



ARSS INFRASTRUCTURE PROJECTS LTD.

Dated: 30.09.2016

Bombay Stock Exchange Limited.
Phiroze Jeejeebhoy Towers
1st Floor, Rotunda Building,
Dalal Street,
Mumbai- 400 001

National Stock Exchange of India Ltd.,
Exchange Plaza,
BandraKurla Complex,
Bandra (E),
Mumbai-400051

Sub: Outcome of Voting (e-voting & poll) of an Annual General Meeting held on 28.09.2016

Dear Sir,

This is to inform you that 16th Annual General Meeting (AGM) of the company was conducted on 28.09.2016 at Registered office of the company at Plot No.38, Sector A, Zone D, Mancheswar Industrial Estate, Bhubaneswar 751 010.

The company provided remote e-voting facility to the members on resolutions proposed to be considered at the AGM from Saturday, 24th September, 2016 (9:00 am) and ends on Tuesday, 27th September, 2016 (5:00 pm). Further, members and proxy holders, who attended the AGM were provided facility to vote through Ballot Paper (MGT-12).

The results of voting through Ballot Paper at the AGM and Remote e-voting opted by the members on the resolutions of the notice of the AGM, alongwith the scrutinizers Report by M/s ADP & Associates, Company Secretaries, Bhubaneswar dated 29.09.2016, in the format prescribed under Regulation 44(3) of SEBI (LODR) Regulations, 2015 is enclosed herewith for your kind perusal & record.

Thanking You,

For ARSS Infrastructure Projects Limited


(Alka Khemka)
Company Secretary & Compliance Officer



CIN : L14103OR2000PLC006230

Regd. Office : Sector A, Zone D, Plot #38, Mancheswar Industrial Estate, Bhubaneswar 751010, Odisha

Tel : 91 674 2588552 / 2588554, Fax : +91 674 2585074, E-mail: response@arssgroup.in, Website : www.arssgroup.in

Corp. Office : ARSS Mall, Community Centre, Plot No. 40, Block-A, Paschim Vihar, Opposit to Jwalaheri Market, New Delhi-110063 (India)

Tel.: +91 1125252024, Fax : +91 1125252012, E-mail : delhi@arssgroup.in



ARSS INFRASTRUCTURE PROJECTS LIMITED

Registered Office- Plot No-38, Sector-A, Zone-D, Mancheswar Industrial Estate
Bhubaneswar-751010, Orissa, India, CIN: L14103OR2000PLC006230
Tel No.: +91-0674-2588552, 2588554 Fax: +91-0674-2585074,
E-mail: response@arssgroup.in, Website: www.arssgroup.in

As per the provisions of the Companies Act, 2013 and Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements), Regulations, 2015 the Company had provided the facility of e-voting to the Shareholders to enable them to cast their vote electronically on the resolutions proposed in the Notice of the Annual General Meeting (AGM) dated Wednesday, 28th September, 2016 at 11.00 A.M. The e-voting was open from Saturday, 24th September, 2016 (at 9.00 A.M) to Tuesday, 27th September, 2016 (at 5.00 P.M).

In line with the provisions of the Companies Act, 2013 and in terms of the clarification issued by MCA, voting by Show of Hands was not permitted at the general meeting where e-voting has been offered to the Shareholders. Therefore, at the Annual General Meeting (AGM), voting was conducted by means of poll.

The Board of Directors had appointed M/s. ADP & Associates, Practicing Company Secretary as the Scrutinizer for e-voting and poll to be conducted at the Annual General Meeting (AGM). The Scrutinizer(s) have carried out the scrutiny of all the electronic votes received up to 5.00 P. M on 27th September, 2016 and poll received till the conclusion of the meeting and submitted their Report on 29th September, 2016.

The Consolidated Results as per the Scrutinizers' Report dated 29th September, 2016 is as follows:

Sr. No.	Resolutions	% Votes In favour	% Votes Against
1.	To receive, consider and if thought fit, to adopt the Audited Balance Sheet as at 31st March, 2016 and the Profit and Loss Account for the year ending on that date, together with the reports of the Directors' and Auditors' thereon. (Ordinary Resolution)	100.00%	0.000%
2.	To appoint a Director in place of Mr. Rajesh Agarwal, who retires by rotation and being eligible, offers himself for re-appointment. (Ordinary Resolution)	99.958%	0.042%
3.	Ratification of the Appointment of Statutory Auditors for the financial year 2016-17. (Ordinary Resolution)	99.999%	0.001%
4.	Ratification of remuneration of Cost Auditor for the financial year 2016-17. (Special Business- Ordinary Resolution)	99.999%	0.001%

Based on the consolidated Report of the Scrutinizer(s), all Resolutions as set out in the Notice of an Annual General Meeting (AGM) have been duly approved by the Shareholders.

Signature :- 
Name : Alka Khemka
Designation : Company Secretary
Address : Plot No-38, Sector-A, Zone-D
Mancheswar Ind. Estate, Bhubaneswar-751010
Membership No-F6838



ARSS INFRASTRUCTURE PROJECTS LIMITED

Outcome of Voting (e-voting & poll) of an Annual General Meeting

(Reg. 44 of the SEBI (Listing Obligations and Disclosure Requirements), Regulations, 2015)

Date of an Annual General Meeting (AGM)	September 28 th , 2016		
Total number of Shareholders as on record date	20,703 Shareholders as on 21 st September, 2015		
No. of Shareholders present in the meeting either in persons or through proxy.	Promoter & Promoter Group	Public	
	In Person	In Person	Through Proxy
	13	22	NIL
No. of Shareholders attend the meeting through Video Conferencing	Promoter & Promoter Group	Public	
	N.A.	N.A	

Agenda wise

The mode of voting for all the resolution was:

1. The e-voting was open from Saturday, 24th September, 2016 (at 9.00 A.M) to Tuesday, 27th September, 2016 (at 5.00 P.M).
2. Poll conducted at the Meeting.

Outcome of the Annual General Meeting (AGM) of the Company

An Annual General Meeting (AGM) of the Company was held on Wednesday, 28th September, 2016, at 11.00 A.M at the Registered Office of the Company at Plot No. 38, - A, Zone- D, Mancheswar Industrial Estate, Bhubaneswar- 751010. The Mode of Voting was by of poll/ E-Voting. The Shareholders transacted the business as provide in **Annexure- 1**.

Request you to kindly take the same on record.

Thanking You,

Your's Sincerely

For ARSS Infrastructure Projects Limited.

(Company Secretary)

Signature :- 
Name : Aika Khemra
Designation : Company secretary
Address : Plot No-38, Sector-A, Zone-D
Mancheswar Ind.Estate,Bhubaneswar-751010
Membership No. 55879



ARSS INFRASTRUCTURE PROJECTS LIMITED

Annexure- I

Resolution -1:- To receive, consider and if thought fit, to adopt the Audited Balance Sheet as at 31st March, 2016 and the Profit and Loss Account for the year ending on that date, together with the reports of the Directors' and Auditors' thereon.

Whether promoter/ promoter group are interested in the agenda/resolution?: NO

(Ordinary Resolution)

Promoter/ Public	Mode of Voting	No. of Shares held (1)	Nos. Votes polled (2)	% of Votes polled on outstanding 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 in against on votes polled 7= [(5)/(2)*100
Promoter and Promoter Group	E-voting	26,59,334	26,59,334	100.00	26,59,334	0	100.00	0.00
	Poll	1,30,398	1,30,398	100.00	1,30,398	0	100.00	0.00
	Total	27,89,732	27,89,732	100.00	27,89,732	0	100.00	0.00
Public- Institutions Holders	E-voting	-	-	-	-	-	-	-
	Poll	-	-	-	-	-	-	-
	Total	-	-	-	-	-	-	-
Public- Others Non- Institutions	E-voting	17,718	17,718	100.00	17,718	0	100.00	0.00
	Poll	971	971	100.00	971	0	100.00	0.00
	Total	18,689	18,689	100.00	18,539			
TOTAL		28,08,421	28,08,421		28,08,421	0	100.00	0.00

Signature :- 
Name : Alka Khermika
Designation : Company Secretary
Address : Plot No-38, Sector-6
Mancheswar Ind. Estate, Bhubaneswar
Membership No-F6838



ARSS INFRASTRUCTURE PROJECTS LIMITED

Resolution -2:- To appoint a Director in place of Mr. Rajesh Agarwal, who retires by rotation and being eligible, offers himself for re-appointment.

Whether promoter/ promoter group are interested in the agenda/resolution?: NO

(Ordinary Resolution)

Promoter/ Public	Mode of Voting	No. of Shares held (1)	Nos. Votes polled (2)	% of Votes polled on outstanding 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 in against on votes polled 7= [(5)/(2)*100
Promoter and Promoter Group	E-voting	26,59,334	26,59,334	100.00	26,59,334	0	100.00	0.00
	Poll	1,30,398	1,30,398	100.00	1,30,398	0	100.00	0.00
	Total	27,89,732	27,89,732	100.00	27,89,732	0		
Public-Institutions Holders	E-voting	-	-	-	-	-	-	-
	Poll	-	-	-	-	-	-	-
	Total	-	-	-	-	-	-	-
Public- Others Non- Institutions	E-voting	17,718	17,568	99.15	16,418	1,150	93.45	6.55
	Poll	971	971	100.00	963	8	99.18	0.82
	Total	18,689	18,539	0.16	17,381	1,158		
TOTAL		28,08,421	28,08,271		28,07,113	1,158	99.958	0.042

Signature : 
Name : Alka Khemka
Designation : Company Secretary
Address : Plot No-38, Sector-A, Zone-D
Mancheswar Ind. Estate, Bhubaneswar-751010
Membership No-F6838



ARSS INFRASTRUCTURE PROJECTS LIMITED

Resolution -3:- Ratification of the Appointment of Statutory Auditors for the financial year 2016-17.

Whether promoter/ promoter group are interested in the agenda/resolution?: NO

(Ordinary Resolution)

Promoter/ Public	Mode of Voting	No. of Shares held (1)	Nos. Votes polled (2)	% of Voters polled on outstanding 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 in against on votes polled 7= [(5)/(2)*100]
Promoter and Promoter Group	E-voting	26,59,334	26,59,334	100.00	26,59,334	0	100.00	0.00
	Poll	1,30,398	1,30,398	100.00	1,30,398	0	100.00	0.00
	Total	27,89,732	27,89,732		27,89,732			
Public-Institutions Holders	E-voting	-	-	-	-	-	-	-
	Poll	-	-	-	-	-	-	-
	Total	-	-	-	-	-	-	-
Public- Others Non- Institutions	E-voting	17,718	17,718	0.00	17,718	0	100.00	0.00
	Poll	971	971	0.00	961	10	98.97	1.03
	Total	18,689	18,689		18,679	10		
TOTAL		28,08,421	28,08,421		28,08,411	10	99.999	0.001

Signature :- 
Name : Aika Khemka
Designation : Company Secretary
Address : Plot No-38, Sector-A, Zone-D
Mancheswar Ind. Estate, Bhubaneswar-751010
Membership No-F6838



ARSS INFRASTRUCTURE PROJECTS LIMITED

Resolution -4:- Ratification of remuneration of Cost Auditor for the financial year 2016-17.

Whether promoter/ promoter group are interested in the agenda/resolution: NO

(Ordinary Resolution)

Promoter/ Public	Mode of Voting	No. of Shares held (1)	Nos. Voters polled (2)	% of Voters polled on outstanding 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 in against on votes polled 7= [(5)/(2)*100]
Promoter and Promoter Group	E-voting	26,59,334	26,59,334	100.00	26,59,334	0	100.00	0.00
	Poll	1,30,398	1,30,398	100.00	1,30,398	0	100.00	0.00
	Total	27,89,732	27,89,732		27,89,732			
Public-Institutions Holders	E-voting	-	-	-	-	-	-	-
	Poll	-	-	-	-	-	-	-
	Total	-	-	-	-	-	-	-
Public- Others Non- Institutions	E-voting	17,718	17,718	0.00	17,717	1	99.99	0.01
	Poll	971	971	0.00	961	10	98.97	1.03
	Total	18,689	18,689		18,678	11		
TOTAL		28,08,421	28,08,421		28,08,410	11	9.999	0.001

Signature :- 
Name : Aika Khemka
Designation : Company Secretary
Address : Plot No-38, Sector-A, Zone-D
Mancheswar Ind. Estate, Bhubaneswar-751010
Membership No-F6838

REPORT OF SCRUTINIZER- COMBINED

(ON E VOTING & POLL)

Date: 29.09.2016

[Pursuant to section 108 &109 of the Companies Act, 2013 and Rule 20 (4) of the Companies (Management and Administration) Amendment Rules, 2015 and Rule 21(2) of the Companies (Management and Administration) Rules, 2014]

To,
The Chairman
ARSS Infrastructure Projects Limited
Plot No-38, Sector-A, Zone-D,
Mancheswar Industrial Estate,
Bhubaneswar-751 010,
Odisha, India

Ref: 16th Annual General Meeting of the Members of ARSS Infrastructure Projects Limited held on Wednesday, 28th September, 2016 at 11.00 A.M. at the Registered Office of the Company at Plot No-38, Sector-A, Zone-D, Mancheswar Industrial Estate, Bhubaneswar-751010, Odisha, India.

Dear Sir,

1. I. Debadatta Mohapatra (Mem. No. F5474, CP No. 4583), Partner, ADP & Associates, Company Secretaries in practice, have been appointed as a scrutinizer by:

(i) The Board of Directors of ARSS Infrastructure Projects Limited ("the Company") for the purpose of scrutinizing the e-voting process under the provisions of Section 108 of the Companies Act, 2013 (the Act) read with Rule 20 of the Companies (Management and Administration) Rules, 2014 and amendment thereon , and

(ii)The Chairman of the Annual General Meeting (AGM) for the purpose of poll under the provisions of section 109 of the Companies Act 2013 read with Rule 21 of the Companies (Management and Administration) Rules, 2014, on the resolutions contained in the notice to the 16th Annual General Meeting (AGM) of the members of the Company, held on 28th day of September, 2016 at Registered Office of the Company at Plot No-38, Sector-A, Zone-D, Mancheswar Industrial Estate, Bhubaneswar-751010.Odisha, India.

2. The Management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and Rules relating to e-voting and poll on the



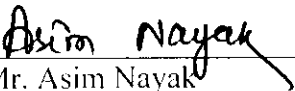
resolutions contained in the Notice to the 16th Annual General meeting (AGM) of the Members of the Company. Our responsibility as a Scrutinizer for the remote e-voting process and for poll at the AGM is restricted to make a Scrutinizer's Report (Combined) of the votes casted 'in favour' or 'against' 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 based on the Poll conducted at the Annual General Meeting.

3. The Company has engaged the services of National Securities Depository Limited (NSDL) as the Authorized Agency to provide secured system for E-Voting process.

4. The E-Voting period remained open from 9.00 A.M. (IST) on 24th day of September, 2016 up to 05.00 P.M. (IST) on 27th day of 2016.

5. The cut-off date (i.e. the record date) for the purpose of determining the entitlement for Remote E-Voting on the proposed resolutions is 21st September, 2016.

6. The votes casted electronically were unblocked on 28th September, 2016, around 1.00 P.M. after the poll process finished, in the presence of two witnesses, Mr. Asim Nayak, having Office at N/3- 23, IRC Village, Bhubaneswar and Mr. Jyotirmaya Panigrahi, having Office at N/3- 23, IRC Village, Bhubaneswar who are not in the employment of the Company. They have signed below in confirmation of the E-Votes & Ballot Papers being unblocked in their presence.


Mr. Asim Nayak


Mr. Jyotirmaya Panigrahi

7. The Poll facility has been provided to all the shareholders who attended the Annual General Meeting to vote at the Resolutions as contained in the Notice to the 16th Annual General Meeting but not to those shareholders who have opted the facility to vote through remote E-voting.

8. After the time fixed for closing of the poll by the Chairman, Ballot Boxes kept for polling were locked in my presence.

9. The locked Ballot Boxes were subsequently opened in my presence and poll papers were diligently scrutinized.

10. The poll papers which were incomplete and which were otherwise found defective have been treated as invalid and kept separately.

11. Thereafter, the details containing, inter alia, the information about Equity Shareholders voting 'In Favour' and 'Against' the resolutions, were generated from the E-Voting website of National Securities Depository Limited (NSDL) and based on such Reports, the results of Remote E-Voting and Poll on each resolution are given hereunder:



A) Resolution No. 1: Ordinary Resolution

To receive, consider and if thought fit, to adopt the Audited Balance Sheet as at 31st March, 2016 and the Profit and Loss Account for the year ending on that date, together with the Reports of the Directors' and Auditors' thereon.

(i) Voted in 'FAVOUR' of Resolution:

Number of Members voted through electronic voting system (remote e-voting)	Number of votes cast in 'Favour' of resolution	Number of Member/Proxies Voted by Poll	Number of Vote cast in favour of resolution by poll	Total Number of Vote cast through e-voting and Poll	% of total number of valid votes cast
28	2677052	24	131369	2808421	100

(ii) Voted 'AGAINST' the Resolution:

Number of Members voted through electronic voting system (remote e-voting)	Number of votes cast in Share e-voting	Number of Member/Proxies Voted by Poll	Number of Vote cast in share by poll	Total Number of Vote cast through e-voting and Poll	% of total number of valid votes cast
0	0	0	0	0	0

(iii) 'INVALID' Votes:

Number of Members voted through electronic voting system (remote e-voting)	Number of votes cast in Share e-voting	Number of Member/Proxies Voted by Poll	Number of Vote cast in share by poll	Total Number of Vote cast through e-voting and Poll
0	0	0	0	0

Result:

As the votes cast in favour of the resolution are more than votes cast against the resolution as set out in notice as Item No-1, hence the ordinary resolution was passed with requisite majority.



B) Resolution No. 2: Ordinary Resolution

To appoint a Director in place of Mr. Rajesh Agarwal, who retires by rotation and being eligible, offers himself for re-appointment.

(i) Voted in 'FAVOUR' of Resolution:

Number of Members voted through electronic voting system (remote e-voting)	Number of votes cast in 'Favour' of resolution	Number of Member/Proxies Voted by Poll	Number of Vote cast in favour of resolution by poll	Total Number of Vote cast through e-voting and Poll	% of total number of valid votes cast
27	2675752	23	131361	2807113	99.958%

(ii) Voted 'AGAINST' the Resolution:

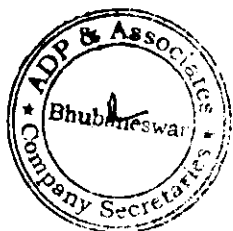
Number of Members voted through electronic voting system (remote e-voting)	Number of votes cast in Share e-voting	Number of Member/Proxies Voted by Poll	Number of Vote cast in share by poll	Total Number of Vote cast through e-voting and Poll	% of total number of valid votes cast
1	1150	1	8	1158	0.042%

(iii) 'INVALID' Votes:

Number of Members voted through electronic voting system (remote e-voting)	Number of votes cast in Share e-voting	Number of Member/Proxies Voted by Poll	Number of Vote cast in share by poll	Total Number of Vote cast through e-voting and Poll
0	0	0	0	0

Result:

As the votes cast in favour of the resolution are more than votes cast against the resolution as set out in notice as Item No-2, hence the ordinary resolution was passed with requisite majority.



C) Resolution No. 3: Ordinary Resolution:

Ratification of the appointment of Statutory Auditors.

(i) Voted in 'FAVOUR' of Resolution:

Number of Members voted through electronic voting system (remote e-voting)	Number of votes cast in 'Favour' of resolution	Number of Member/Proxies Voted by Poll	Number of Vote cast in favour of resolution by poll	Total Number of Vote cast through e-voting and Poll	% of total number of valid votes cast
28	2677052	23	131359	2808411	99.999%

(ii) Voted against the Resolution:

Number of Members voted through electronic voting system (remote e-voting)	Number of votes cast in Share e-voting	Number of Member/Proxies Voted by Poll	Number of Vote cast in share by poll	Total Number of Vote cast through e-voting and Poll	% of total number of valid votes cast
0	0	1	10	10	0.001%

(iii) 'INVALID' Votes:

Number of Members voted through electronic voting system	Number of votes cast in Share e-voting	Number of Member/Proxies Voted by Poll	Number of Vote cast in share by poll	Total Number of Vote cast through e-voting and Poll
0	0	0	0	0

Result:

As the votes cast in favour of the resolution are more than votes cast against the resolution as set out in notice as Item No-3, hence the ordinary resolution was passed with requisite majority.



D) Resolution No. 4: Ordinary Resolution:

Ratification of Remuneration to Cost Auditor

(i) Voted in 'FAVOUR' of Resolution:

Number of Members voted through electronic voting system	Number of votes cast in 'Favour' of resolution	Number of Member/Proxies Voted by Poll	Number of Vote cast in favour of resolution-poll	Total Number of Vote cast through e-voting and Poll	% of total number of valid votes cast
27	2677051	23	131359	2808410	99.999%

(ii) Voted 'AGAINST' the Resolution:

Number of Members voted through electronic voting system	Number of votes cast in Share e-voting	Number of Member/Proxies Voted by Poll	Number of Vote cast in share by poll	Total Number of Vote cast through e-voting and Poll	% of total number of valid votes cast
1	1	1	10	11	0.001%

(iii) 'INVALID' Votes:

Number of Members voted through electronic voting system	Number of votes cast in Share e-voting	Number of Member/Proxies Voted by Poll	Number of Vote cast in share by poll	Total Number of Vote cast through e-voting and Poll
0	0	0	0	0

Result:

As the votes cast in favour of the resolution are more than votes cast against the resolution as set out in notice as Item No- 4, hence the ordinary resolution was passed with requisite majority.



The Register, all other papers and relevant records relating to electronic voting shall remain in my 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 for safe keeping.

Thanking You.

Place: Bhubaneswar
Date: 29/09/2016



For ADP & Associates
Company Secretaries

Debadatta Mohapatra

CS Debadatta Mohapatra, Partner
Membership No:-5474
C.P. No:-4583