

MADHAV INFRA PROJECTS LIMITED

Registered Office:  
24, Laxmi Chambers,  
Navjivan Presh Road,  
Near Old Gujarat High Court,  
AHMEDABAD.

Corporate Office  
Madhav House,  
Nr, Panchratna Building,  
Subhanpuraa,  
Vadodara-390 023.  
Gujarat – India.  
Phone: +91-7600031747  
info@madhavgrp.co.in  
[www.madhavgrp.co.in](http://www.madhavgrp.co.in)



CIN NO: L45200GJ1992PLC018392

**Date:** October 01, 2016

To,  
**BSE Limited**  
Phiroze Jeejeebhoy Towers  
Dalal Street  
Mumbai – 400 001

**Scrip Code: 539894**

Dear Sir/Madam,

**Sub: Voting Results of 23<sup>rd</sup> Annual General Meeting of the Company held on September 30, 2016**

This is to inform you that the 23<sup>rd</sup> Annual General Meeting of the Company was held on Friday, the September 30, 2016 at S-2, B Wing, ICSI, Chinubhai Tower, Ashram Road, Ahmedabad – 380 009.

In this regard, we hereby attached the followings:-

- Voting Results of the business transacted at the Annual General Meeting, as required under Regulations 44 of the SEBI (LODR) Regulations, 2015 as **Annexure A.**
- Report of the Scrutinizers dated October 01, 2016 pursuant to the Section 108 of the Companies Act, 2013 and the Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended from time to time as **Annexure B.**

Kindly take the same on your record and oblige us.

Thanking You,

Yours faithfully,

For, **Madhav Infra Projects Limited**

  
**Gopal Shah**

**Company Secretary**



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**Annexure A**

**VOTING RESULTS OF 23<sup>RD</sup> ANNUAL GENERAL MEETING OF MADHAV INFRA PROJECTS LIMITED HELD ON SEPTEMBER 30, 2016 AT 05:00 P.M. AT S-2, B WING, ICSI, CHINUBHAI TOWER, ASHRAM ROAD, AHMEDABAD – 380 009**

<b>1</b>	<b>Date of AGM</b>	Friday, September 30, 2016
<b>2</b>	<b>Total number of Shareholders on record date</b>	556
<b>3</b>	<b>Total number of Shareholders present in meeting either in person or proxy</b>	8
	<b>(i) Promoter and Promoter Group</b>	1
	<b>(ii) Public</b>	7
<b>4</b>	<b>No. of Shareholders attended through Video Conferencing</b>	Nil
	<b>(i) Promoter and Promoter Group</b>	0
	<b>(ii) Public</b>	0

**1) Resolution No. 1 - To receive, consider and adopt:**

The audited financial statements (Including the Consolidated Financial Statements) of the Company for the financial year ended March 31, 2016, together with the reports of Directors and Auditors thereon;

Resolution Required				Ordinary Resolution				
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 favor	No. of votes - against	% of votes in favor on votes polled	% of votes against on votes polled
		(1)	(2)	(3)	(4)	(5)	(6)	(7)
<b>Promoter and Promoter Group</b>	<b>E-Voting Poll</b>	4709474	4709474	100.00	4709474	0	100.00	0
	<b>Postal Ballot</b>		0	0	0	0	0	0
	<b>Total</b>		4709474	100.00	4709474	0	100.00	0
<b>Public Institutions</b>	<b>E-Voting Poll</b>	1170950	1057950	90.35	1057950	0	100.00	0
	<b>Postal</b>		0	0	0	0	0	0
			0	0	0	0	0	0



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	Ballot							
	Total		1057950	90.35	1057950	0	100.00	0
<b>Public Non - Institutions</b>	<b>E-Voting</b>	525300	21600	04.11	21600	0	100.00	0
	<b>Poll</b>		0	0	0	0	0	0
	<b>Postal Ballot</b>		0	0	0	0	0	0
	<b>Total</b>		21600	04.11	21600	0	100.00	0
<b>Total</b>		<b>6405724</b>	<b>5789024</b>	<b>90.37</b>	<b>5789024</b>	<b>0</b>	<b>100.00</b>	<b>0</b>

**2) Resolution No. 2** - To consider re-appointment of Director, Mrs. Neelakshi Khurana (DIN: 00027350), who retires by rotation and being eligible, offers herself for re-appointment.

Resolution Required				Ordinary Resolution				
Whether Promoter/ Promoter Group are interested in the agenda/ resolution category				No				
Mode of Voting	No. of Shares held	No. of Votes polled	% of votes polled on outstanding shares	No. of Votes – in favor	No. of votes - against	% of votes in favor on votes polled	% of votes against on votes polled	
	(1)	(2)	(3)	(4)	(5)	(6)	(7)	
<b>Promoter and Promoter Group</b>	<b>E-Voting</b>	4709474	4709474	100.00	4709474	0	100.00	0
	<b>Poll</b>		0	0	0	0	0	0
	<b>Postal Ballot</b>		0	0	0	0	0	0
	<b>Total</b>		4709474	100.00	4709474	0	100.00	0
<b>Public Institutions</b>	<b>E-Voting</b>	1170950	1057950	90.35	1057950	0	100.00	0
	<b>Poll</b>		0	0	0	0	0	0
	<b>Postal Ballot</b>		0	0	0	0	0	0
	<b>Total</b>		1057950	90.35	1057950	0	100.00	0
<b>Public Non - Institutions</b>	<b>E-Voting</b>	525300	21600	04.11	21600	0	100.00	0
	<b>Poll</b>		0	0	0	0	0	0
	<b>Postal Ballot</b>		0	0	0	0	0	0
	<b>Total</b>		21600	04.11	21600	0	100.00	0
<b>Total</b>		<b>6405724</b>	<b>5789024</b>	<b>90.37</b>	<b>5789024</b>	<b>0</b>	<b>100.00</b>	<b>0</b>



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**3) Resolution No. 3** - To the appointment of Auditors and to fix their remuneration [M/s. Chandrakant & Sevantilal & J. K. Shah & Co., Chartered Accountants, (Registration No. 101676W)]

Resolution Required				Ordinary Resolution				
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 favor	No. of votes - against	% of votes in favor on votes polled	% of votes against on votes polled
		(1)	(2)	(3)	(4)	(5)	(6)	(7)
Promoter and Promoter Group	E-Voting Poll	4709474	4709474	100.00	4709474	0	100.00	0
	Postal Ballot		0	0	0	0	0	0
	Total		4709474	100.00	4709474	0	100.00	0
			1057950	90.35	1057950	0	100.00	0
Public Institutions	E-Voting Poll	1170950	0	0	0	0	0	0
	Postal Ballot		0	0	0	0	0	
	Total		1057950	90.35	1057950	0	100.00	0
			21600	04.11	21600	0	100.00	0
Public Non - Institutions	E-Voting Poll	525300	0	0	0	0	0	0
	Postal Ballot		0	0	0	0	0	
	Total		21600	04.11	21600	0	100.00	0
			5789024	90.37	5789024	0	100.00	0
<b>Total</b>		<b>6405724</b>	<b>5789024</b>	<b>90.37</b>	<b>5789024</b>	<b>0</b>	<b>100.00</b>	<b>0</b>

**4) Resolution No. 4** - To Increase in the Authorised Capital and Consequent alteration of the Capital clause in Memorandum of Association of the Company

Resolution Required				Ordinary Resolution				
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 favor	No. of votes - against	% of votes in favor on votes	% of votes against on votes



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		(1)	(2)	(3)	(4)	(5)	polled (6)	polled (7)
<b>Promoter and Promoter Group</b>	<b>E-Voting</b>	4709474	4709474	100.00	4709474	0	100.00	0
	<b>Poll</b>		0	0	0	0	0	0
	<b>Postal Ballot</b>		0	0	0	0	0	0
	<b>Total</b>		4709474	100.00	4709474	0	100.00	0
<b>Public Institutions</b>	<b>E-Voting</b>	1170950	1057950	90.35	1057950	0	100.00	0
	<b>Poll</b>		0	0	0	0	0	0
	<b>Postal Ballot</b>		0	0	0	0	0	0
	<b>Total</b>		1057950	90.35	1057950	0	100.00	0
<b>Public Non - Institutions</b>	<b>E-Voting</b>	525300	21600	04.11	21600	0	100.00	0
	<b>Poll</b>		0	0	0	0	0	0
	<b>Postal Ballot</b>		0	0	0	0	0	0
	<b>Total</b>		21600	04.11	21600	0	100.00	0
<b>Total</b>		<b>6405724</b>	<b>5789024</b>	<b>90.37</b>	<b>5789024</b>	<b>0</b>	<b>100.00</b>	<b>0</b>

**5) Resolution No. 5 - To Issue and offer of Preference Shares on Private Placement to the existing Shareholders**

Resolution Required				Special Resolution				
Whether Promoter/ Promoter Group are interested in the agenda/ resolution category				No				
Mode of Voting	No. of Shares held	No. of Votes polled	% of votes polled on outstanding shares	No. of Votes - in favor	No. of votes - against	% of votes in favor on votes polled	% of votes against on votes polled	
	(1)	(2)	(3)	(4)	(5)	(6)	(7)	
<b>Promoter and Promoter Group</b>	<b>E-Voting</b>	4709474	4709474	100.00	4709474	0	100.00	0
	<b>Poll</b>		0	0	0	0	0	0
	<b>Postal Ballot</b>		0	0	0	0	0	0
	<b>Total</b>		4709474	100.00	4709474	0	100.00	0
<b>Public Institutions</b>	<b>E-Voting</b>	1170950	1057950	90.35	1057950	0	100.00	0
	<b>Poll</b>		0	0	0	0	0	0
	<b>Postal Ballot</b>		0	0	0	0	0	0
	<b>Total</b>		1057950	90.35	1057950	0	100.00	0
<b>Public Non - E-</b>	525300	21600	04.11	21600	0	100.00	0	



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Institutions	Voting							
	Poll							
	Postal Ballot							
	Total							
			0	0	0	0	0	0
			0	0	0	0	0	0
<b>Total</b>		<b>6405724</b>	<b>5789024</b>	<b>90.37</b>	<b>5789024</b>	<b>0</b>	<b>100.00</b>	<b>0</b>

**6) Resolution No. 6 - To Ratification of Remuneration to Cost Auditors [M/s. Mitesh Suvagya & Co., Cost Accountants]**

Resolution Required				Ordinary Resolution				
Whether Promoter/ Promoter Group are interested in the agenda/ resolution category				No				
Mode of Voting	No. of Shares held	No. of Votes polled	% of votes polled on outstanding shares	No. of Votes – in favor	No. of votes - against	% of votes in favor on votes polled	% of votes against on votes polled	
	(1)	(2)	(3)	(4)	(5)	(6)	(7)	
Promoter and Promoter Group	E-Voting	4709474	4709474	100.00	4709474	0	100.00	0
	Poll		0	0	0	0	0	0
	Postal Ballot		0	0	0	0	0	0
	Total		4709474	100.00	4709474	0	100.00	0
Public Institutions	E-Voting	1170950	1057950	90.35	1057950	0	100.00	0
	Poll		0	0	0	0	0	0
	Postal Ballot		0	0	0	0	0	0
	Total		1057950	90.35	1057950	0	100.00	0
Public Non - Institutions	E-Voting	525300	21600	04.11	21600	0	100.00	0
	Poll		0	0	0	0	0	0
	Postal Ballot		0	0	0	0	0	0
	Total		21600	04.11	21600	0	100.00	0
<b>Total</b>		<b>6405724</b>	<b>5789024</b>	<b>90.37</b>	<b>5789024</b>	<b>0</b>	<b>100.00</b>	<b>0</b>

For, Madhav Infra Projects Limited

*Gopal Shah*  
Gopal Shah  
Company Secretary





# **KH & ASSOCIATES**

**Practicing Company Secretaries**

B-203, Manubhai Tower, Sayajigunj, Vadodara-390005 M : 9824317835 E-mail: cs.hemant2010@gmail.com

## **Report of Scrutinizers'**

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

To,  
The Chairman  
**MADHAV INFRA PROJECTS LIMITED**  
24 Laxmi Chambers,  
Navjivanpress Road,  
Near High Court,  
Ahmedabad- 380009

Dear Sir,

Sub: Scrutinizers Report on e-voting conducted in respect of all shareholders' resolutions to be passed at the 23<sup>rd</sup> Annual General Meeting pursuant to Regulation 44 of SEBI (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015 read with the provisions of Section 108 of the Companies Act, 2013 ("the Act") and Rule 20 of the Companies (Management and Administration) Rules, 2014 ('the Rules').

- (i) I, Hemant Valand, Partner of M/s. KH & Associates, Practicing Company Secretaries have been appointed as the scrutinizer by the Board of Directors of **MADHAV INFRA PROJECTS LIMITED** to conduct the electronic voting process in respect of all shareholders' resolutions bearing serial no. 1 to 6 to be passed at the 23<sup>rd</sup> Annual General meeting of the Company to be held on 30<sup>th</sup> September, 2016 as set out in the Notice dated 2<sup>nd</sup> September, 2016 with statement setting out materials facts under Section 102 of the Act sent to the Shareholders in respect of the subject matters of the resolutions as appearing in Resolution No. 4 to 6 of this Report pursuant to Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with Section 108 of the Act and Rule 20 of the Rules
- (ii) The chairman of the 23<sup>rd</sup> Annual general meeting held on Friday, September 30, 2016 to conduct the poll under sec-109 and other applicable provisions, if any of the Act read with



rule 21 of the rules, in respect of the resolutions to be passed at AGM of the members of the company, held at S-2, B Wing, ICSI, Chinubhai Tower, Ashram Road, Ahmedabad – 380 009.

2. The Management of the Company is responsible to ensure the compliance with the requirements of Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with the Act and Rules relating to e-voting and poll in respect of the aforesaid resolutions. My responsibility as a scrutinizer for the e-voting process and for poll at AGM is restricted to make a Scrutinizer's report of the votes cast "in favour" or "against" the resolutions stated above, based on the reports generated from the e-voting system provided by National Securities Depository Limited (NSDL), the authorized agency engaged by the Company to provide e-voting facilities for e-voting and also at the time of poll at the AGM
3. I have issued separate scrutinizer report dated 1<sup>st</sup> October, 2016 at 12:30 p.m. on e-voting and there was no voting through the demand of poll or ballot during the annual general meeting. As requested by management, I submit a report on e-voting and poll in respect of aforesaid resolutions as follows:

Sr No.	Particulars	<b>Resolution No. 1: Ordinary Resolution – To receive, consider and adopt: The audited financial statements (Including the Consolidated Financial Statements) of the Company for the financial year ended March 31, 2016, together with the reports of Directors and Auditors thereon.</b>						
		No of Ballots in poll/Electronic votes			No of Votes			%
		No of Ballots in Poll	No. of E-votes	Total	Physical	Electronic	total	
1	Ballot received	00	226	226	00	5789024	5789024	--
2	Less: Invalid ballots	00	00	00	00	00	00	--
3	Valid Ballots	00	226	226	00	5789024	5789024	100
4	Ballots in Favour	00	226	226	00	5789024	5789024	100
5	Ballots against	00	00	00	00	00	00	--
	<b>Total valid ballots</b>	00	226	226	00	5789024	5789024	<b>100</b>





Sr No.	Particulars	Resolution No. 2: Ordinary Resolution - To consider re-appointment of Director, Mrs. Neelakshi Khurana (DIN: 00027350), who retires by rotation and being eligible, offers herself for re-appointment.						
		No of Ballots in poll/Electronic votes			No of Votes			%
	Ballots/E-votes	No of Ballots in Poll	No. of E-votes	Total	Physical	Electronic	total	
1	Ballot received	00	226	226	00	5789024	5789024	--
2	Less: Invalid ballots	00	00	00	00	00	00	--
3	Valid Ballots	00	226	226	00	5789024	5789024	100
4	Ballots in Favour	00	226	226	00	5789024	5789024	100
5	Ballots against	00	00	00	00	00	00	--
	<b>Total valid ballots</b>	<b>00</b>	<b>226</b>	<b>226</b>	<b>00</b>	<b>5789024</b>	<b>5789024</b>	<b>100</b>

Sr No.	Particulars	Resolution No 3: Ordinary Resolution - To the appointment of Auditors and to fix their remuneration.						
		No of Ballots in poll/Electronic votes			No of Votes			%
	Ballots/E-votes	No of Ballots in Poll	No. of E-votes	Total	Physical	Electronic	total	
1	Ballot received	00	226	226	00	5789024	5789024	--
2	Less: Invalid ballots	00	00	00	00	00	00	--
3	Valid Ballots	00	226	226	00	5789024	5789024	100
4	Ballots in Favour	00	226	226	00	5789024	5789024	100
5	Ballots against	00	00	00	00	00	00	--
	<b>Total valid ballots</b>	<b>00</b>	<b>226</b>	<b>226</b>	<b>00</b>	<b>5789024</b>	<b>5789024</b>	<b>100</b>



Sr No	Particulars	Resolution No 4: Increase in the Authorised Share Capital and consequent alteration of the Capital clause in the Memorandum of Association of the Company.							
		Ballots/E-votes	No of Ballots in poll/Electronic votes			No of Votes			%
			No of Ballots in Poll	No. of E-votes	Total	Physical	Electronic	total	
1	Ballot received	00	226	226	00	5789024	5789024	--	
2	Less: Invalid ballots	00	00	00	00	00	00	--	
3	Valid Ballots	00	226	226	00	5789024	5789024	100	
4	Ballots in Favour	00	226	226	00	5789024	5789024	100	
5	Ballots against	00	00	00	00	00	00	--	
	<b>Total valid ballots</b>	00	226	226	00	5789024	5789024	<b>100</b>	

Sr No.	Particulars	Resolution No 5: Special Resolution-- Issue and offer of Preference Shares on a Private Placement basis.							
		Ballots/E-votes	No of Ballots in poll/Electronic votes			No of Votes			%
			No of Ballots in Poll	No. of E-votes	Total	Physical	Electronic	total	
1	Ballot received	00	226	226	00	5789024	5789024	--	
2	Less: Invalid ballots	00	00	00	00	00	00	--	
3	Valid Ballots	00	226	226	00	5789024	5789024	100	
4	Ballots in Favour	00	226	226	00	5789024	5789024	100	
5	Ballots against	00	00	00	00	00	00	--	
	<b>Total valid ballots</b>	00	226	226	00	5789024	5789024	<b>100</b>	



Sr No.	Particulars	Resolution No 6: Ordinary Resolution – To Ratification of Remuneration to Cost Auditors.						
		No of Ballots in poll/Electronic votes			No-of Votes			%
	Ballots/E-votes	No of Ballots in Poll	No. of E-votes	Total	Physical	Electronic	total	
1	Ballot received	00	226	226	00	5789024	5789024	--
2	Less: Invalid ballots	00	00	00	00	00	00	--
3	Valid Ballots	00	226	226	00	5789024	5789024	100
4	Ballots in Favour	00	226	226	00	5789024	5789024	100
5	Ballots against	00	00	00	00	00	00	--
	<b>Total valid ballots</b>	00	226	226	00	5789024	5789024	<b>100</b>

4. I have hand over the related papers / registers and records for the safe custody Mr. Gopal Shah Company secretary authorize by the board to supervise for this purpose.
5. You may accordingly declare the result of voting.

Thanking you.

Date : 1<sup>st</sup> , October,2016  
Place : Vadodara



For K H & Associates

*Hemant*

Hemant Valand  
(Partner)  
CP 8904, A 24697



# **KH & ASSOCIATES**

**Practicing Company Secretaries**

316, Phoenix Complex, Sayajigunj, Vadodara - 390005 (M): 9824317835 E-mail: khassociates2016@gmail.com

## **Report of Scrutinizers'**

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

To,  
The Chairman  
23<sup>rd</sup> Annual General Meeting of the Equity Shareholders of **MADHAV INFRA PROJECTS LIMITED**

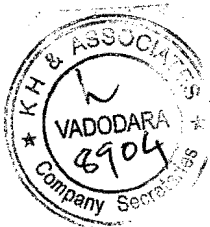
**Held at:**

S-2, B Wing, ICSI,  
Chinubhai Tower,  
Ashram Road,  
Ahmedabad – 380 009.

Dear Sir,

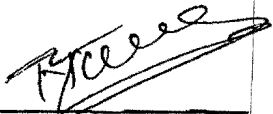
I, Hemant Valand, Partner of M/s. KH & Associates., Company Secretaries have been appointed by the Board of Directors of **MADHAV INFRA PROJECTS LIMITED** (the Company) as Scrutinizer for the purpose of scrutinizing the e-Voting process in a fair and transparent manner and ascertaining the requisite majority on e-Voting carried out as per the provision of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules 2014 on the resolutions contained in the notice (herein after referred to as "The Resolutions") of the 23<sup>rd</sup> Annual General Meeting (AGM) of the members of the Company to be held on Friday, September 30, 2016 at 05.00 p.m. at S-2, B Wing, ICSI, Chinubhai Tower, Ashram Road, Ahmedabad – 380 009, Gujarat.

The Management of the Company is responsible to ensure the compliance with the requirement of the Companies Act, 2013 and rules relating to voting through electronic means on the resolutions contained in the notice to the 23<sup>rd</sup> AGM of the members of the Company. My responsibility as scrutinizer for e-voting process is restricted to make a scrutinizers report of the vote cast "In favour" or "Against" the resolutions and "Invalid" votes, based on the reports generated from e-voting system provided by National Securities Depository Limited (NSDL), the authorized agencies to provide e-voting facilities, engaged by the Company.



Further to the above, I submit my report as under;

- 1) The e-voting period remained open from Tuesday, 27th September, 2016 at 09:00 a.m. and ended on Thursday, 29th September, 2016 at 5:00 p.m.
- 2) The members of the Company as on "Cut-off" date i.e Friday, 23rd September, 2016 were entitled to the vote on the resolutions as set out in the notice to the 23<sup>rd</sup> AGM of the members of the Company.
- 3) The votes cast were unblocked on September 30, 2016 at around 7:00 p.m. in the presence of 2 witnesses Ms.Mansi vyas and Mr.Haresh Kapuriya who are not in employment of the Company. They have signed below in confirmation of votes being unblocked in their presence.



Name Ms. Mansi Vyas



Name: Mr. Haresh Kapuriya

- 4) Thereafter, the details containing *inter alia*, list of equity shareholders, who voted "for", "against" and "invalid" each of the resolutions that were put to vote, were generated from e-voting website [www.evotingindia.co.in](http://www.evotingindia.co.in).
- 5) The result of the e-voting as under:
  - (a) **Resolution No. 1: Ordinary Resolution** – To receive, consider and adopt: The audited financial statements (Including the Consolidated Financial Statements) of the Company for the financial year ended March 31, 2016, together with the reports of Directors and Auditors thereon.

Number of members voted through electronic voting system	Number of votes cast by them	% of total number of valid votes cast
226	5789024	100%

(ii) Voted against the resolution:

Number of members voted through electronic voting system	Number of votes cast by them	% of total number of valid votes cast
Nil	Nil	Nil

(iii) Invalid votes:

Total number of members (in person or by proxy) Whose votes were declared invalid	Total number of votes cast by them
Nil	Nil



**(b) Resolution No. 2: Ordinary Resolution** - To consider re-appointment of Director, Mrs. Neelakshi Khurana (DIN: 00027350), who retires by rotation and being eligible, offers herself for re-appointment.

(i) Voted in favour of the resolution:

Number of members voted through electronic voting system	Number of votes cast by them	% of total number of valid votes cast
226	5789024	100%

(ii) Voted against the resolution:

Number of members voted through electronic voting system	Number of votes cast by them	% of total number of valid votes cast
Nil	Nil	Nil

(iii) Invalid votes:

Total number of members (in person or by proxy) Whose votes were declared invalid	Total number of votes cast by them
Nil	Nil

**(c) Resolution No 3: Ordinary Resolution** - - To the appointment of Auditors and to fix their remuneration.

(i) Voted in favour of the resolution:

Number of members voted through electronic voting system	Number of votes cast by them	% of total number of valid votes cast
226	5789024	100%

(ii) Voted against the resolution:

Number of members voted through electronic voting system	Number of votes cast by them	% of total number of valid votes cast
Nil	Nil	Nil

(iii) Invalid votes:

Total number of members (in person or by proxy) Whose votes were declared invalid	Total number of votes cast by them
Nil	Nil



**(d) Resolution No 4: Special Resolution – Increase in the Authorised Share Capital and consequent alteration of the Capital clause in the Memorandum of Association of the Company.**

(i) Voted in favour of the resolution:

Number of members voted through electronic voting system	Number of votes cast by them	% of total number of valid votes cast
226	5789024	100%

(ii) Voted against the resolution:

Number of members voted through electronic voting system	Number of votes cast by them	% of total number of valid votes cast
Nil	Nil	Nil

(iii) Invalid votes:

Total number of members (in person or by proxy) Whose votes were declared invalid	Total number of votes cast by them
Nil	Nil

**(e) Resolution No 5: Special Resolution– Issue and offer of Preference Shares on a Private Placement basis.**

(i) Voted in favour of the resolution:

Number of members voted through electronic voting system	Number of votes cast by them	% of total number of valid votes cast
226	5789024	100%

(ii) Voted against the resolution:

Number of members voted through electronic voting system	Number of votes cast by them	% of total number of valid votes cast
Nil	Nil	Nil

(iii) Invalid votes:

Total number of members (in person or by proxy) Whose votes were declared invalid	Total number of votes cast by them
Nil	Nil



**(f) Resolution No 6: Ordinary Resolution – To Ratification of Remuneration to Cost Auditors.**

(i) Voted in favour of the resolution:

Number of members voted through electronic voting system	Number of votes cast by them	% of total number of valid votes cast
226	5789024	100%

(ii) Voted against the resolution:

Number of members voted through electronic voting system	Number of votes cast by them	% of total number of valid votes cast
Nil	Nil	Nil

(iii) Invalid votes:

Total number of members (in person or by proxy) Whose votes were declared invalid	Total number of votes cast by them
Nil	Nil

6. A Register containing a list of equity shareholders who voted "FOR", "AGAINST" and those whose votes were declared invalid for each resolution is enclosed.

7. The Register, all other papers and relevant records relating to electronic voting shall remain in our safe custody until the Chairman considers, approves and signs minutes of the aforesaid Annual General Meeting and the same are handed over to the Company Secretary for safe keeping.

Thanking you.

Date : 1<sup>st</sup> , October, 2016

Place : Ahmedabad



For K H & Associates

Hemant Valand  
(Partner)

CP 8904, A 24697