

INFRA INDUSTRIES LIMITED

7 Dhiraj Chambers, 9 HazarimalSomaniMarg, Mumbai – 400 001 Tel: 32946372 Fax: 66348601 CIN:L25200MH1989PLC054503 Visit us at www.infra.co.in

Date: 01st October, 2016

The Bombay Stock Exchange Limited, Floor 25, P.J. Towers, Dalal Street, Mumbai-400 001

BSE Scrip Code: 530777
Sub: 27th Annual General Meeting and Voting Result

Dear Sir/ Madam,

We hereby inform the Exchange that the 27th Annual General Meeting of Infra Industries Limited was held on Friday, 30th September, 2016 at 10.00 A.M at Malabar Hill Club Limited, B.G. Kher Marg, Malabar Hill, Mumbai-400 006 and the business mentioned in the Notice of AGM were transacted:

In this regard, please find enclosed herewith the following:

- Summary of proceedings as required under Regulation 30, Part-A of Schedule -III of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 as Annexure - I
- Voting results as required under Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations as Annexure - II.
- Report of Scrutinizer dated October 01st, 2016, Pursuant to Section 108 of the Companies Act, 2013 and Rule 20(4) (xii) of the Companies (Management and Administration) Rules, 2014.

This is for your information and records.

Thanking you,

Yours Sincerely

For, Infra Industries Limited

Makesh Ambani Managing Director DIN: 00005012

ANNEXURE I

Date:-01st October, 2016

To,
BSE limited
Corporate relationship department
Phiroze Jeejeebhoy Towers,
25th floor, Dalal Street,

Script Code: 530777

Dear Sir/Madam,

SUB: Proceedings of the 27th Annual General Meeting of Infra Industries Limited.

The 27th Annual General Meeting (AGM) of the Infra Industries Limited was held on Friday, 30th day of September, 2016, at Malabar Hill Club Limited, B.G. Kher Marg, Malabar Hill, Mumbai-400 006.

Attendance at the meeting:-

DIRECTORS & KMP PRESENT AT THE MEETING:

> Mukesh Ambani

- Managing Director

Sandeep Shah

- Independent Director

Sagar Parab

- Chief Financial Officer

Pooja Gandhi

- Company Secretary & Compliance Officer

TOTAL MEMBERS PRESENT AT THE MEETING:

There were 23 members present at the Annual General Meeting and there were no Proxies in the Meeting.

CHAIRMAN OF THE MEETING:

Mr. Mukesh Ambani, Managing Director of the Company, took the Chair and extended a very warm welcome to everyone present at the 27th Annual General Meeting of the company.

QUORUM OF THE MEETING:

As the time was 10.00 A.M. the Chairman ascertained that requisite Quorum for the meeting was present and declared the meeting to be in order and commenced the proceedings.

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REGISTER AND DOCUMENTS AVAILABLE FOR INSPECTION

The Chairman further stated that the proxy register, Register of director's Shareholding and other Documents were kept open for inspection by the members till the conclusion of the meeting.

NOTICE, DIRECTORS REPORT AND ANNUAL REPORT TO THE MEMBERS:

The Chairman informed that the Notice convening the 27th Annual General Meeting along with the Balance Sheet as at March 31, 2016 and the Profit & Loss Account for the year ended and the Report of the Directors and Auditors thereon.

With the consent of the Members present, the Notice convening the 27th Annual General Meeting was taken as read.

AUDITORS REPORT AND SECRETARIAL AUDIT REPORT:

The chairman then informed the members that as per the new Companies Act, 2013, and applicable Secretarial Standards II issued by ICSI, the Auditor's Report and Secretarial Audit Report are required to be read only when there are qualifications or adverse observation or comments in the report.

As there were no qualifications and adverse remarks in the Auditors report except non appointment of Company Secretary for period starting from 31/07/2015 till 30/03/2016 for which the Chairman gave due reasons to the members, with the permission of members the same was taken as read.

AGENDA ITEMS:

After reading the Auditors Report and Secretarial Audit Report, the Chairman informed the meeting that in compliance with Rule 20 of the Companies (Management and Administration) Rules, 2014, all the members were given an option to vote through Electronic means on all the resolutions of the Notice using the CDSL an opportunity to cast their votes at the end of the Meeting through Ballot.

Clarifications were provided to the queries raised by the Members.

The Board of Directors had appointed Mr. Suhas S. Ganpule, Practicing Company Secretary, (Membership No. 12122; Certificate of Practice No. 5722) as the Scrutinizer to scrutinize the voting process (e-voting and voting through ballot at the AGM) in a fair and transparent manner.

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After due discussions and deliberation, the following resolutions were transacted at the Annual General Meeting:

1	Adoption of Audited Balance Sheet as on 31st March, 2016 and Statement of Profit and Loss Account for the year ended on that date and the reports of the Board of Directors and Auditors thereon.	Ordinary Resolution
2	Appointment of Director in place of Mr. Mukesh Ambani (DIN: 00005012) who retires by rotation and being eligible offers himself for re-appointment.	Ordinary Resolution
3	Re- Appointment of M/s Chaturvedi & Shah, Chartered Accountants as statutory Auditors of the Company to hold Office from this Annual General Meeting upto conclusion of next Annual General Meeting.	Ordinary Resolution
4	Appointment of Mrs. Kavita S. Pawar as (DIN:02717275) as an Independent Director of the Company for a period of 3 Years.	Ordinary Resolution

After Conclusion of voting process, the meeting was concluded with a Vote of Thanks.

Place: Mumbai

Date: 01st October, 2016

Chairman



INFRA INDUSTRIES LTD.

7, Dhiraj Chambers, 9, Hazarimal Somani Marg, Mumbai - 400 001.
Tel: 91-22-32946372, Fax: 91-22-66348601, Visit us at: www.infra.co.in, CIN: L25200MH1989PLC054503

Annexure II

Format of Voting Results

Date of the AGM	30th September, 2016
Total number of shareholders on record date	1015
No. of shareholders present in the meeting either in person or through proxy:	23
Promoters and Promoter Group:	6
Public:	17
No. of Shareholders attended the meeting through Video Conferencing	Nil
Promoters and Promoter Group:	
Public:	

Agenda- wise disclosure

ITEM No 1: To receive, consider and adopt the Audited Balance Sheet as at March 31, 2016 and statement of Profit and Loss for the year ended on that date, together with the Reports of Directors and Auditor's thereon

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pecial)				Ordinary Resolution -						
Whether pr group are in agenda/reso	omoter/ prom nterested in th olution?	oter ie	NO							
Category	Mode of Voting	No. of Shares Held (1)	No. of Votes Polled (2)	% of Votes polled on Outstandin g Shares (3) = [(2)/(1)]*100	No. of Votes in Favour (4)	No. of Votes again st (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of votes against on votes polled (7)=[(5)/(2)]* 100		
Promoter	E-voting		0	0	0	00	00	00		
and	Poll	41,21,22	2928517	71.05	2928517	00	100	00		
Promoter Group	Postal Ballot (if Applicable)	2						-		
	Total	41,21,22	2928517	71.05	2928517	00	100	00		
Public	E-voting		-	-	100					
Institution	Poll		_		**					
	Postal Ballot (if applicable)	74500	-			-	-	-		
	Total	74500								
Public	E-voting		610	0.03	610	00	100			
Non	Poll		4687	0.26	4687	00	100	00		
Institutions	Postal Ballot (if applicable)	178737 8	-		-	-	-	00		
	total	178737 8	5297	0.29	5297	00	100	00		
Total		598310 0	2933814	49.035	2933814	00	100	00		

Item No.2: To appoint a Director in place of Mr. Mukesh Ambani (DIN: 00005012)who retires by rotation and being eligible offers himself for re-appointment.

Special)	esolution required: (Ordinary/ Special)			Ordinary Resolution					
Whether pro are intereste agenda/resol			Yes					% of votes	
Category	Mode of Voting	No. of Shares Held (1)	No. of Votes Polled (2)	% of Votes polled on Outstandi ng Shares (3) = [(2)/(1)]*1 00	No. of Votes in Favou r (4)	No. of Votes agains t (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	against on * votes polled (7)=[(5)/(2)]*1	
Promoter	E-voting		**	-	-			-	
and	Poll	41,21,222	**	-	*		-	-	
Promoter Group	Postal Ballot (if Applicable)			**	-	MH		-	
	Total	4121222							
Public	E-voting	74500	**	***	**	**			
Institutio	Poll								
n	Postal Ballot (if Applicable)								
	Total	74500							
Public	E-voting		610	0.03	610	00	100	00	
Non	Poll		4687	0.26	4687	00	100	00	
Institution s	Postal Ballot (if Applicable)	1787378		-	-			-	
	Total	1787378	5297.	0.29	5297	00	100	00	
Total		5983100	5297	0.29	5297	00	100	00	

Item No 3: To re-appoint M/S Chaturvedi & Shah, Chartered Accountants, as Statutory Auditors of the Company for the financial year 2016-2017.

esolution Special)	American Company of the Company of t			Ordinary Resolution						
Whether pr are interest agenda/reso		noter group	NO							
Category	Mode of Voting	No. of Shares Held (1)	No. of Votes Polled (2)	% of Votes polled on Outstandin g Shares (3) = [(2)/(1)]*100	No. of Votes in Favour (4)	No. of Vote s agai nst (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of votes against on votes polled (7)=[(5)/(2)]*1 00		
Promoter	E-voting			00		00	00	00		
and	Poll	4121222	2928517	71.05	2928517	00	100	00		
Promoter Group	Postal Ballot (if Applicabl e)				-		-	-		
	Total	4121222	2928517	71.05	2928517	00	100	00		
Public	E-voting		-	-	**					
Institution	Poll		**		**		**	940		
	Postal Ballot (if Applicabl e)	74500	-	**	-	-		**		
	Total			-	**	**	-			
Public	E-voting		610	0.03	610	00	100	00		
Non	Poll		4687	0.26	4687	00	100	00		
Institution s	Postal Ballot (if Applicabl e)	1787378	-	-	-	**				
	Total	1787378	5297	0.29	5297	00	100	00		
Total		5983100	2933814	49.035	2933814	00	100	00		

Item No. 4: To appoint Mrs. Kavita Pawar as Independent Director, not liable to retire by rotation for 3 years, as Statutory Auditors of the Company for the financial year 2016-2017.

Resolution re Special)	quired: (Ord	inary/		Resolution				
Whether pror are interested agenda/resola	in the	iter group	NO					% of votes
Category	Mode of Voting	No. of Shares Held (1)	No. of Votes Polled (2)	% of Votes polled on Outstandi ng Shares (3) = [(2)/(1)]*1 00	No. of Votes in Favour (4)	No. of Vote s agai nst (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	against on votes polled (7)=[(5)/(2)]*1 00
Promoter	E-voting			00		00	00	00
and	Poll	4121222	2928517	71.05	2928517	00	100	00
Promoter Group	Postal Ballot (if Applicabl e)		**			**		-
	Total	4121222	2928517	71.05	2928517	00	100	00
Public	E-voting		**		**	**		
Institution	Poll		**		**	**		0.04
	Postal Ballot (if Applicabl e)	74500	**		**	-		
	Total	74500	40	+	***		-	-
Public	E-voting		610	0.03	610	00	100	00
Non Institutions	Poll		4687	0.26	4687	00	100	00
	Postal Ballot (if Applicabl e)	1787378		-	-	**	**	
	Total	1787378	5297	0.29	5297	00	100	00
Total		5983100	2933814	49.035	2933814	00	100	00

For Infra Industries Limited

Mukesh Ambani

Managing Director

DIN: 00005012

Moo. 9820057999 / 9819757999 E-mail suhas62@yahoo.com E-mail sg.sgfrm@gmail.com

Room No. 8, 2nd Floor, New Vora House, Gram Panchayat Road. Above Kajol Jewellers, Goregaon (West). Mumbai - 400 062.

Scrutinizer's Report

[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 Infra Industries Limited

27th Annual General Meeting of the members of Infra Industries Limited (the Company) held on Friday 30th day of September, 2016 at Malabar Hill Club Limited, B.G. Kher Marg, Malabar Hill, Mumbai- 400 006 at 10.00 A.M.

Dear Sir.

- I, Suhas Ganpule, a Company Secretary in Practice, appointed as Scrutinizer for the purpose of the poll taken on the below mentioned resolutions, at the 27th Annual General Meeting of the Members of Infra Industries Limited, held on 30th day of September, 2016 at 10:00 A.M at "Malabar Hill Club Limited, B.G. Kher Marg, Malabar Hill, Mumbai- 400 006", submit my report as under:
- After the time fixed for closing of the poll by the Chairman, the ballot boxes kept for polling were locked in our presence with due identification marks placed by us.
- The locked ballot boxes were subsequently opened in our 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. I did not found any poll papers invalid.
- 4. The result of the Poll is as under:

Item No. 1:-

Ordinary Resolution- To approve, consider and adopt the Audited Balance Sheet as at March 31, 2016 and statement of Profit and Loss for the year ended on that date, together with the Reports of Directors and Auditor's thereon

(i) Voted in favour of the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
23	29,33,204	100%

(ii) Voted against of the resolution:

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

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(iii) Invalid votes:

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

Item No. 2:-

Ordinary Resolution: To re-appoint Mr. Mukesh Ambani (DIN: 00005012) as a Managing Director of the Company, 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 votes cast by them	% of total number of valid votes cast
17	** 4687	100%

(ii) Voted against of the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid vote
Nil	Nil	N.A.

(iii) Invalid votes:

Total number of members (in person or by proxy) Whose votes were declared invalid	Total number of votes cast by them
06	29,28,517

Item No. 3:-

Ordinary Resolution- To re-appoint M/s Chaturvedi & Shah, Chartered Accountants, as Statutory Auditors of the Company for the financial year 2016-2017.

(i) Voted in favour of the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
23	29,33,204	100%



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(ii) Voted against of the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid vote cast					
Nil	Nil	N.A.					

(iii) Invalid votes:

Total number of members (in person or by proxy) Whose votes were declared invalid	Total number of votes cast by them
	. 77

Item No. 4:-

Ordinary Resolution: To appoint Mrs. Kavita Pawar as Independent Director of the Company not liable to retire by rotation for 3 years.

i) Voted in favour of the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
23	29,33,204	100%

(ii) Voted against of the resolution:

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

(iii)Invalid votes:

Total number of members (in person or by proxy) Whose votes were declared invalid	Total number of votes cast by them
**	
	The state of the s



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The poll papers and all other relevant records were sealed and handed over to the Company Secretary / Director authorized by the Board for safe keeping.

Thanking you, Yours faithfully,

For SG and Associates, Practicing Company Secretaries

> Suhas Ganpule Proprietor

Membership No.12122

COP No: 5722

Place: Mumbai

Date: 01st October, 2016

COMPANY SECRETARIES

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Scrutinizer's Report

[Pursuant to Section 108 of the Companies Act. 2013 and rule 20(3) (xi) of the Companies (Management and Administration) Rules, 2014]

To,
The Chairman,
Infra Industries Limited

Report of Scrutinizer

- I, Suhas Ganpule, a Company Secretary in Practice, have been appointed by the Board of Directors of the Company as a scrutinizer for the purpose of scrutinizing e-voting process 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 (Rules) on the resolutions contained in the Notice of 27th Annual General Meeting of Infra Industries Limited.
- 1. The Management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and Rules relating to voting through electronic means on the resolutions contained in the Notice of 27th Annual general meeting issued to the Members of the Company. My responsibility as a scrutinizer for the e-voting process is restricted to make a Scrutinizer's report of the votes cast "in favour" or "against" the resolutions stated in the Notice of Annual General Meeting, and based on the reports generated from the e-voting system provided by Central Depository Services Limited (CDSL), the authorized agency to provide e-voting facilities, engaged by the Company.
- 2. Further to the above, I submit my report as under:-
 - The e-voting period remained open from Monday, 26th September, 2016 from 09.00 A.M and ended on Thursday, 29th September, 2016 at 05.00 P.M.
 - The members of the Company as on the "cut-off" date i.e 23rd September, 2016, were entitled to vote on the resolutions contained in the Notice of Annual General Meeting.
 - iii. The votes cast were unblocked on 30th September, 2016 in the presence of 2 witnesses, Ms. Suchita Surve and Ms. Prachi Kolwankar who are not in the employment of the Company. They have signed below in confirmation of the votes being unblocked in their presence.

(Ms. Suchita Surve)

(Ms. Prachi Kolwankar)



COMPANY SECRETARIES

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iv. Thereafter, the details containing inter alia, list of Equity Shareholders, who voted "for", "against" each of the resolutions that were put to vote, were generated from the e-voting website of Central Depository Services Limited (CDSL) (i.e. https://www.evotingindia.com/ and based on such reports generated, the result of the e voting is as under:

Item No. 1:

Ordinary Resolution: To approve, consider and adopt the Audited Balance Sheet as at March 31, 2016 and statement of Profit and Loss for the year ended on that date, together with the Reports of Directors and Auditor's thereon.

(i) Voted in favour of the resolution:

Number of Members v through electronic system	roted	Number (Shares)	of	votes	cast	TO THE WAY	total cast	number	of	valid
2			61	0 -				100%		

(ii) Voted against the resolution:

Number of members voted	Number of votes cast	% of total number of valid
through electronic system	(Shares)	votes cast
Nil	Nil	N.A.

(iii) Invalid votes:

Total number of members whose votes were declared invalid	Total number of invalid votes cast (Shares)
11 12	

Item No. 2:

Ordinary Resolution: To re-appoint Mr. Mukesh Ambani (DIN: 00005012) as Managing Director of the Company, who retires by rotation and being eligible offers himself for re-appointment.

(i) Voted in favour of the resolution:

Number through e	of	Members onic system	Number (Shares)	of	votes	cast	CONTRACT ME	total cast	number	of	valid
		2		6	10				100%		





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(ii) Voted against the resolution:

Number through	members onic system	voted	Number (Shares)	of	votes	cast	100	total cast	number	of	valid
	Nil			N	il				N.A.		

(iii) Invalid votes:

Total number of members whose votes were declared invalid	Total number of invalid votes cast (Shares)
	-

Item No. 3:

Ordinary Resolution: To re-appoint M/s. Chaturvedi & Shah, Chartered Accountants, as Statutory Auditors of the Company for the year 2016-2017.

(i) Voted in favour of the resolution:

Number		Members onic system		Number (Shares)	of	votes	cast	1072		total cast	number	of	valid
2		610			100%			K					

(ii) Voted against the resolution:

Number of m through electronic		Number (Shares)	of votes	cast	% of votes	Control of the contro	number	of valid
Nil		Nil			N.A			

(iii) Invalid votes:

Total number of members whose votes were declared invalid	Total number of invalid votes cast (Shares)
	*\



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Item No. 4:

Ordinary Resolution: To appoint Mrs. Kavita Pawar as Independent Director of the Company not liable to retire by rotation for 3 years

(i) Voted in favour of the resolution:

Number through 6		Members onic system		Number (Shares)	of	votes	cast	100000		total cast	number	of	valid
2		610			100%								

(ii) Voted against the resolution:

Number of through electr	members onic system	Number (Shares)	of vo	tes cast	% of	number	of va	lid
	Nil	- ON	Nil			N.A.		

(iii) Invalid votes:

Total number of members whose votes were declared invalid	Total number of invalid votes cast (Shares)
•	

Thanking you,

Yours faithfully,

For SG and Associates, Practicing Company Secretaries

> Suhas Ganpule (Proprietor)

Membership No.: 12122

C. P. No: 5722

Date: 01st October,2016

Place: Mumbai

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Room No. 8, 2nd Floor, New Vora House, Gram Panchayat Road, Above Kajol Jewellers, Goregeon (West), Mumbai - 400 062.

Scrutinizer's Report - Combined

To, The Chairman INFRA INDUSTRIES LIMITED

27th Annual General Meeting of the members of Infra Industries Limited (the Company) held on the 30th day of September, 2016 at Malabar Hill Club Limited, B.G. Kher Marg, Malabar Hill, Mumbai- 400 006, at 10.00 A.M.

Dear Sir,

- I, Suhas Ganpule, a Company Secretary in practice, have been appointed as a scrutinizer by
 - (i) the Board of Directors of Infra Industries Limited (the Company) for the purpose of scrutinizing the e-voting process under the provisions of Section 108 of the Companies Act, 2013, read with Rule 20 of the Companies (Management and Administration) Rules, 2014 and
 - (ii) the Chairman of the Annual General Meeting (AGM) on poll under provisions of Section 109 of the Companies Act, 2013, read with Rule 21(2) of the Companies (Management and Administration) Rules, 2014, on the resolutions contained in the notice to the 27th Annual General Meeting (AGM) of the Members of the Company, held on Friday 30th day of September, 2016 at Malabar Hill Club Limited, B.G. Kher Marg, Malabar Hill, Mumbai-400 006 at 10.00 A.M.
- 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 of the 27th Annual General Meeting (AGM) of the members of the Company. My responsibility as a scrutinizer for the e-voting process and for poll at the AGM is restricted to make a Scrutinizer's report of the votes cast "in favour" or "against" the resolutions stated above, based on the report generated from the e-voting system provided by Central Depository Services (India) Limited (CDSL), the authorized agency engaged by the Company to provide e-voting facilities for e-voting and also at the time of poll (through electronic means) at AGM.
- 3. I have issued separate Scrutinizer's Report dated 01st day of October, 2016 on the evoting and on the poll on the resolutions contained in the notice to the AGM. As requested by the management I hereby submit herewith my combined report on the results of e-voting together with that of Poll at under:-



COMPANY SECRETARIES

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Item no. of Notice	Votes in far	vour of the	Votes a	gainst the	Invalid votes		
	No. of Shares	% of total number of valid votes cast (Favour and Against)	No. of Shares	% of total number of valid votes cast (Favour and Against)	Nos. Votes	No of Shares	
Item No. 1 of the Notice (As an Ordinary Resolution)	29,33,814	100	**				
Item No. 2 of the Notice (As an Ordinary Resolution)	5,297	100	**	**	06	29,28,517	
Item No. 3 of the Notice (As an Ordinary Resolution)		100		3 ,			
Item No. 4 of the Notice (As an Ordinary Resolution)	The state of the s	100				- 12E	

Thanking you, Yours faithfully,

For SG and Associates, Practicing Company Secretaries

> Suhas Gampule Proprietor

Membership No.12122

COP No: 5722

Place: Mumbai

Date: 01st October, 2016