



**NILA
INFRASTRUCTURES
LIMITED**

NILA/CS/2018/
Date: September 29, 2018

To,
The Department of Corporate Services
BSE Limited
Phirozee Jeejeebhoy Tower
Dalal Street Fort
MUMBAI - 400 001

To,
The Listing Department
National Stock Exchange of India Ltd.
Exchange Plaza, Plot no. C/1, G Block,
Bandra-Kurla Complex, Bandra (E)
MUMBAI - 400 051

Scrip Code: 530377

Scrip Symbol: NILAINFRA

Dear Sir,

Sub: Voting Result and Report of the Scrutinizer on 28th Annual General Meeting

Ref: Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

We are hereby submitting Voting Result and Report of the Scrutinizer on 28th AGM of the Company and request the exchanges to take on record.

Thanking You,
Yours Faithfully,
For Nila Infrastructures Ltd


Dipen Y Parikh
Company Secretary



Encl: a/a

Registered Office:

1st floor, Sambhaav House
Opp. Chief Justice's Bungalow
Badakdev, Ahmedabad 380015
Tel.: +91 79 4003 6817 / 18, 2687 0258
Fax: +91 79 3012 6371
e-mail: info@nilainfra.com

Annexure

Item No. 1: Adoption of Audited Accounts (Standalone and Consolidated) for the year ended on March 31, 2018

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 favor on votes polled (6) = [(4)/(2)]*100	% of votes against on votes polled 7=[(5)/(2)]*100
Promoter and Promoter Group	E-voting	243825187	243825187	100	243825187	0	100	0
	Poll		--	--	--	--	--	--
	Postal Ballot		--	--	--	--	--	--
	Total	243825187	243825187	100	243825187	0	100	0
Public Institutions	E-voting	33477456	7194171	21.49	7194171	0	100	0
	Poll		--	--	--	--	--	--
	Postal Ballot		--	--	--	--	--	--
	Total	33477456	7194171	21.49	7194171	0	100	0
Public Non Institutions	E-voting	116586557	605798	0.52	605798	0	100	0
	Poll		13853	0.01	13853	0	100	0
	Postal Ballot		--	--	--	--	--	--
	Total	116586557	619651	0.53	619651	0	100	0
Total		393889200	251639009	63.88	251639009	0	100	0



Annexure

Item No. 2 Re-appointment of Mr. Dilip D Patel (DIN: 01523277) as Director retiring by rotation

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 favor (4)	No. of votes- against (5)	% of votes in favor on votes polled (6) = [(4)/(2)]*100	% of votes against on votes polled 7=[(5)/(2)]*100
Promoter and Promoter Group	E-voting	243825187	243825187	100	243825187	0	100	0
	Poll		--	--	--	--	--	--
	Postal Ballot		--	--	--	--	--	--
	Total	243825187	243825187	100	243825187	0	100	0
Public Institutions	E-voting	33477456	7194171	21.49	7194171	0	100	0
	Poll		--	--	--	--	--	--
	Postal Ballot		--	--	--	--	--	--
	Total	33477456	7194171	21.49	7194171	0	100	0
Public Non Institutions	E-voting	116586557	605798	0.52	605798	0	100	0
	Poll		13753	0.01	13728	25	99.82	0.18
	Postal Ballot		--	--	--	--	--	--
	Total	116586557	619551	0.53	619526	25	99.99	0.01
Total		393889200	251638909	63.88	251638884	25	99.99	0.01



Annexure

Item No. 3: Declaration of Final Dividend on Equity Shares for the Financial Year ended on March 31, 2018.

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 favor (4)	No. of votes-against (5)	% of votes in favor on votes polled (6) = [(4)/(2)]*100	% of votes against on votes polled 7=[(5)/(2)]*100
Promoter and Promoter Group	E-voting	243825187	243825187	100	243825187	0	100	0
	Poll		--	--	--	--	--	--
	Postal Ballot		--	--	--	--	--	--
	Total	243825187	243825187	100	243825187	0	100	0
Public Institutions	E-voting	33477456	7194171	21.49	7194171	0	100	0
	Poll		--	--	--	--	--	--
	Postal Ballot		--	--	--	--	--	--
	Total	33477456	7194171	21.49	7194171	0	100	0
Public Non Institutions	E-voting	116586557	605798	0.52	605798	0	100	0
	Poll		13753	0.01	13753	0	100	0
	Postal Ballot		--	--	--	--	--	--
	Total	116586557	619551	0.53	619551	0	100	0
Total		393889200	251638909	63.88	251638909	0	100	0



Annexure

Item No. 4: Ratification of remuneration of M/s Dalwadi and Associates, Cost Accountants of the Company

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 favor (4)	No. of votes-against (5)	% of votes in favor on votes polled (6) = [(4)/(2)]*100	% of votes against on votes polled 7=[(5)/(2)]*100
Promoter and Promoter Group	E-voting	243825187	243825187	100	243825187	0	100	0
	Poll		--	--	--	--	--	--
	Postal Ballot		--	--	--	--	--	--
	Total	243825187	243825187	100	243825187	0	100	0
Public Institutions	E-voting	33477456	7194171	21.49	7194171	0	100	0
	Poll		--	--	--	--	--	--
	Postal Ballot		--	--	--	--	--	--
	Total	33477456	7194171	21.49	7194171	0	100	0
Public Non Institutions	E-voting	116586557	605798	0.52	605798	0	100	0
	Poll		13753	0.01	13728	25	99.82	0.18
	Postal Ballot		--	--	--	--	--	--
	Total	116586557	619551	0.53	619526	25	99.99	0.01
Total		393889200	251638909	63.88	251638884	25	99.99	0.01



Annexure

Item No. 5: Ratification of appointment of Mr. Kiran B Vadodaria (DIN: 00092067) as Non Executive Director:

Resolution required : (Ordinary/Special)						Special Resolution		
Whether promoter/promoter group are interested in the agenda/resolution?						YES		
Category	Mode of Voting	No. of shares held	No. of votes polled	% of votes Polled on outstanding shares	No. of votes- in favor	No. of votes- against	% of votes in favor on votes polled (6) = [(4)/(2)]*100	% of votes against on votes polled 7=[(5)/(2)]*100
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)		
Promoter and Promoter Group	E-voting		0	0	0	0	0	0
	Poll	243825187	--	--	--	--	--	--
	Postal Ballot		--	--	--	--	--	--
	Total	243825187	0	0	0	0	0	0
Public Institutions	E-voting		7194171	21.49	7194171	0	100	0
	Poll	33477456	--	--	--	--	--	--
	Postal Ballot		--	--	--	--	--	--
	Total	33477456	7194171	21.49	7194171	0	100	0
Public Non Institutions	E-voting		605798	0.52	605798	0	100	0
	Poll	116586557	13753	0.01	13753	0	100	0
	Postal Ballot		--	--	--	--	--	--
	Total	116586557	619551	0.53	619551	0	100	0
Total		393889200	7813722	1.98	7813722	0	100	0



Annexure

Item No. 6: Approval and ratification of Related Party Transactions:

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 favor (4)	No. of votes- against (5)	% of votes in favor on votes polled (6) = [(4)/(2)]*100	% of votes against on votes polled 7=[(5)/(2)]*100
Promoter and Promoter Group	E-voting	243825187	0	0	0	0	0	0
	Poll		--	--	--	--	--	--
	Postal Ballot		--	--	--	--	--	--
	Total	243825187	0	0	0	0	0	0
Public Institutions	E-voting	33477456	7194171	21.49	7194171	0	100	0
	Poll		--	--	--	--	--	--
	Postal Ballot		--	--	--	--	--	--
	Total	33477456	7194171	21.49	7194171	0	100	0
Public Non Institutions	E-voting	116586557	605798	0.52	605798	0	100	0
	Poll		13753	0.01	12753	1000	92.74	7.26
	Postal Ballot		--	--	--	--	--	--
	Total	116586557	619551	0.53	618551	1000	99.83	0.17
Total		393889200	7813722	1.98	7812722	1000	99.99	0.01

Note: The Promoter and Promoter Group of the Company being interested in Item No 5 and 6 remained abstain from voting.





UMESH VED & ASSOCIATES

Company Secretaries

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FORM NO. MGT-13

CONSOLIDATED SCRUTINIZER'S REPORT

[Pursuant to section 108 & 109 of the Companies Act, 2013 and Companies (Management and Administration) Rules, 2014 as amended]

To,
The Chairman,
Nila Infrastructures Limited
1st Floor "Sambhaav House",
Opp. Chief Justice's Bungalow,
Bodakdev,
Ahmedabad-380015,

Re: 28th Annual General Meeting (AGM) of Nila Infrastructures Limited held on Saturday, the 29th September, 2018 at 10:00 A.M. at "Sambhaav House", Opp. Chief Justice's Bungalow, Bodakdev, Ahmedabad-380015.

Dear Sir,

I, Umesh Ved of M/s. Umesh Ved & Associates, Company Secretaries, Ahmedabad, was appointed as Scrutinizer for the purpose of scrutinizing the Remote E-Voting process and voting at the Annual General Meeting ("AGM") pursuant to Section 108 & 109 of the Companies Act, 2013 read with rule 20 of Companies (Management and Administration) Rules, 2014, as amended on the resolutions contained in the Notice to the 28th AGM of the Members of "Nila Infrastructures Limited" (the Company) held on Saturday, the 29th September, 2018 at 10:00 A.M. at "Sambhaav House", Opp. Chief Justice's Bungalow, Bodakdev, Ahmedabad-380015.

My responsibility as a scrutinizer for the voting process is restricted to preparing a Scrutinizer's Report of the vote cast "in favor" or "against" the resolution(s) based on the reports generated from the Remote e-voting system provided by the Central Depository Services (India) Limited (the Agency/ service provider) and the Polling at the AGM.

I submit my report as under:

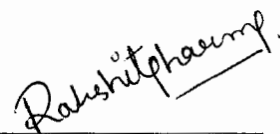
- i. The shareholders of the Company holding shares as on the "cut-off" date 22nd September, 2018, were entitled to vote on the proposed resolutions as set out in item nos. 1 to 6 in the Notice of the AGM of Nila Infrastructures Limited.
- ii. The facility provided for Remote E-Voting commenced from 9:00 A.M. on Wednesday, the 26th September, 2018 and ended on 5:00 P.M. on Friday, the 28th September, 2018. The Remote E - voting facility was blocked thereafter.



- iii. At the venue of the AGM the facility to cast vote by poll was provided to facilitate those members present at the AGM who could not participate through Remote E-voting, to record their votes. After counting of the votes conducted at the venue of the AGM through Ballot, the votes cast through Remote E- voting were unblocked by me in the presence of two witnesses, namely, Mr. Parth Shah and Ms. Rakshita Sharma who are not in employment of the company. They have signed below in confirmation of the votes being unblocked in their presence.



Parth Shah



Rakshita Sharma

- iv. The voting done through Remote E-voting and Polling at the meeting were reconciled with the records maintained by the RTA and the authorizations / proxies lodged with the Company.
- v. The result of the Remote e-voting as well as Polling at the AGM is as under:

- (1) **ORDINARY RESOLUTION** for Adoption of the Standalone and Consolidated Audited Financial Statement for the Financial Year ended on 31st March, 2018 together with the Reports of the Board of Directors and Auditors thereon.

Voted in Favor of the Resolution

Type of Voting	Number of members present and voting (in person or by proxy)	Number of Votes Cast by them	% of total number of Valid votes cast
E voting	51	251625156	100.00%
Poll	16	13853	100.00%
Total	67	251639009	100.00%

Voted against of the Resolution

Type of Voting	Number of members present and voting (in person or by proxy)	Number of Votes Cast by them	% of total number of Valid votes cast
E voting	0	0	0.00%
Poll	0	0	0.00%
Total	0	0	0.00%



- (2) **ORDINARY RESOLUTION** for Re-appointment of Mr. Dilip D. Patel (DIN: 01523277) as a Director of the Company, who retires by rotation and being eligible, offers himself for reappointment.

Voted in Favor of the Resolution

Type of Voting	Number of members present and voting (in person or by proxy)	Number of Votes Cast by them	% of total number of Valid votes cast
E voting	51	251625156	100.00%
Poll	15	13728	99.82%
Total	66	251638884	99.99%

Voted against of the Resolution

Type of Voting	Number of members present and voting (in person or by proxy)	Number of Votes Cast by them	% of total number of Valid votes cast
E voting	0	0	0.00%
Poll	1	25	0.18%
Total	1	25	0.01%

- (3) **ORDINARY RESOLUTION** for Declaration of dividend on equity shares for the Financial year ended on March 31, 2018.

Voted in Favor of the Resolution

Type of Voting	Number of members present and voting (in person or by proxy)	Number of Votes Cast by them	% of total number of Valid votes cast
E voting	51	251625156	100.00%
Poll	16	13753	100.00%
Total	67	251638909	100.00%

Voted against of the Resolution

Type of Voting	Number of members present and voting (in person or by proxy)	Number of Votes Cast by them	% of total number of Valid votes cast
E voting	0	0	0.00%
Poll	0	0	0.00%
Total	0	0	0.00%



Continuation Sheet**Umesh Ved & Associates**

- (4) **ORDINARY RESOLUTION** to Ratify the Remuneration of Cost Auditor of Company M/S. Dalwadi & Associates.

Voted in Favour of the Resolution

Type of Voting	Number of members present and voting (in person or by proxy)	Number of Votes Cast by them	% of total number of Valid votes cast
E voting	51	251625156	100%
Poll	15	13728	99.82%
Total	66	251638884	99.99%

Voted against of the Resolution

Type of Voting	Number of members present and voting (in person or by proxy)	Number of Votes Cast by them	% of total number of Valid votes cast
E voting	0	0	0.00%
Poll	1	25	0.18%
Total	1	25	0.01%

- (5) **SPECIAL RESOLUTION** for ratification of appointment Mr. Kiran B. Vadodaria as the Non-Executive Director.

Voted in Favor of the Resolution

Type of Voting	Number of members present and voting (in person or by proxy)	Number of Votes Cast by them	% of total number of Valid votes cast
E voting	40	7799969	100%
Poll	16	13753	100%
Total	56	7813722	100%

Voted against of the Resolution

Type of Voting	Number of members present and voting (in person or by proxy)	Number of Votes Cast by them	% of total number of Valid votes cast
E voting	0	0	0.00%
Poll	0	0	0.00%
Total	0	0	0.00%



Continuation Sheet**Umesh Ved & Associates**

(6) **ORDINARY RESOLUTION** for Approval and ratification of related party transactions.

Voted in Favor of the Resolution

Type of Voting	Number of members present and voting (in person or by proxy)	Number of Votes Cast by them	% of total number of Valid votes cast
E voting	40	7799969	100%
Poll	15	12753	92.74%
Total	55	7812722	99.99%

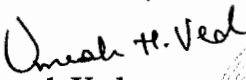
Voted against of the Resolution

Type of Voting	Number of members present and voting (in person or by proxy)	Number of Votes Cast by them	% of total number of Valid votes cast
E voting	0	0	0.00%
Poll	1	1000	7.26%
Total	1	1000	0.01%

- vi. 1 polling paper was found Invalid and 2 Polling paper found abstained from voting for Resolution No. 2 to 6.
- vii. 35 (Thirty Five) Equity shareholders attended the meeting but did not exercise the voting at the venue of the meeting.
- viii. 11 (Eleven) Shareholders holding 243825187 Equity shareholders who opted for E-voting found abstained from voting of resolution No. 5 and 6
- ix. All the resolutions mentioned in the AGM Notice as per details above accordingly stand passed with requisite majority.
- x. The Electronic data and all other relevant records relating to Remote e-voting and Ballot/Poll Papers conducted at the AGM is under my safe custody and all will be handed over to the Company Secretary for preserving safely after the Chairman considers, approves and signs the minutes of AGM.

Thanking You,

Yours faithfully,


Umesh Ved
FCS No: 4411
CP No: 2924



Manoj B. Vadodaria
Chairman and Managing Director

Date: 29/09/2018

Place: Ahmedabad