

29th September 2017

BSE Limited

Corporate Relationship Department,
1st Floor, New Trading Ring,
Rotunda Building, P. J. Towers,
Dalal Street, Fort,
Mumbai – 400 001

National Stock Exchange of India Ltd.

(Listing Compliance)

Exchange Plaza, C/1, Block G,
Bandra-Kurla Complex,
Bandra (East),
Mumbai – 400 051

Dear Sirs,

Sub: Outcome/E-voting Result of 46th Annual General Meeting and Disclosure under Regulation 44(3) of the Listing Regulations

Please be informed that all the resolutions as set out in the notice of 46th Annual General Meeting have been passed with requisite majority by the members through e-voting and polling conducted at the Annual General Meeting held on 28th September, 2017 at 11:00 A.M., at Tivoli Garden Resort Hotel, Chattarpur Hills, Chattarpur, New Delhi - 110074.

Please find enclosed the disclosure as required under Regulation 44(3) of SEBI (Listing Obligations & Disclosure Requirements) Regulation, 2015 alongwith Scrutinizers' Report thereon.

This is for your information and compliance under the SEBI (LODR) Regulation 2015.

Thanking you,

Yours faithfully,

For Unitech Limited,



Rishi Dev

Company Secretary

Encl.: As above

UNITECH LIMITED (AGM -2017)

Date of the AGM: 28th September 2017

Total number of shareholders on record date: '636020' No. of Shares: '2616301047'

No. of Shareholders present in the meeting either in person or through proxy:

Promoters and Promoter Group :	18	No. of Shares:	334235510
Public :	6038	No. of Shares:	26966311

No. of Shareholders attended the Meeting through Video Conferencing : Not Applicable

Detail of the Agenda:

Promoter/Public	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

1. Adoption of the Audited Standalone Financial Statements of the Company for the Financial Year ended 31st March, 2017 together with the Board Report and the report of Auditors thereon.

Ordinary Resolution

Whether promoter/promoter group are interested in the Agenda/Resolution? : NO

Promoter and Promoter Group	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
Promoter and Promoter Group	E-Voting	468786768	189990710	40.52817	189990710	0	100.00000	-
	Poll		237663760	50.69763	237663760	0	100.00000	-
	Postal Ballot (if applicable)	468786768	N/A	N/A	427654470	0	N/A	N/A
Public - Institutional holders	Total		427654470	91.22880	149535620	0	100.00000	49.27474
	E-Voting	353604789	294795158	83.36854	0	0	50.72526	-
	Poll		0	-	0	0	-	-
Public-Non-Institutions	Postal Ballot (if applicable)		N/A	N/A	149535620	145259538	N/A	49.27474
	Total	353604789	294795158	83.36854	149535620	145259538	50.72526	49.27474
	E-Voting	1793909490	1516088	0.08451	1224633	291455	80.77585	19.22415
Total	Poll		83708	0.00467	83208	500	99.40269	0.59731
	Postal Ballot (if applicable)	1793909490	N/A	N/A	N/A	N/A	N/A	N/A
	Total	2616301047	724049424	27.67454551	578497931	145551493	81.75049	18.24951

2. Adoption of Audited Consolidated Financial Statements of the Company for the Financial Year ended 31st March, 2017 together with the report of Auditors thereon.

Ordinary Resolution

Whether promoter/promoter group are interested in the Agenda/Resolution? : NO

Promoter and Promoter Group	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
Promoter and Promoter Group	E-Voting	468786768	189990710	40.52817	189990710	0	100.00000	-
	Poll		237663760	50.69763	237663760	0	100.00000	-
	Postal Ballot (if applicable)	468786768	N/A	N/A	427654470	0	N/A	N/A
Public - Institutional holders	Total		427654470	91.22880	149535620	0	100.00000	49.27474
	E-Voting	353604789	294795158	83.36854	0	0	50.72526	-
	Poll		0	-	0	0	-	-
Public-Non-Institutions	Postal Ballot (if applicable)		N/A	N/A	149535620	145259538	N/A	49.27474
	Total	353604789	294795158	83.36854	149535620	145259538	50.72526	49.27474
	E-Voting	1793909490	1516088	0.08451	1223385	292653	80.69566	19.30434
Total	Poll		83708	0.00467	83208	500	99.40269	0.59731
	Postal Ballot (if applicable)	1793909490	N/A	N/A	N/A	N/A	N/A	N/A
	Total	2616301047	724049384	27.67454398	578496683	145552701	81.67452	18.32548



3. Appointment of a Director in place of Ms. Minoli Bhatti (DIN 00004530), who retires by rotation and being eligible, offers herself for re-appointment.

Ordinary Resolution												
Whether promoter/promoter group are interested in the Agenda/Resolution? : YES												
Promoter and Promoter Group	E-Voting	468786768	189990710	40.52817	189990710	0	100.00000					
	Postal Ballot (if applicable)		237663760	50.69763	237663760	0	100.00000					
	Total	468786768	N/A	N/A	N/A	0	N/A					N/A
Public – Institutional holders	E-Voting	353604789	299467957	84.69002	138078684	0	100.00000					
	Postal Ballot (if applicable)		0	-	0	0	-					
	Total	353604789	N/A	N/A	N/A	0	N/A					N/A
Public-Non-Institutions	E-Voting	1793909490	299467957	84.69000	1079305	0	100.00000					
	Postal Ballot (if applicable)		83708	0.00467	83708	0	100.00000					
	Total	1793909490	N/A	N/A	N/A	0	N/A					N/A
Total	2616301047	1577071	0.08467	0.08467	1163013	414058	73.74513					26.25487
		728699498	27.85228018	566896167	161803331	77.79560	22.20440					

4. Ratification of the appointment of M/s. R. Nagpal Associates, Chartered Accountants, as Statutory Auditors of the Company to hold office from the conclusion of 46th Annual General Meeting till the conclusion of 47th Annual General Meeting and to authorise Board of Directors of the Company to fix their remuneration for the financial year 2017-18.

Ordinary Resolution												
Whether promoter/promoter group are interested in the Agenda/Resolution? : NO												
Promoter and Promoter Group	E-Voting	468786768	189990710	40.52817	189990710	0	100.00000					
	Postal Ballot (if applicable)		237663760	50.69763	237663760	0	100.00000					
	Total	468786768	N/A	N/A	N/A	0	N/A					N/A
Public – Institutional holders	E-Voting	353604789	262962994	74.37000	226879444	0	100.00000					
	Postal Ballot (if applicable)		0	-	0	0	-					
	Total	353604789	N/A	N/A	N/A	0	N/A					N/A
Public-Non-Institutions	E-Voting	1793909490	1493313	0.08000	1173505	0	100.00000					
	Postal Ballot (if applicable)		83708	0.00467	83708	0	100.00000					
	Total	1793909490	N/A	N/A	N/A	0	N/A					N/A
Total	2616301047	1577071	0.08467	0.08467	1257213	319808	79.72075					20.27925
		692194485	26.4569918	655791127	36403356	94.74088	5.25912					

5. Ratification of the remuneration payable to M/s. M. K. Kulshrestha & Associates, Cost Accountants (Firm Registration No. 100209), appointed as Cost Auditors of the Company for the financial year 2017-18.

Ordinary Resolution												
Whether promoter/promoter group are interested in the Agenda/Resolution? : NO												
Promoter and Promoter Group	E-Voting	468786768	189990710	40.52817	189990710	0	100.00000					
	Postal Ballot (if applicable)		237663760	50.69763	237663760	0	100.00000					
	Total	468786768	N/A	N/A	N/A	0	N/A					N/A
Public – Institutional holders	E-Voting	353604789	299467957	84.69002	299467957	0	100.00000					
	Postal Ballot (if applicable)		0	-	0	0	-					
	Total	353604789	N/A	N/A	N/A	0	N/A					N/A
Public-Non-Institutions	E-Voting	1793909490	1488013	0.08000	1162215	0	100.00000					
	Postal Ballot (if applicable)		76108	0.00424	76108	0	100.00000					
	Total	1793909490	N/A	N/A	N/A	0	N/A					N/A
Total	2616301047	1564121	0.08467	0.08467	1238323	325798	79.17054					20.82946
		728686548	27.85178521	728686548	325798	99.95529	0.04671					



dhananjay shukla & associates
company secretaries

House No.-23, Basement, Sector-30,Gurgaon (Hr.), India-122001
Mobile: +91 9873347280, Tel: +91-124-2382323/2380740,
Email: dshukla2007@gmail.com/dshukla.fcs@gmail.com

REPORT OF SCRUTINIZER
(Consolidated report on e-voting and poll)

[Pursuant To Section 108 & 109 of the Companies Act, 2013 read with Rule 20 (xii) of the Companies (Management and Administration) Rules, 2014 as amended on 19th March, 2015 and Rule 21 (2) of Companies (Management and Administration) Rules, 2014]

To,

The Chairman

46th Annual General Meeting of the Members of M/s Unitech Limited held on Thursday, 28th Day of September 2017 at 11:00 A.M. at Tivoli Garden Resort Hotel, Chhattarpur Hills, Chattarpur, Mehrauli, New Delhi-110074.

Dear Sir,

I, Dhananjay Shukla, Proprietor of M/s Dhananjay Shukla & Associates, Company Secretaries (FCS No. 5886, CP No. 8271) having office at House No. 23, Sector-30, Gurgaon-122001, was appointed as Scrutinizer for the purpose of scrutinizing e-voting process held between 09:00 A.M. on 25th September, 2017 to 05.00 P.M. on 27th September, 2017 and Poll taken in respect of the resolutions as set out in the Notice of the 46th Annual General Meeting of the Members of M/s Unitech Limited held on 28th September, 2017 at 11:00 A.M. at Tivoli Garden Resort Hotel, Chhattarpur Hills, Chattarpur, Mehrauli, New Delhi-110074.

I submit my report as under:-

1. As per Notice dated 14th August 2017 for convening 46th Annual General Meeting, the e-voting period remained open from Monday, 25th September, 2017 from 09.00 A.M till Wednesday, 27th September, 2017 (up to 5:00 P.M).
2. The advertisement as stipulated under Section 108 read with Rule 20 of Companies (Management and administration) Rules, 2014 as amended on 19th March 2015, were published in Jansatta (Hindi) on 07th September 2017 in New Delhi edition and Financial Express (English) on 07th September 2017 in all editions.
3. The Members holding shares on "cut off" date i.e. as on Friday, 22nd September, 2017 were entitled to vote on the resolution stated in the Notice of 46th Annual General Meeting dated 14th August, 2017.

Certified True Copy
For UNITECH LIMITED

[Signature]

Company Secretary



dhananjay shukla & associates
company secretaries

House No.-23, Basement, Sector-30, Gurgaon (Hr.), India-122001
Mobile: +91 9873347280, Tel: +91-124-2382323/2380740,
Email: dshukla2007@gmail.com/dshukla.fcs@gmail.com

4. The total paid up equity share capital of the Company as on "cut off" date i.e. as on Friday, 22nd September 2017 was Rs. 5232602094 (Rupees five hundred twenty three crores twenty six lakhs two thousand and ninety four only) divided into 2,616,301,047 equity shares of Rs. 2/- (Two) each.
5. The Management of the company is responsible to ensure the compliances with the requirements of the SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015, Companies Act, 2013 and Rules relating to e-voting through electronic means and Poll process in respect of the resolutions contained in the Notice sent to Members of the company.
6. My responsibility as a Scrutinizer for the e-voting process and Poll process is restricted to make a scrutinizer's report of the votes cast "in favour" or "against" the resolutions as set out in the Notice and based on the e-voting details as generated from the e-voting system provided by National Securities Depository Limited (NSDL) through its website www.evoting.nsdl.com, the authorized agency to provide the e-voting facilities, engaged by the company and Votes cast through e-voting process and Poll.
7. The Chairman of the 46th Annual General Meeting (AGM) "Suo Moto" ordered for poll as per Rule 21 of the Companies (Management and Administration) Rule 2014.
8. One empty ballot box was duly locked and sealed in presence of Members. It was put for collecting ballot papers and polling was declared closed by the Chairman of the meeting at 11:24 A.M.
9. The locked ballot box was subsequently opened by me, and poll papers were diligently scrutinized. The poll papers were reconciled with the records maintained by the Registrar and Transfer Agents of the Company and the authorizations/proxies lodged with the Company.
10. The poll papers, which were incomplete and/or which were otherwise found defective have been treated as invalid and kept separately.
11. Thereafter the votes cast through remote e-voting were unblocked after completion of poll at the AGM in presence of following two witnesses by me at 01:14 P.M on 28th September, 2017 who were not the employees of the Company. They have signed in confirmation of the votes being unblocked in their presence.

Certified True Copy
For UNITECH LIMITED


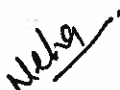
D.S.

Company Secretary



dhananjay shukla & associates
company secretaries

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Witness No. 1	Witness No. 2
	
Ms. Ruchika Pareek Add: House No. 238/c, Sector-33 Gurgaon-122001	Ms. Neha Mishra Add: House No.1128, Sector 9A, Gurgaon-122001

Thereafter the details containing, *inter alia*, list of Members, who voted "for" or "against" on each of the resolutions that were put to vote, were generated from the e-voting website of National Securities Depository Limited (NSDL) i.e. www.evoting.nsdl.com

12. The consolidated result of the remote e-voting and poll taken at AGM are as under:-

Item No. 1 of the Notice

Ordinary Resolution to receive, consider and adopt the Audited Standalone Financial Statements of the Company for the Financial Year ended 31st March, 2017 together with the Board Report and the report of Auditors thereon.

(i) Voted in favor of the resolution

	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
E-Voting	373	340750963	47.0618%
Poll	39	237746968	32.8357%
Total:	412	578497931	79.8975%

(ii) Voted against the resolution:

	Number of members voted	Number of votes cast by them	% of total number of valid votes cast

Certified True Copy
For UNITECH LIMITED

Company Secretary



dhananjay shukla & associates
company secretaries

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Email: dshukla2007@gmail.com/dshukla.fcs@gmail.com

E-Voting	51	145550993	20.1024%
Poll	1	500	00.0001%
Total	52	145551493	20.1025%

(iii) **Invalid Votes**

Total number of members(in person or proxy)whose votes were declared invalid	Total number of votes cast by them
7(In Polls Only)	38959

Therefore, the Resolution No. 1 has been approved with requisite majority.

Item No. 2 of the Notice

Ordinary Resolution to receive, consider and adopt the Audited Consolidated Financial Statements of the Company for the Financial Year ended 31st March, 2017 together with the report of Auditors thereon.

(i) **Voted in favor of the resolution**

	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
E-Voting	368	340749715	47.0617%
Poll	39	237746968	32.8357%
Total:	407	578496683	79.8974%

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

	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
E-Voting	54	145552201	20.1025%
Poll	1	500	0.0001%
Total	55	145552701	20.1026%

(iii) **Invalid Votes**

Total number of members(in person or proxy)whose votes were declared invalid	Total number of votes cast by them
7(In Polls Only)	38959

Therefore, the Resolution No. 2 has been approved with requisite majority.

Certified True Copy
For UNITECH LIMITED

Dew
Company Secretary



dhananjay shukla & associates
company secretaries

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Item No. 3 of the Notice

Ordinary Resolution to appoint a Director in place of Ms. Minoti Bahri (DIN 00004530), who retires by rotation and being eligible, offers herself for re-appointment.

(i) Voted in favor of the resolution

	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
E-Voting	333	329148699	45.1693%
Poll	40	237747468	32.6263%
Total:	373	566896167	77.7956%

(ii) Voted against the resolution:

	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
E-Voting	87	161803331	22.2044%
Poll	0	0	0
Total	87	161803331	22.2044%

(iii) Invalid Votes

Total number of members(in person or proxy)whose votes were declared invalid	Total number of votes cast by them
7(In Polls Only)	38959

Therefore, the Resolution No. 3 has been approved with requisite majority.

Item No. 4 of the Notice

Ordinary Resolution to ratify the appointment of M/s R. Nagpal Associates, Chartered Accountants as Statutory Auditors of the Company to hold office from the conclusion of 46th Annual General Meeting till the conclusion of 47th Annual General Meeting and to authorise Board of Directors of the Company to fix their remuneration for the financial year 2017-18.

i) Voted in favor of the resolution.

	Number of	Number of votes	% of total number
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Certified True Copy
For UNITECH LIMITED
Dew
Company Secretary



dhananjay shukla & associates
company secretaries

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	members voted	cast by them	of valid votes cast
E-Voting	375	418043659	60.3940%
Poll	40	237747468	34.3469%
Total:	415	655791127	94.7409%

ii) Voted against the resolution:

	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
E-Voting	45	36403358	5.2591%
Poll	0	0	0
Total	45	36403358	5.2591%

iii) Invalid Votes

Total number of members(in person or proxy)whose votes were declared invalid	Total number of votes cast by them
7(In Poll Only)	38959

Therefore, the Resolution No. 4 has been approved with requisite majority.

Item No. 5 of the Notice (Special Business)

Ordinary Resolution to ratify the remuneration payable to M/s M K Kulshrestha & Associates, Cost Accountants (Firm Registration No. 100209), appointed as Cost Auditors (Pursuant to Section 148 of the Companies Act, 2013) of the Company for the financial year 2017-18.

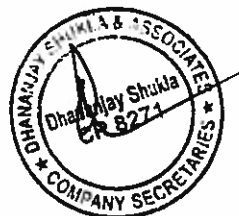
i) Voted in favor of the resolution

	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
E-Voting	384	490620882	67.3295%
Poll	39	237739868	32.6258%
Total:	423	728360750	99.9553%

ii) Voted against the resolution:

	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
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Certified True Copy
For UNITECH LIMITED
Dev
Company Secretary



dhnanjay shukla & associates
company secretaries

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E-Voting	39	325798	0.0447%
Poll	0	0	0
Total	39	325798	0.0447%

iii) **Invalid Votes**

Total number of members(in person or proxy)whose votes were declared invalid	Total number of votes cast by them
7 (in Poll Only)	38959

Therefore, the Resolution No.5 has been approved with requisite majority.

11. The poll papers and all other relevant records for poll have been sealed and I shall be arranging to hand over the same to the Company Secretary/Director Authorized by the Board for safe keeping.
12. Further I hereby confirm that I am maintaining the relevant records of electronic voting as received from the service provider (NSDL) and it will remain in my safe custody until the Chairman considers, approves and signs the minutes of the 46th Annual General meeting and thereafter the same shall be handed over to the company.

Thanking You,





Dhananjay Shukla
Practicing Company Secretary
FCS No. 5886, CP No. 8271
Scrutinizer

Place: Gurgaon

Date: 29th September, 2017

Note: The Percentage has been computed up to four (4) decimal places.

Certified True Copy
For UNITECH LIMITED


Company Secretary