal (holding DIN. 00014413) as an Executive Director of the Company**

Particulars	Number of votes contained in			% of valid votes
	e-votes	Poll	Total	
Assent	42,081,406	11,028	42,092,434	100%
Dissent	Nil	Nil	Nil	
Total	42,081,406	11,028	42,092,434	

Accordingly, out of the total **42,092,434** valid votes cast via e-voting and poll, **42,092,434** votes were cast **assenting** to the special resolution and **Nil** votes were cast **dissenting** to the special resolution.

Thus, the special resolution as contained in item no. 5 of the notice dated August 14, 2015 is passed with **requisite majority**.

**Item No. 6**

**Alteration in the name of the Company from "Splash Media & Infra Limited" to "Luharuka Media & Infra Limited" and consequent alteration in the Memorandum and Articles of Association of the Company.**

Particulars	Number of votes contained in			% of valid votes
	e-votes	Poll	Total	
Assent	42,081,406	11,028	42,092,434	100%
Dissent	Nil	Nil	Nil	
Total	42,081,406	11,028	42,092,434	

Accordingly, out of the total **42,092,434** valid votes cast via e-voting and poll, **42,092,434** votes were cast **assenting** to the special resolution and **Nil** votes were cast **dissenting** to the special resolution.

Thus, the special resolution as contained in item no. 6 of the notice dated August 14, 2015 is passed with **requisite majority**.





Item No. 7

**Adoption of New Set Of Articles of Association**

Particulars	Number of votes contained in			% of valid votes
	e-votes	Poll	Total	
Assent	42,081,406	11,028	42,092,434	100%
Dissent	Nil	Nil	Nil	
Total	<b>42,081,406</b>	<b>11,028</b>	<b>42,092,434</b>	

Accordingly, out of the total **42,092,434** valid votes cast via e-voting and poll, **42,092,434** votes were cast **assenting** to the special resolution and **Nil** votes were cast **dissenting** to the special resolution.

Thus, the special resolution as contained in item no. 7 of the notice dated August 14, 2015 is passed with **requisite majority**.

For R M Mimani & Associates LLP  
[Company Secretaries]



**RANJANA MIMANI**  
Partner

ACS No. 6271

CP No. 4234

Dated: September 21, 2015

Place: Mumbai

