



**NILA
INFRASTRUCTURES
LIMITED**

NILA/CS/2017/288
Date: September 29, 2017

To,
The Department of Corporate Services
Bombay Stock Exchange Limited
Phiroze Jeejeebhoy Towers
Dalal Street Fort
MUMBAI - 400 001

Scrip Code: 530377

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 Symbol: NILAINFRA

Dear Sir,

Sub: Proceeding and declaration of Result of 27th Annual General Meeting

Ref: Regulation 30 and 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

The 27th Annual General Meeting of the Company was held on September 29, 2017 at 10: 00 AM at Sambhaav House, Opp. Chief Justice's Bungalow, Bodakdev, Ahmedabad- 380015 to transact the business as set out in the Notice of the said meeting dated May 26, 2017.

In this regard, please find enclosed the following:

- (1) Summary of the proceedings of the AGM of the Company as required under Regulation 30 of the Securities Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015- **Annexure I**
- (2) Voting Results of the business transacted at the AGM in terms of the Regulation 44(3) of the Securities Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015- **Annexure II**
- (3) Report of Scrutinizer dated September 29, 2017, pursuant to Section 108 of the Companies Act, 2013.

The Voting results along with the Scrutinizer's Report dated September 29, 2017 is made available on the Company's Website at www.nilainfra.com

Kindly take the same on your 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
Bodakdev, Ahmedabad 380015
Tel.: +91 79 4003 6817 / 18, 2687 0258
Fax: +91 79 3012 6371



**NILA
INFRASTRUCTURES
LIMITED**

Annexure- I

Summary of Proceedings of the 27th Annual General Meeting

The 27th Annual General Meeting (AGM) of the Members of Nila Infrastructures Limited was convened at 10.00 a.m. on Friday, September 29, 2017 at Sambhaav House, Opp. Chief Justice's Bungalow, Bodakdev, Ahmedabad – 380 015 and concluded at 10:25 a.m.

Mr. Manoj B Vadodaria, Chairman & Managing Director of the Company, chaired the Meeting at 10.00 a.m. Upon ensuring requisite quorum, the Chairman declared the meeting in order. Total 65 Members were present in person or through proxy at the Meeting including 3 members of promoter and promoter group.

It was thereafter announced that all the members of the Board of Directors were present except Mr. Hiren G Pandit, Mr. Ashok R Bhandari, Mr Dilip D. Patel and Mr. H P Jamdar who have conveyed their inability to attend the meeting.

Having introduced the members on the dias, it was declared that required statutory registers, records and annual financial accounts of the subsidiary, associates and joint ventures of the Company were kept open for inspection during the course of the meeting.

Thereafter the notice convening the 27th Annual General Meeting, Director's Report, report of the Statutory Auditor and Secretarial Auditor were read. Brief explanations of each agenda item(s) were given to the members.

It was thereafter announced that the e-voting facility was provided to the members in terms of provisions of Section 108 of the Companies Act, 2013 along with rules 20 of the Companies (Management and Administration) Rules, 2014 and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. It was further announced that the services of Central Depository Services Limited (CDSL) was availed to provide e-Voting facility during the period September 26, 2017 (9:00 am) to September 28, 2017 (5:00 pm) and Mr. Umesh Ved of M/s Umesh Ved & Associates, Practicing Company Secretary has acted as the Scrutinizer for conducting the remote e-Voting process in a fair and transparent manner.

It was thereafter declared that the members who have not casted their votes through remote e-voting, may exercise their vote during the poll process arranged by the Company at the AGM venue and voting through poll in presence of the Scrutinizer, Mr. Umesh Ved of M/s Umesh Ved & Associates, Practicing Company Secretary was conducted.

Thereafter the members were given opportunity to ask questions or seek clarifications on the agenda items, operations of the Company and satisfactory replies were given thereto by the Chairman.

On successful completion of the Poll, the Chairman announced the meeting as concluded with the permission of the members.



Registered Office:

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



**NILA
INFRASTRUCTURES
LIMITED**

The items of business transacted at the meeting as set out in the Notice of the 27th AGM dated May 26, 2017 mentioned herein below:

Ordinary Business

1. To consider and adopt annual audited financial statements for the year 2016-17 along with Directors' Report and Auditor's Report.
2. Reappointment of Mr. Dilip D. Patel who retires by rotation.
3. Declaration of dividend @ Re. 0.11 per share.
4. Appointment of M/s. B S R & Associates LLP, Chartered Accountants as Statutory Auditor.

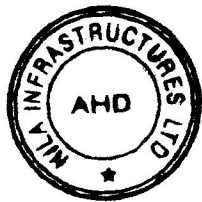
Special Business

5. To appoint Mr. Ashok R Bhandari as an Independent Director
6. To ratify the remuneration of Cost Auditor of the Company M/s Dalwadi & Associates.
7. To reappoint Mr. Manoj B Vadodaria as Chairman & Managing Director
8. Approval and Ratification of Related Party Transactions

All the resolutions as per the agenda of the 27th AGM were passed by the Members by the requisite majority through remote e-voting and postal ballot at the AGM venue.

Thanking You,
Yours Faithfully,
For Nila Infrastructures Ltd


Dipen Y Parikh
Company Secretary



Registered Office:

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



**NILA
INFRASTRUCTURES
LIMITED**

Annexure II

The details of the Voting result announced at the AGM are as under.

Particulars	Details of AGM
Date of the AGM	September 29, 2017*
Total number of shareholders on record date	20397
No. of shareholders present in the meeting either in person or through proxy: 1. Promoters and Promoter Group 2. Public:	3 62
No. of shareholders attended the meeting through video conferencing: 1. Promoter and Promoter Group 2. Public	0

*Cut Off date for the purpose of determining the shareholder eligible for eVoting was September 23, 2017

The Consolidated Result declared on the basis of the Report of the Scrutinizer for Remote e-voting and Postal Ballot Process is as follows:

Sr. No	Particulars	Mode of Voting	Result
1	Adoption of Audited Accounts for the year ended on 31 st March, 2017	Remote e-voting and Poll	Ordinary Resolution passed with requisite majority
2	Appointment of Mr. Dilip D Patel as Director retiring by rotation	Remote e-voting and Poll	Ordinary Resolution passed with requisite majority
3	Declaration of Final Dividend on Equity Shares	Remote e-voting and Poll	Ordinary Resolution passed with requisite majority
4	Appointment of Statutory Auditor M/s B S R & Associates LLP, Chartered Accountants, Ahmedabad	Remote e-voting and Poll	Ordinary Resolution passed with requisite majority
5	To appoint Mr. Ashok R Bhandari as an Independent Director	Remote e-voting and Poll	Special Resolution passed with requisite majority
6	Ratification of remuneration of M/s Dalwadi and Associates, Cost Accountants	Remote e-voting and Poll	Ordinary Resolution passed with requisite majority
7	To reappoint Mr. Manoj B Vadodaria as Chairman & Managing Director	Remote e-voting and Poll	Special Resolution passed with requisite majority
8	Approval and Ratification of Related Party Transactions	Remote e-voting and Poll	Ordinary Resolution passed with requisite majority

Result of the voting in the prescribed format is annexed herewith. Kindly take the same on record and acknowledge the receipt thereof.



Registered Office:

1st floor, Sambhaav House
Opp. Chief Justice's Bungalow
Bodakdev, Ahmedabad 380015
Tel.: +91 79 4003 6817 / 18, 2687 0258
Fax: +91 79 3012 6371

Annexure

Item No. 1: Adoption of Audited Accounts for the year ended on March 31, 2017

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	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		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6) = [(4)/(2)]*100	7=[(5)/(2)]*100					
	E-voting	--	243825187	100.00	243825187	0	100	0					
	Poll	--	0	0	0	--	0	--					
	Postal Ballot	--	0	0	0	0	0	0					
Public Institutions	Total	243825187	243825187	100.00	243825187	0	100.00	0					
	E-voting	--	0	0	0	0	0	0					
	Poll	--	--	--	--	--	--	--					
	Postal Ballot	--	0	0	0	0	0	0					
Public Non Institutions	Total	19000444	0	0	0	0	0	0					
	E-voting	--	13259028	10.11	13258503	525	99.99	0.20					
	Poll	--	251751	0.19	251751	0	100	0					
	Postal Ballot	--	0	0	0	0	0	0					
Total	Total	131063569	13510779	10.3	13510254	525	99.99	0.003					
		393889200	257335966		257335441	525	99.99	0.01					



Annexure

Item No. 2 Appointment of Mr. Dilip D Patel as Director retiring by rotation

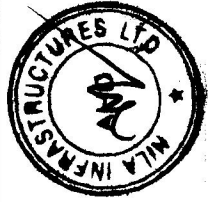
Resolution required : (Ordinary/Special)								Ordinary Resolution		
Whether promoter/promoter group are interested in the agenda/resolution?								NO		
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of votes- in favour (4)	No. of votes- against (5)	% of votes in favour on votes polled [(4)/(2)]*100 (6) =	% of votes against on votes polled 7=[(5)/(2)]*100		
Promoter and Promoter Group	E-voting	--	243825187	100.00	243825187	0	100	0		
	Poll	--	0	0	0	--	0	--		
	Postal Ballot	--	0	0	0	0	0	0		
	Total	243825187	243825187	100.00	243825187	0	100.00	0		
Public Institutions	E-voting	--	0	0	0	0	0	0		
	Poll	--	--	--	--	--	--	--		
	Postal Ballot	--	0	0	0	0	0	0		
	Total	19000444	0	0	0	0	0	0		
Public Non Institutions	E-voting	--	13259028	10.11	13258503	525	99.99	0.20		
	Poll	--	251751	0.19	251751	0	100	0		
	Postal Ballot	--	0	0	0	0	0	0		
	Total	131063569	13510779	10.3	13510254	525	99.99	0.003		
Total		393889200	257335966		257335441	525	99.99	0.01		



Annexure

Item No. 3 Declaration of Final Dividend on Equity Shares

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	No. of votes polled	% of Votes Polled on outstanding shares	No. of votes- in favour	(4)	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
Promoter and Promoter Group	E-voting	--	199869920	81.97	199869920		0	100.00	0
	Poll	--	--	--	--		--	--	--
	Postal Ballot	--	0	0	0		0	0	0
	Total	243825187	199869920	81.97	199869920		0	100.00	0
Public Institutions	E-voting	--	0	0	0		0	0	0
	Poll	--	--	--	--		--	--	--
	Postal Ballot	--	0	0	0		0	0	0
	Total	19000444	0	0	0		0	0	0
Public Non Institutions	E-voting	--	13259028	10.11	13258503		525	99.99	0.003
	Poll	--	251726	0.19	251726		0	100	0
	Postal Ballot	--	0	0	0		0	0	0
	Total	131063569	13510754	10.3	13510229		525	99.99	0.003
Total		393889200	213380674		213380149		525	99.99	0.01



Item No. 4 Appointment of Statutory Auditor M/s B S R & Associates LLP, Chartered Accountants, Ahmedabad

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 [(4)/(2)]*100 (6) =	% of votes against on votes polled 7=[(5)/(2)]*100	
Promoter and Promoter Group	E- voting Poll	--	243825187	100.00	243825187	0	100	0	0
	Postal Ballot	--	0	0	0	--	0	--	--
	Total	243825187	243825187	100.00	243825187	0	100.00	0	0
	E- voting Poll	--	--	--	--	--	--	--	--
Public Institutions	Postal Ballot	--	0	0	0	0	0	0	0
	Total	19000444	0	0	0	0	0	0	0
	E- voting Poll	--	13259028	10.11	13258503	525	99.99	0.20	0.20
	Postal Ballot	--	251751	0.19	251751	0	100	0	0
Public Non Institutions	Total	131063569	13510779	10.3	13510254	525	99.99	0.003	0.003
	E- voting Poll	--	0	0	0	0	0	0	0
	Postal Ballot	--	0	0	0	0	0	0	0
	Total	393889200	257335966		257335441	525	99.99	0.01	0.01



Annexure

Item No. 5 To appoint Mr. Ashok R. Bhandari, as an Independent Director

Resolution required : (Ordinary/Special)							Special Resolution		
Whether promoter/promoter group are interested in the agenda/resolution?							NO		
Category	Mode of Voting	No. of shares held	No. of votes polled	% 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	--	243825187	100.00	243825187	0	100.00	0	0
	Poll	--	--	--	--	--	--	--	--
	Postal Ballot	--	0	0	0	0	0	0	0
	Total	243825187	243825187	100.00	243825187	0	100.00	0	0
Public Institutions	E-voting	--	0	0	0	0	0	0	0
	Poll	--	--	--	--	--	--	--	--
	Postal Ballot	--	0	0	0	0	0	0	0
	Total	19000444	0	0	0	0	0	0	0
Public Non Institutions	E-voting	--	13259028	10.11	13258503	525	99.99	0.003	
	Poll	--	251726	0.19	251726	0	100	0	
	Postal Ballot	--	0	0	0	0	0	0	
	Total	131063569	13510754	10.3	13510229	525	99.99	0.003	
Total		393889200	257335941		257335416	525	99.99	0.01	



Annexure

Item No. 6 Ratification of remuneration of M/s Dalwadi and Associates, Cost Accountants

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	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	
Promoter and Promoter Group	E-voting	--	243825187	100.00	243825187	0	100.00	0	0
	Poll	--	--	--	--	--	--	--	--
	Postal Ballot	--	0	0	0	0	0	0	0
	Total	243825187	243825187	100.00	243825187	0	100.00	0	0
Public Institutions	E-voting	--	0	0	0	0	0	0	0
	Poll	--	--	--	--	--	--	--	--
	Postal Ballot	--	0	0	0	0	0	0	0
	Total	19000444	0	0	0	0	0	0	0
Public Non Institutions	E-voting	--	13259028	10.11	13258503	525	99.99	0.003	
	Poll	--	251741	0.19	251741	0	100	0	0
	Postal Ballot	--	0	0	0	0	0	0	0
	Total	131063569	13510769	10.3	13510244	525	99.99	0.003	
Total		393889200	257335956		257335431	525	99.99	0.01	



Annexure

Item No. 7 : To reappoint Mr. Manoj B. Vadodaria as Chairman and Managing 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 favour	No. of votes- against	% of votes in favour on votes polled	% of votes against on votes polled				
Promoter and Promoter Group	E-voting	(1) --	(2) 00	(3)=[(2)/(1)]*100 00	(4) 00	(5) 0	(6) = [(4)/(2)]*100 00	7=[(5)/(2)]*100 0				
	Poll	00	--	--	--	--	--	--				--
	Postal Ballot	--	0	0	0	0	0	0				0
	Total	243825187	00	00	00	0	00	0				0
Public Institutions	E-voting	--	0	0	0	0	0	0				0
	Poll	--	--	--	--	--	--	--				--
	Postal Ballot	--	0	0	0	0	0	0				0
	Total	19000444	0	0	0	0	0	0				0
Public Non Institutions	E-voting	--	13259028	10.11	13258503	525	99.99	0.003				
	Poll	--	251706	0.01	251706	0	100	0				
	Postal Ballot	--	0	0	0	0	0	0				0
	Total	131063569	13510734	10.12	13510209	525	99.99	0.003				
Total		393889200	13510734		13510209	525	99.99	0.01				



Annexure

Item No. 8 : 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	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	(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6) = [(4)/(2)]*100	7=[(5)/(2)]*100	
	Poll	00	--	--	--	--	--	--	--
	Postal Ballot	--	0	0	0	0	0	0	0
	Total	243825187	00	00	00	0	00	00	0
Public Institutions	E-voting	--	0	0	0	0	0	0	0
	Poll	--	--	--	--	--	--	--	--
	Postal Ballot	--	0	0	0	0	0	0	0
	Total	19000444	0	0	0	0	0	0	0
Public Non Institutions	E-voting	--	13259028	10.11	13258453	575	99.99	0.004	
	Poll	--	251681	0.19	251681	0	100	0	
	Postal Ballot	--	0	0	0	0	0	0	
	Total	131063569	13510709	10.3	13510134	575	99.99	0.004	
Total		393889200	13510709		13510134	575	99.99	0.01	

Note: The Promoter and Promoter Group of the Company being interested in Item No 7 & 8 remained abstain from voting.





UMESH VED & ASSOCIATES

Company Secretaries

304, Shoppers Plaza-V, Opp. Municipal Market, C. G. Road, Navrangpura, Ahmedabad - 380 009.

Telefax : (O) +91 79 30024153/ 30070889-90 • Mobile +91 98250 35998

E mail : info@umeshvedcs.com, umeshvedcs.office@airtelmail.in • Website : www.umeshvedcs.com

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: 27th Annual General Meeting (AGM) of Nila Infrastructures Limited held on Friday, the 29th September, 2017 at 10:00 A.M. at "Sambhaav House", Opp. Chief Justice's Bungalow, Bodakdev, Ahmedabad-380015.

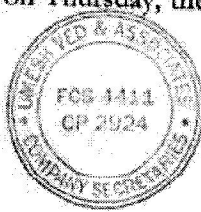
Dear Sir,

I, Umesh Ved, Proprietor 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 27th AGM of the Members of " Nila Infrastructures Limited" (the Company) held on Friday, the 29th September, 2017 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 favour" 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 23rd September, 2017, were entitled to vote on the proposed resolutions as set out in item nos. 1 to 8 in the Notice of the 27th AGM of Nila Infrastructures Limited.
- ii. The facility provided for Remote E-Voting commenced from 9.00 A.M. on Tuesday, the 26th September, 2017 and ended on 5.00 P.M. on Thursday, the 28th September, 2017. 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, Ms. Madhvi Gajjar and Ms Himani Upadhyay who are not in employment of the company. They have signed below in confirmation of the votes being unblocked in their presence.



Madhvi Gajjar



Himani Upadhyay

- 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:

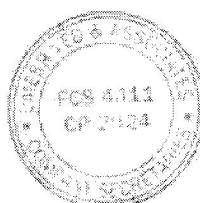
- (1) **ORDINARY RESOLUTION** for Adoption of the Standalone and Consolidated Audited Financial Statement for the Financial Year ended on 31st March, 2017 together with the Reports of the Board of Directors and Auditors thereon.

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	33	257083690	99.999%
Poll	31	251751	100.00%
Total	64	257335441	99.999%

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	2	525	0.001%
Poll	0	0	0.000%
Total	2	525	0.001%



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

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	33	257083690	99.999%
Poll	31	251751	100.00%
Total	64	257335441	99.999%

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	2	525	0.001%
Poll	0	0	0.000%
Total	2	525	0.001%

- (3) **ORDINARY RESOLUTION** for Declaration of dividend on equity shares for the Financial year ended on March 31, 2017.

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	32	213128423	99.999%
Poll	30	251726	100.00%
Total	62	213380149	99.999%

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	2	525	0.001%
Poll	0	0	0.000%
Total	2	525	0.001%



Continuation Sheet

Umesh Ved & Associates

(4) **ORDINARY RESOLUTION** for Appointment of M/s B S R & Associates LLP, Chartered Accountants as Statutory Auditors of the Company.

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	33	257083690	99.999%
Poll	31	251751	100.00%
Total	64	257335441	99.999%

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	2	525	0.001%
Poll	0	0	0.000%
Total	2	525	0.001%

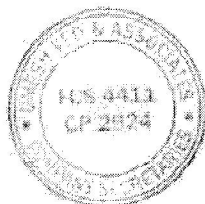
(5) **SPECIAL RESOLUTION** for Appointment Mr. Ashok R. Bhandari (DIN: 01802390), as an Independent Director.

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	33	257083690	99.999%
Poll	30	251726	100%
Total	63	257335416	99.999%

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	2	525	0.001%
Poll	0	0	0.000%
Total	2	525	0.001%



- (6) **ORDINARY RESOLUTION** for Ratification of remuneration of M/s. Dalwadi & Associates, Cost Accountants of the Company.

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	33	257083690	99.999%
Poll	30	251741	100.00%
Total	63	257335431	99.999%

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	2	525	0.001%
Poll	0	0	0.000%
Total	2	525	0.001%

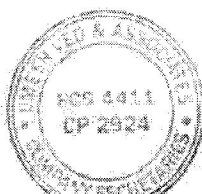
- (7) **SPECIAL RESOLUTION** for Re-appointment of Mr. Manoj B. Vadodaria as Chairman and Managing Director.

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	22	13258503	99.996%
Poll	29	251706	100.00%
Total	51	13510209	99.996%

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	2	525	0.004 %
Poll	0	0	0.000%
Total	2	525	0.004%



(8) **ORDINARY RESOLUTION** for Approval and Ratification of Related Party Transactions.

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	21	13258453	99.995%
Poll	28	251681	100.00%
Total	49	13510134	99.995%

Voted against of the Resolution

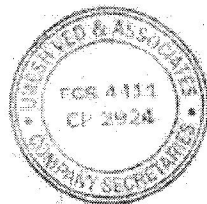
Type of Voting	Number of members present and voting (in person or by proxy)	Number of Votes Cast by them	% of total number of Valid votes cast
E voting	3	575	0.005%
Poll	0	0	0.000%
Total	3	575	0.005%

- vi. 3 polling papers were found Invalid and 1 Polling paper found abstained from voting for Resolution No. 3, 5 and 8, 1 Polling paper found abstained from voting for Resolution 6 to 8 and 1 another polling paper found abstained from voting Resolution 7 and 8.
- vii. All the resolutions mentioned in the AGM Notice as per details above accordingly stand passed with requisite majority.
- viii. 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
 Umesh Ved
 FCS No: 4411
 CP No: 2924



Date: 29.09.2017

Place: Ahmedabad