

October 1, 2016

To,
Bombay Stock Exchange Limited
Corporate Relationship Department
P J Towers, Dalal Street,
Mumbai 400 001

Ref.: Regulation 44 (3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

Sub: Disclosure of Voting Results of 85th Annual General Meeting of the Company

Dear Sir,

At the 85<sup>th</sup> AGM of the Company held on September 30, 2016 at 12.30 p.m. at the registered office of the Company, all the business contained in the notice of the AGM dated August 12, 2016 were transacted and approved by the shareholders with requisite majority.

The details of the combined voting results (which includes the remote e-voting and Poll conducted at the AGM) in the format prescribed under Regulation 44 (3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 along with Scrutinizer's Report are enclosed as Annexure A and Annexure B respectively.

Kindly acknowledge the receipt and take the same on your record.

Thanking you,

Yours faithfully,

For IndiaNivesh Limited

Jinesh Doshi Company Secretary

CIN: L99500MH1931PLC001493

## IndiaNivesh Limited

Shareholders on record date (i.e September 23, 2016 - cut off date for Evoting	Date of the AGM							30/06/2016	
Sample   S	Total No. of Share	eholders on rec	ord date (i.e Sej	ber 23,	- cut off date for	Evoting		289	
deo Conferencing       3         deo Conferencing       N.A.         doption of the financial statements for the year ended March 31, 2016 and the report ctors and the Auditors thereon and the consolidated financial statements of the Compactors and the Auditors thereon and the consolidated financial statements of the Compactors and the Auditors thereon and the consolidated financial statements of the Compactors and the Auditors thereon and the consolidated financial statements of the Compactors and the Auditors thereon and the consolidated financial statements of the Compactors and the Auditors thereon and the consolidated financial statements of the Compactors and the Auditors thereon and the consolidated financial statements of the Compactors and the Auditors thereon and the consolidated financial statements of the Compactors and the Auditors thereon and the consolidated financial statements of the Compactors and the Auditors and the Auditors and the report and the Auditors and the Auditors and the Compactors and the Auditors thereon and the consolidated financial statements of the Compactors and the Auditors and the Auditors and the Auditors and the Compactors and the Auditors and the Auditors and the Compactors and the Co	No. of Shareholde	ers present in the	ne meeting						
Second conferencing   Second conferencing	Promoters							5	
deo Conferencing         N.A.           deo Conferencing         N.A.           doption of the financial statements for the year edot March 31, 2016.         Another consolidated financial statements of the Competents and the consolidated financial statements of the Competents and the Auditors thereon and the consolidated financial statements of the Competents and the Auditors thereon and the consolidated financial statements of the Competents and the Auditors thereon and the consolidated financial statements of the Competents and the Auditors thereon and the consolidated financial statements of the Competents and the Auditors thereon and the consolidated financial statements of the Competents and the Auditors and the Auditors against a shares         No. of Votes in favour against ag	Public							23	
doption of the financial statements for the year ended March 31, 2016 and the report ctors and the Auditors thereon and the consolidated financial statements of the Compactors and the Auditors thereon and the consolidated financial statements of the Compactors and the Auditors thereon and the consolidated financial statements of the Compactors and the Auditors thereon and the consolidated financial statements of the Compactors and the Auditors thereon and the consolidated financial statements of the Compactors and the Auditors the Compactors and the Compactors and the Auditors and the Compactors a	No. of Shareholde	ers attended th	emeeting throug	deo	ferencing				
doption of the financial statements for the year ended March 31, 2016 and the report ctors and the Auditors thereon and the consolidated financial statements of the Competents and the Auditors thereon and the consolidated financial statements of the Competents and the Auditors thereon and the consolidated financial statements of the Competents and the Auditors thereon and the consolidated financial statements of the Competents and the Auditors thereon and the consolidated financial statements of the Competents and the Auditors thereon and the consolidated financial statements of the Competents and the Auditors the Competents and the Com	Promoters							N.A.	
deption of the financial statements for the year ended March 31, 2016 and the report ctors and the Auditors thereon and the consolidated financial statements of the Competence and the Auditors thereon and the consolidated financial statements of the Competence and the Auditors thereon and the consolidated financial statements of the Competence and Auditors thereon and the consolidated financial statements of the Competence and Auditors thereon and the consolidated financial statements of the Competence and Auditors the Competenc	Public								
In the Resolution/Agenda?   No. of Shares	Resolution Requ	ired: (Ordina	ary)	1. Adoption of Directors and ended March	ors thereon	ents for and the	ended Marc	h 31, 2016 and the reportal statements of the Con	rts of the Board of npany for the year
Mode of held	Whether Promo interested in the	ter/Promoter Resolution/A	Group genda?				No		
ter Group  Remote  Remote  By othic  Evoting  Femote  Total  Remote  By othic  Evoting  Foll  Foll  Total  Remote  Foll  Remote  By othic  Evoting  Foll  Foll  Total  Tot	Category	Mode of Voting	No. of Shares held	No. of votes polled	of V	o. of V favour	No. of Votes – against		
Remote Evoting Itutions         Remote Evoting Evoting         23575817         100         23575817         100         23575817         100         23575817         100         0			(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	)=[(4)/	
oter and ter Group         Poll         23575817         0         0         0         0         0         0         0         0         0         0         0         0         100         100         100         100         100         100         0		Remote		23575817	100	57581	0	100	0
Total   Remote   Pollic   Evoting   Pollic   Pollic   Evoting   Pollic   Evoting   Pollic   Evoting   Pollic   Evoting   Pollic   Evoting   Pollic   Polli	Promoter Groun		23575817	0	0 .	0	0	0	0
Remote Evoting Evoting Intuitions at 18 Total         Poll Evoting Evoting Intuitions         Poll Evoting Evoting Intuitions         Poll Intuitions Intuitions         Poll Intuitions Intuition Intuitions Intuition Intuitions Intuitions         Poll Intuition Intervitable Intuition Intervitation Interv				23575817	100		0	100	0
itutions Poll Foundations Poll Fotal	D.L.I.	Remote		0	0	0	0	0	0
Total         0         0         0         0         0         0         0         0         0         0         0         0         0         0         0         0         0         0         100 <th< td=""><td>Institutions</td><td>Poll</td><td>914231</td><td>0</td><td>0</td><td>0</td><td>0</td><td>0</td><td>0</td></th<>	Institutions	Poll	914231	0	0	0	0	0	0
ic-Others		Total		0	0	0	0	0	0
ic-Others Poll 13259952 77 0.00 77 0.00 100 100 100 100 Total 2775000 34387249 0 100 100 100		Remote		10811355	81.53	10811355	0	100	0
Total         10811432         81.53         10811432         0         100           34387249         34387249         0         100	Public- Others	Poll	13259952	17	0.00	177	0	100	0
34387249 0 34387249 100 100 100 100 100 100 100 100 100 10		Total	T	10811432	81.53	4	0	100	0
	Thatai		37750000	34387249	91.09	34387249	0	1000	0

Resolution Regul	ired: (Ordina		2. To declare	2. To declare final dividend on Equity Shares	uity Shares			
Whether Promoter/Promoter Group interested in the Resolution/Agenda?	er/Promoter ( Resolution/Ag					No		
Category	Mode of Voting	Shares	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes – against	% of Votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(2)/(3)]*100
	Remote		23575817	100	23575817	0	100	0
Promoter Groun	Poll	23575817	0	0	0	0	0	0
dear mount	Total		23575817	100	23575817	0	100	0
	Remote		0	0	0	0	0	0
Public	Poll	914231	0	0	0	0	0	0
CHOIMMINGHI	Total		0	0	0	0	0	0
	Remote		10811355	81.53	10811355	0	100	0
Public- Others	Poll	13259952	77	0.00	77	0	100	0
	Total		10811432		10811432	0	100	0
Total		37750000	34387249		34387249	0	100	0



Resolution Requ	ired: (Ordin	ary)	3. To appoir being eligibl	3. To appoint a Director in place of Mr. Dinesh being eligible, offers himself for re-appointment	f Mr. Dinesh Nu-appointment	ıwal (holding	3. To appoint a Director in place of Mr. Dinesh Nuwal (holding DIN:00500191) who retires by rotation and being eligible, offers himself for re-appointment	stires by rotation and
Whether Promoter/Promoter Group interested in the Resolution/Agenda?	ter/Promoter Resolution/A	Group genda?				No		
Category	Mode of Voting	hares	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes – against	% of Votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and	Remote	72575017	23575817	100	23575817	0	100	0
Promoter Group	Poll	11001007	0	0	0	0	0	0
	Total		23575817	100	23575817	0	100	0
Public	Remote	014331	0	0	0	0	0	0
Institutions	Poll	167416	0	0	0	0	0	0
	Total		0	0	0	0	0	0
	Remote		10811355	81.53	10811355	0	100	0
Public- Others	Poll	13259952	LL	0.00	LL	0	100	0
	Total		10811432	81.53	10811432	0	100	0
Total		37750000	34387249	91.09	34387249	0	100	0



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Resolution Regu	ired: (Ordina		4. To appoin	4. To appoint Statutory Auditors of the Company and fix their remuneration.	the Company a	nd fix their r	emuneration.	
Whether Promoter/Promoter Group interested in the Resolution/Agenda?	ter/Promoter ( Resolution/Ag					No		
Category	Mode of Voting	Shares	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes – against	% of Votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(5)]*100
Promoter and	Remote		23575817	100	23575817	0	100	0
Promoter Group	Poll	23575817	0	0	0	0	0	0
	Total		23575817	100	23575817	0	100	0
	Remote		0	0	0	0	0	0
Public	Evoring	- 914231		0	0	0	0	0
IIISIIImiioiis	Total			0	0	0	0	0
	Remote		10811355	81.53	10811355	0	100	0
Public- Others	Poll	13259952	77	0.00	11	0	100	0
	Total		10811432	81.53	10811432	0	100	0
Total		37750000	34387249	91.09	34387249	0	100	0



Resolution Required: (Ordinary)	ired: (Ordina	ury)	5.Approval	5. Approval of Related Party Transactions under Regulation 23 of the Chiefing Obligations and Disclosure Requirements) Regulation, 2015	actions under Re	gulation 23 c	5. Approval of Related Party Transactions under Regulation 23 of the Securities Exchange Board of India (T. isting Obligations and Disclosure Requirements) Regulation 2015	ge Board of India
Whether Promot	ter/Promoter	Group				Yes		
Category	Mode of Voting	No. of Shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes – against	% of Votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and	Remote	73575017	0	0	0	0	0	0
Promoter Group	Poll	/100//007	0	0	0	0	0	0
	Total		0	0	0	0	0	0
Public	Remote		0	0	0	0	0	0
Institutions	Poll	914231	0	0	0	0	0	0
	Total		0	0	0	0	0	0
	Remote	23005001	10811355	81.53	10811355	0	100	0
Fublic- Omers	Poll	76666761	77	00.00	LL	0	100	0
	Total		10811432	81.53	10811432	0	100	0
Total		37750000	10811432	28.64	10811432	0	100	0



Resolution Requ	ired: (Spec.	(Was	6.Approval	of Limits of Borrowing	gs under Section	180(1)(c) o	6. Approval of Limits of Borrowings under Section 180(1)(c) of the Companies Act, 2013	13
Whether Promoter/Promoter Group interested in the Resolution/Agenda?	ter/Promoter ( Resolution/Ag	Group genda?				No		
Category	Mode of Voting	No. of Shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes – against	% of Votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and	Remote	72575017	23575817	100	23575817	0	100	0
Promoter Group	Poll	/100//007	0	0	0	0	0	0
	Total		23575817	100	23575817	0	100	0
	Remote							
Public	Evoting	014221	0	0		0	0	0
Institutions	Poll	714731	0	0	0	0	0	0
	Total		0	0	0	0	0	0
	Remote		10811355	81.53	10811355	0	100	0
Dublic Others	Evoting	12250052						
rubile- Omers	Poll	127227727	17	0.00	LL	0	100	0
	Total		10811432	81.53	10811432	0	100	0
Total		37750000	34387249	60.16	34387249	0	100	0



## Bhavana N. Pandya & Co.

**Chartered Accountants** 

Bhavna Pandya

B.Com., F.C.A., L.L.B

B / 18, 2<sup>nd</sup> floor, Kastur Mahal, Sion Main Road, Sion, Mumbai 400 022. Mobile: 9892058359 • Tel: 91-22-2407 2413 • E-Mail: bhavna\_pandya2005@yahoo.co.in

## Combined Report of Scrutinizer for Remote E-voting & Poll

[Pursuant to Section 108/109 of the Companies Act, 2013 and Rule 20(3)(xi)/ 21 (2) of the Companies (Management and Administration) Rules, 2014]

To,
The Chairman of 85<sup>th</sup> Annual General Meeting of the Equity Shareholders of
IndiaNivesh Limited held on
Friday, September 30, 2016 at 12.30 p.m. at 601 & 602, Sukh Sagar, N. S. Patkar Marg,
Girgaum Chowpatty, Mumbai 400 007

Dear Sir.

I, Ms. Bhavna Pandya, a Chartered Accountant having its office at B / 18, 2nd floor, Kastur Mahal, Sion Main Road, Sion, Mumbai 400 022, was appointed as Scrutinizer for the Eighty Fifth Annual General Meeting (AGM) of the Equity Shareholders of IndiaNivesh Limited ("the Company") pursuant to the provisions of Companies Act, 2013 and Rule 20 (3) (xi) of the Companies (Management and Administration) Rules, 2014, to conduct the electronic voting process and has appointed me as the Scrutinizer on poll under the provisions of Section 109 of the Companies Act, 2014 read with Rule 21 of Companies (Management and Administration) Rules, 2014 in respect of the resolutions set out in the Notice dated August 12, 2016 convening the Eighty Fifth Annual General Meeting of the Equity Shareholders of IndiaNivesh Limited, held on Friday, September 30, 2016 at 12:30 p.m. at the registered office of the Company at 601 & 602, Sukh Sagar, N. S. Patkar Marg, Girgaum Chowpatty, Mumbai 400 007.

The Management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and Rules framed thereunder relating to voting through electronic means and physical mode on the resolutions contained in the Notice to the Eighty Fifth Annual General Meeting of the members of the Company. My responsibility as a scrutinizer for the e-voting process and for the poll at the AGM is restricted to make a Scrutinizer report of the Votes Cast "in favour" or "against" the resolutions as stated below, based on the report generated from the e-voting system provided by Central Depository Services (India) Limited (CDSL), the authorised agency engaged by the Company to provide e-voting facilities and Polling Papers received at the time of AGM.



As prescribed in the rules, the remote e-voting was kept open from Tuesday, September 27, 2016 (9:00 a.m. IST) to Thursday, September 29, 2016 (5:00 p.m. IST).

At the 85<sup>th</sup> AGM of the Company held on September 30, 2016, the Chairman of the Company has suo moto called for a Poll to facilitate the members present in the meeting who could not participate in the e-voting process (remote e-voting) to record their votes through the poll process.

I have issued separate Scrutinizer's Report dated October 1, 2016 on the remote e-voting and separate Scrutinizer's Report on the Poll in MGT-13.

The Result of remote e-voting together with that of the Poll is as under:

(a) Resolution No.1 (Ordinary Resolution): To receive, consider and adopt the financial statements for the year ended March 31, 2016 and the reports of the Board of Directors and the Auditors thereon and the consolidated financial statements of the Company for the year ended March 31, 2016

Particulars (Mode of voting)		avour of the lution		s against the esolution	Invalid Votes
	Nos.	% of Total No. of valid votes cast	Nos.	% of Total No. of valid votes cast	Nos.
Remote e-voting	34387172	99.99	NIL	N.A.	NIL
Poll	77	0.01	NIL	N.A.	NIL
Total	34387249	100	NIL	N.A.	NIL

(b) Resolution No.2 (Ordinary Resolution): To declare final dividend on Equity Shares.

Particulars (Mode of voting)	The Committee of the Co	avour of the dution		es against the resolution	Invalid Votes
	Nos.	% of Total No. of valid votes cast	Nos.	% of Total No. of valid votes cast	Nos.
Remote e-voting	34387172	99.99	NIL	N.A.	NIL
Poll	77	0.01	NIL	N.A.	NIL
Total	34387249	100	NIL	N.A.	NIL



(c) Resolution No.3 (Ordinary Resolution): To appoint a Director in place of Mr. Dinesh Nuwal (holding DIN:00500191) who retires by rotation and being eligible, offers himself for re-appointment

Particulars (Mode of voting)		avour of the lution		against the solution	Invalid Votes
	Nos.	% of Total No. of valid votes cast	Nos.	% of Total No. of valid votes cast	Nos.
Remote e-voting	34387172	99.99	NIL	N.A.	NIL
Poll	77 .	0.01	NIL	N.A.	NIL
Total	34387249	100	NIL	N.A.	NIL

(d) Resolution No.4 (Ordinary Resolution): To appoint Statutory Auditors of the Company and fix their remuneration.

Particulars (Mode of voting)		avour of the lution		against the esolution	Invalid Votes
	Nos.	% of Total No. of valid votes cast	Nos.	% of Total No. of valid votes cast	Nos.
Remote e-voting	34387172	99.99	NIL	N.A.	NIL
Poll	77	0.01	NIL	N.A.	NIL
Total	34387249	100	NIL	N.A.	NIL

(e) Resolution No.5 (Ordinary Resolution): Approval of Related Party Transactions under Regulation 23 of the Securities Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulation, 2015

Particulars (Mode of voting)		evour of the lution		against the esolution	Invalid Votes
	Nos.	% of Total No. of valid votes cast	Nos.	% of Total No. of valid votes cast	Nos.
Remote e-voting	10811355	99.99	NIL	N.A.	NIL
Poll	77	0.01	NIL	N.A.	NIL
Total	10811432	100	NIL	N.A.	NIL



## (f) Resolution No. 6 (Special Resolution): Approval of Limits of Borrowings under Section 180(1)(c) of the Companies Act, 2013

Particulars (Mode of voting)		avour of the lution		against the solution	Invalid Votes
	Nos.	% of Total No. of valid votes cast	Nos.	% of Total No. of valid votes cast	Nos.
Remote e-voting	34387172	99.99	NIL	N.A.	NIL
Poll	77	0.01	NIL	N.A.	NIL
Total	34387249	100	NIL	N.A.	NIL

All the resolutions as mentioned above passed under e-voting and poll with requisite majority. The Register, all other papers and relevant record, relating to electronic voting shall remain in our safe custody until the Chairman considers, approves and signs the Minutes of the aforesaid Annual General Meeting and thereafter the same will be handed over to the Company Secretary of the Company.

Thanking you.

Yours faithfully,

For Bhavna N. Pandya & Co.

Chartered Accountants

(Bhavna Pandya)

PosePono

Proprietor M.No. 37225

Place: Mumbai

Date: October 1, 2016