

Date: 01st October, 2014



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|---|---|
| Listing Department, BSE Limited, Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai-400001. | National Stock Exchange of India Ltd. 5th Floor, Exchange Plaza, Bandra (E), Mumbai-400051 |
|---|---|

Dear Sir,

Subject: Result of Postal Ballot

This is to inform you that result of postal ballot dated: 14th August, 2014 (the dispatch of which was completed on 27th August, 2014) has been declared 29th September, 2014.

The members of the Company, by way of postal ballot, have passed the following special resolutions pursuant to Section 110 of the Companies Act, 2013:

1. To approve, ratify and confirm the corporate debt restructuring scheme in relation to the Company's Debts.
2. To Issue of Equity Shares on Preferential Basis on Conversion of whole or part of the Restructured Facilities
3. Authorising the Board of Directors of the Company to Borrow in terms of the provisions of Companies Act, 2013
4. Authorising the Board of Directors of the Company to sale/lease/creation of mortgage, charge etc. under Section 180 (1)(a) of the Companies Act, 2013.
5. Authorising the Board of Directors of the Company to make/ give/provide investments/loans/ guarantees/security to subsidiary (ies)/joint venture(s) / associate company(ies)/body corporate(s).
6. Issue of Equity Shares on Preferential Basis to Promoters & Associates

The Details of Voting Results pursuant to Clause-35A of the Listing Agreement is enclosed.

Kindly take this on record and oblige.

Thanking you,

Yours faithfully,

For ERA INFRA ENGINEERING LTD.


(Kapil Kumar)
Company Secretary



Encl: a/a

Era Infra Engineering Limited

An ISO 9001, 14001 & OHSAS 18001 Certified Company

Head Office: C-56/41, Sector-62 Noida-201 303 INDIA,
Ph: +91 (120) 4145000, Fax: +91 (120) 4145030
Regd. Office: 1107, Indraprakash Building, 21, Barakhamba Road, New Delhi - 110001, INDIA
CIN: L74899DL1990PLC041350, E-mail: eiel@eragroup.in
www.eragroup.co.in

Details of Voting pursuant to Clause-35A of the Listing Agreement

| | |
|--|--|
| Date of declaration of results of Postal Ballot | 29/09/2014 |
| Total number of shareholders as on 15 th August, 2014 (Cut off date for reckoning the voting rights of the Shareholders) | 18,181 |
| Details of the Agenda | 1. To approve, ratify and confirm the corporate debt restructuring scheme in relation to the Company's Debts. |
| | 2. To Issue of Equity Shares on Preferential Basis on Conversion of whole or part of the Restructured Facilities |
| | 3. Authorising the Board of Directors of the Company to Borrow in terms of the provisions of Companies Act, 2013 |
| | 4. Authorising the Board of Directors of the Company to sale/lease/creation of mortgage, charge etc. under Section 180 (1)(a) of the Companies Act, 2013. |
| | 5. Authorising the Board of Directors of the Company to make/ give/provide investments/loans/ guarantees/security to subsidiary (ies)/joint venture(s) / associate company(ies)/body corporate(s). |
| | 6. Issue of Equity Shares on Preferential Basis to Promoters & Associates |
| Resolution required | Special Resolutions |
| Mode of Voting | Postal Ballot/e-voting |
| Result | Carried with requisite majority |

1. To approve, ratify and confirm the corporate debt restructuring scheme in relation to the Company's Debts.

Details of Voting are as under:

Total Postal Ballots exercised (including evoting) =61

| Promoter/Public | 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 | 104,196,181 | 6,90,60,007 | 66.28 | 6,90,60,007 | 0 | 100.00 | - |
| Public Institutional Holders | 14,737,907 | 0 | - | 0 | - | - | - |
| Public Others | 62,893,552 | 90,028 | 0.14 | 88,633 | 1,395 | 98.45 | 1.55 |
| TOTAL | 18,18,27,640 | 6,91,50,035 | 38.03 | 6,91,48,640 | 1,395 | 99.998 | 0.002 |



2. To Issue of Equity Shares on Preferential Basis on Conversion of whole or part of the Restructured Facilities

Details of Voting are as under:

Total Postal Ballots exercised (including evoting) =61

| Promoter/Public | 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 | 104,196,181 | 6,90,60,007 | 66.28 | 6,90,60,007 | 0 | 100.00 | - |
| Public Institutional Holders | 14,737,907 | 0 | - | 0 | - | - | - |
| Public Others | 62,893,552 | 90,028 | 0.14 | 88,353 | 1,675 | 98.14 | 1.86 |
| TOTAL | 18,18,27,640 | 6,91,50,035 | 38.03 | 6,91,48,360 | 1,675 | 99.998 | 0.002 |

3. Authorising the Board of Directors of the Company to Borrow in terms of the provisions of Companies Act, 2013

Details of Voting are as under:

Total Postal Ballots exercised (including evoting) =61

| Promoter/Public | 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 | 104,196,181 | 6,90,60,007 | 66.28 | 6,90,60,007 | 0 | 100.00 | - |
| Public Institutional Holders | 14,737,907 | 0 | - | 0 | - | - | - |
| Public Others | 62,893,552 | 90,028 | 0.14 | 88,448 | 1580 | 98.24 | 1.76 |
| TOTAL | 18,18,27,640 | 6,91,50,035 | 38.03 | 6,91,48,455 | 1580 | 99.998 | 0.002 |

4. Authorising the Board of Directors of the Company to sale/ lease/creation of mortgage, charge etc. under Section 180 (1)(a) of the Companies Act, 2013.

Details of Voting are as under:

Total Postal Ballots exercised (including evoting) =61

| Promoter/Public | 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 | 104,196,181 | 6,90,60,007 | 66.28 | 6,90,60,007 | 0 | 100.00 | - |
| Public Institutional Holders | 14,737,907 | 0 | - | 0 | - | - | - |
| Public Others | 62,893,552 | 90,028 | 0.14 | 86,472 | 3,556 | 96.05 | 3.95 |
| TOTAL | 18,18,27,640 | 6,91,50,035 | 38.03 | 6,91,46,479 | 3,556 | 99.995 | 0.005 |

5. Authorising the Board of Directors of the Company to make/ give/provide investments/loans/ guarantees/security to subsidiary (ies)/joint venture(s) / associate company(ies)/body corporate(s).



Details of Voting are as under:

Total Postal Ballots exercised (including evoting) =61

| Promoter/Public | 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 | 104,196,181 | 6,90,60,007 | 66.28 | 6,90,60,007 | 0 | 100.00 | - |
| Public Institutional Holders | 14,737,907 | 0 | - | 0 | - | - | - |
| Public Others | 62,893,552 | 90,028 | 0.14 | 87,578 | 2,450 | 97.28 | 2.72 |
| TOTAL | 18,18,27,640 | 6,91,50,035 | 38.03 | 6,91,47,585 | 2,450 | 99.997 | 0.003 |

6. Issue of Equity Shares on Preferential Basis to Promoters & Associates Details of Voting are as under:

Total Postal Ballots exercised (including evoting) =61

| Promoter/Public | 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 | 104,196,181 | 6,90,60,007 | 66.28 | 6,90,60,007 | 0 | 100.00 | - |
| Public Institutional Holders | 14,737,907 | 0 | - | 0 | 0 | - | - |
| Public Others | 62,893,552 | 90,028 | 0.14 | 87,168 | 2,860 | 96.82 | 3.18 |
| TOTAL | 18,18,27,640 | 6,91,50,035 | 38.03 | 6,91,47,175 | 2,860 | 99.996 | 0.004 |

The votes cast in favour of Resolutions set out in the Notice of Postal Ballot dated: 14th August, 2014 were about 99.99% and consequently the Special Resolutions as mentioned in the notice of the postal ballot dated: 14th August, 2014 have been passed with requisite majority.

The above results were announced by the Chairman of the Company on Monday, 29th September, 2014 at the registered office of the Company.

Kindly take the information on records.

Thanking you

Yours truly,

For ERA INFRA ENGINEERING LTD.


 (Kapil Kumar)
 Company Secretary





SCRUTINIZER'S REPORT

To,

Mr. H. S. Bharana
Chairman

ERA INFRA ENGINEERING LIMITED,
1107, Indraprakash Building,
21, Barakhamba Road, New Delhi-110001

SUB: REPORT ON THE POSTAL BALLOT PROCESS

Dear Sir,

1. I have been appointed as scrutinizer vide letter dated 14th August, 2014 for conducting the postal Ballot process in connection with above referred matter.
2. I hereby submit my report as under:
 - 2.1 The Company has completed the dispatch of Notice of Postal Ballot dated 14th August, 2014 along with the Postal ballot forms or self-addressed stamped envelopes on 27th August, 2014 to the Members, whose names appeared on the Register of Members/List of beneficiaries as on 15th August, 2014.
 - 2.2 Particulars of all the Postal Ballot Forms received from shareholders and the votes cast by the electronic mode have been entered in a register separately maintained for the purpose, in electronic mode.
 - 2.3 The Sealed Postal Ballot Forms received from the shareholders were kept under safe custody of the company.
 - 2.4 All Postal Ballot Forms, received up to the close of working hours (5.30 P.M.) on 27th September, 2014, the last date and time fixed by the Company for receipt of the forms were considered for my scrutiny.
 - 2.5 Envelopes containing Postal Ballot Forms received after (5.30 P.M.) on 27th September, 2014 were not considered for my scrutiny. These envelopes were not opened.
 - 2.6 The postal ballot forms were duly opened in my presence and Scrutinized and the shareholding was matched/ confirmed with the Register of Members of the Company /List of beneficiaries as on 15th August, 2014.
 - 2.7 I have not found any defaced/mutilated Postal Ballot Form.



2.8 I have also scrutinize the complete record of votes cast by electronic mode through Central Depository Services (India) Limited (CDSL), the agency for providing and supervising electronic platform which began on Thursday, 28th August, 2014 at 9.30 a.m. and closed on Saturday, 27th September, 2014 at 5.30 p.m.

3. The summary of postal ballot forms received is given below:

3.1 Details of Postal Ballot Form received:

| Particulars | Numbers of Forms | No. of Equity Shares of the Nominal value Rs.10/- each(votes) |
|--|------------------|---|
| Total Number of postal ballot forms received | 19 | 6,542 |
| Less : Total number of invalid postal ballot forms | NIL | NIL |
| Total number of valid postal ballot forms | 19 | 6,542 |

3.2 Details of Voting by Electronic Mode, as received from Agency is as follows:

| Particulars | Number of Members who cast Electronically | No. of Equity Shares of the Nominal value of Rs.10/- each (Votes) |
|---|---|---|
| Total Votes received by electronic mode | 42 | 6,91,43,493 |
| Less: *Total number of invalid votes | NIL | NIL |
| Total number of valid votes by electronic mode | 42 | 6,91,43,493 |

* Shareholder has voted by Physical Ballot Form and e-voting both, then voting done through valid e-voting has been considered and Physical Postal Ballot Form has been treated as 'Invalid'.



3.3 Details of Voting :

| Particulars | Aggregate of Physical Ballot Forms and Electronic voting | No. of Equity Shares having face value of Rs.2/- each (Votes) | % of Valid Votes Received |
|---|--|---|---------------------------|
| Total Valid postal ballot/ votes received | 61 | 6,91,50,035 | 100 |
| Assented to resolution No.1 | 55 | 6,91,48,640 | 99.998 |
| Dissented to resolution No.1 | 6 | 1,395 | 0.002 |
| Assented to resolution No.2 | 53 | 6,91,48,360 | 99.998 |
| Dissented to resolution No.2 | 8 | 1,675 | 0.002 |
| Assented to resolution No.3 | 54 | 6,91,48,455 | 99.998 |
| Dissented to resolution No.3 | 7 | 1,580 | 0.002 |
| Assented to resolution No.4 | 54 | 6,91,46,479 | 99.995 |
| Dissented to resolution No.4 | 7 | 3,556 | 0.005 |
| Assented to resolution No.5 | 50 | 6,91,47,585 | 99.997 |
| Dissented to resolution No.5 | 11 | 2,450 | 0.003 |
| Assented to resolution No.6 | 49 | 6,91,47,175 | 99.996 |
| Dissented to resolution No.6 | 12 | 2,860 | 0.004 |

4. You may accordingly declare the result of the voting by Postal Ballot.

For POOJA ANAND & ASSOCIATES
Company Secretaries


CS POOJA ANAND
M.No. FC57032
CP No.5450

Date: 29th September, 2014
Place: New Delhi