



# INFRA INDUSTRIES LIMITED

7<sup>th</sup> Floor, Dhiraj Chambers, 9 Hazarimal Somani Marg, Mumbai – 400 001  
Telefax - 66348601, CIN:L25200MH1989PLC054503  
Website : www.infra.co.in

Date: 28<sup>th</sup> September, 2017

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

BSE Scrip Code: 530777

Sub: 28<sup>th</sup> Annual General Meeting and Voting Result

Dear Sir/ Madam,

We hereby inform the Exchange that the 28<sup>th</sup> Annual General Meeting of Infra Industries Limited was held on Wednesday, 27<sup>th</sup> September, 2017 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:

- 1) Voting results as required under Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations as Annexure - II.
- 2) Report of Scrutinizer dated September 28<sup>th</sup>, 2017, 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

  
Mukesh Ambani  
Managing Director  
DIN: 00005012



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## Annexure II

### Format of Voting Results

Date of the AGM	27 <sup>th</sup> September, 2017
Total number of shareholders on record date	1023
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:	





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## Agenda- wise disclosure

ITEM No 1: To receive, consider and adopt the Audited Balance Sheet as at March 31, 2017 and statement of Profit and Loss for the year ended on that date, together with the Reports of Directors and Auditor's thereon

Resolution required: (Ordinary/ Special)		Ordinary Resolution						
Whether promoter/ promoter group are interested in the agenda/resolution?		NO						
Category	Mode of Voting	No. of Shares Held (1)	No. of 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 against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-voting	41,26,4	0	0	0	0	0	0
	Poll	17	2926517	70.92	2926517	0	100	0
	Postal Ballot (if Applicable)		--	--	--	--	--	--
	Total	41,26,4 17	2926517	70.92	2926517	0	100	0
Public Institution	E-voting	74500	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)				--	--	--	--
	Total	74,500	0	0	0	0	0	0
Public Non Institutions	E-voting	17,82,1	610	0.0003	610	00	100	00
	Poll	83	6175	0.37	6175	00	100	00
	Postal Ballot (if applicable)		--	--	--	--	--	--
	Total	178218 3	6785	0.37	100	00	100	00
Total		598310 0	2933302	49.02	100	00	100	00





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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.

Resolution required: (Ordinary/Special)		Ordinary Resolution						
Whether promoter/ promoter group are interested in the agenda/resolution?		Yes						
Category	Mode of Voting	No. of Shares Held (1)	No. of 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 against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-voting	41,26,417	--	-	-	-	-	-
	Poll		--	-	-	-	-	
	Postal Ballot (if Applicable)		--	--	--	--	--	
	Total							
Public Institution	E-voting	74500	--	--	--	--	--	--
	Poll							
	Postal Ballot (if Applicable)							
	Total		74,500	--	--	--	--	--
Public Non Institutions	E-voting	17,82,183	610	0.0003		00	100	00
	Poll		6175	0.37		00	100	00
	Postal Ballot (if Applicable)		--	--	--	--	--	--
	Total		17,82,183	6785	0.37		00	100
Total		5983100	6785	0.11		00	100	00





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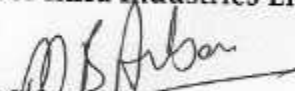
Telefax - 66348601, CIN:L25200MH1989PLC054503

Website : www.infra.co.in

**Item No 3:** To appoint M/s. Pathak H. D. & Associates, Chartered Accountants, as Statutory Auditors of the Company for the period of Five year from the conclusion of this AGM

Resolution required: (Ordinary/ Special)			Ordinary Resolution					
Whether promoter/ promoter group are interested in the agenda/resolution?			NO					
Category	Mode of Voting	No. of Shares Held (1)	No. of Votes Polled (2)	% of Votes polled on Outstandi ng Shares (3) = [(2)/(1)]*10 0	No. of Votes in Favour (4)	No. of Vote s again st (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*10 0	% of votes against on votes polled (7)=[(5)/(2)] *100
Promote r and Promote r Group	E-voting	41,26,4	0	0	0	0	0	0
	Poll	17	2926517	70.92	2926517	0	100	0
	Postal Ballot (if Applicable)		--	--	--	--	--	--
	<b>Total</b>	41,26,4 17	2926517	70.92	2926517	0	100	0
Public Instituti on	E-voting	74500	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)				--	--	--	--
	<b>Total</b>	74,500	0	0	0	0	0	0
Public Non Instituti ons	E-voting	17,82,1	610	0.0003	610	00	100	00
	Poll	83	6175	0.37	6175	00	100	00
	Postal Ballot (if applicable)		--	--	--	--	--	--
	<b>Total</b>	178218 3	6785	0.37	100	00	100	00
<b>Total</b>		598310 0	2933302	49.02	100	00	100	00

For Infra Industries Limited

  
Mukesh Ambani -  
Managing Director  
DIN: 00005012

**Scrutinizer's Report - Combined**

To,  
**The Chairman**  
**INFRA INDUSTRIES LIMITED**

28<sup>th</sup> Annual General Meeting of the members of **Infra Industries Limited** (the Company) held on the 27<sup>th</sup> day of September, 2017 at **Malabar Hill Club Limited, B.G. Kher Marg, Malabar Hill, Mumbai- 400 006, at 10.00 A.M.**

Dear Sir,

1. 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 28<sup>th</sup> Annual General Meeting (AGM) of the Members of the Company, held on Wednesday 27<sup>th</sup> day of September, 2017 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 28<sup>th</sup> 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 **28<sup>th</sup> day of September, 2017 on the e-voting 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 as under:-





# SG & ASSOCIATES

## COMPANY SECRETARIES

Mob: 98222 22222  
 E-mail: suhas62@yahoo.com  
 E-mail: sg.sgm@gmail.com

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

Item no. of Notice	Votes in favour of the resolution		Votes against the resolution		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)	29,33,302	100	--	--	2	2
Item No. 2 of the Notice (As an Ordinary Resolution)	14,87,385	100	--	--	7	1445919
Item No. 3 of the Notice (As an Ordinary Resolution)	29,33,302	100	--	--	2	2

Thanking you,  
 Yours faithfully,

**For SG and Associates,  
 Practicing Company Secretaries**



*Suhas Ganpule*  
**Suhas Ganpule  
 Proprietor  
 Membership No.12122  
 COP No: 5722**

**Place: Mumbai  
 Date: 28<sup>th</sup> September, 2017**

## 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

28<sup>th</sup> Annual General Meeting of the members of **Infra Industries Limited** (the Company) held on Wednesday 27<sup>th</sup> day of September, 2017 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 28<sup>th</sup> Annual General Meeting of the Members of **Infra Industries Limited**, held on 27<sup>th</sup> day of September, 2017 at 10:00 A.M at "**Malabar Hill Club Limited, B.G. Kher Marg, Malabar Hill, Mumbai- 400 006**", submit my report as under:

1. 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.
2. 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 found 2(Two) poll papers invalid & the votes casted by 5 Promoter Members were considered as invalid as they were interested in resolution No. 2.
4. The result of the Poll is as under:





# SG & ASSOCIATES

## COMPANY SECRETARIES

Tel :  
E-mail : suhas62@yahoo.com  
E-mail : sg\_sgfir@gmail.com

Room No. 1, 1st Floor, New Vora House, Gram Panchayat Road,  
Above Kajal Jewellers, Goregaon (West), Mumbai - 400 062.

### Item No. 1:-

**Ordinary Resolution-** To approve, consider and adopt the Audited Balance Sheet as at March 31, 2017 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
21	29,32,692	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
2	2

### 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:



# SG & ASSOCIATES

## COMPANY SECRETARIES

Tel :  
E-mail : suhas62@yahoo.com  
E-mail : sg.sgfirm@gmail.com

Room No 1, 1st Floor, New Vora House, Gram Panchayat Road,  
Above Kajal Jewellers, Goregaon (West), Mumbai - 400 062.

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
16	14,86,775	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
7	14,45,919

### Item No. 3:-

**Ordinary Resolution-** To appoint M/s. Pathak H. D. & Associates, Chartered Accountants, as Statutory Auditors of the Company for the period of Five year from the conclusion of this AGM.

(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
21	29,32,692	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.



# SG & ASSOCIATES

## COMPANY SECRETARIES

Tel : 022-26100000  
E-mail : suhas62@yahoo.com  
E-mail : sg.sgfir@gmail.com

Room No. 1, 1st Floor, New Vora House, Gram Panchayat Road,  
Above Kajal Jewellers, Goregaon (West), Mumbai - 400 062.

(iii) Invalid votes:

Total number of members (in person or by proxy) Whose votes were declared invalid	Total number of votes cast by them
2	2

5. 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: 28<sup>th</sup> September, 2017

**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 28<sup>th</sup> 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 28<sup>th</sup> 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:-
  - i. The e-voting period remained open from Sunday, 24<sup>th</sup> September, 2017 from 09.00 A.M and ended on Tuesday, 26<sup>th</sup> September, 2017 at 05.00 P.M.
  - ii. The members of the Company as on the "cut-off" date i.e 21<sup>st</sup> September, 2017, were entitled to vote on the resolutions contained in the Notice of Annual General Meeting.
  - iii. The votes cast were unblocked on 27<sup>th</sup> September, 2017 in the presence of 2 witnesses, **Ms. Radha Gohil** 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. Radha Gohil)

  
(Mr. Dhiren Udeshi)

# SG & ASSOCIATES

## COMPANY SECRETARIES

Mob. : 982005799 / 9819757999  
E-mail : suhas62@yahoo.com  
E-mail : sg.sgfirm@gmail.com

Room No.1, 1st Floor, New Vora House, Gram Panchayat Road,  
Above Kajol Jewellers, Goregaon (West), Mumbai - 400 062.

- 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, 2017 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 voted through electronic system	Number of votes cast (Shares)	% of total number of valid votes cast
1	610	100%

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

Number of members voted through electronic system	Number of votes cast (Shares)	% of total number of valid votes cast
0	0	0

#### (iii) Invalid votes:

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

### 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 of Members voted through electronic system	Number of votes cast (Shares)	% of total number of valid votes cast
1	610	100%



# SG & ASSOCIATES

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E-mail : sg.sgfirml@gmail.com

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(ii) Voted against the resolution:

Number of members voted through electronic system	Number of votes cast (Shares)	% of total number of valid votes cast
0	0	0

(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 appoint M/s. Pathak H. D. & Associates, Chartered Accountants, as Statutory Auditors of the Company for the period of Five year from the conclusion of this AGM.

(i) Voted in favour of the resolution:

Number of Members voted through electronic system	Number of votes cast (Shares)	% of total number of valid votes cast
1	610	100%

(ii) Voted against the resolution:

Number of members voted through electronic system	Number of votes cast (Shares)	% of total number of valid votes cast
0	0	0





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(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



Date: 28<sup>th</sup> September, 2017  
Place: Mumbai

  
Suhas Ganpule  
(Proprietor)  
Membership No.: 12122  
C. P. No: 5722