

Date: 16<sup>th</sup> October, 2014

Listing Department,  
BSE Limited,  
Phiroze Jeejeebhoy Towers,  
Dalal Street,  
Mumbai-400001.

Dear Sir,

**Subject: Revised Result on Postal Ballot Voting Result in respect of the Postal Ballot Notice dated: 14/08/2014 pursuant to Clause 35A of the Listing Agreement**

With reference to the above cited subject and above referred letter we would like to inform you that the e-voting casted on the resolution by the Custodians on behalf of financial institutions which were casted on all the resolutions a set out in the item no 1 to 6 of the Postal Ballot notice dated: 14/08/2014 were not taken into account due to technical problem in the software generation of Results. In this regard we hereby enclosed the revised clause 35A of the Listing Agreement with combined Scrutinizer's Report.

We request you to kindly take this on record and we regret for the inconvenience caused in this regard.

Thanking you,

Yours faithfully,

**For ERA INFRA ENGINEERING LTD.**



**(Kapil Kumar)**  
**Company Secretary**

**Encl: a/a**

Cc:

**National Stock Exchange India Ltd.**  
5<sup>th</sup> Floor, Exchange Plaza,  
Bandra (E), Mumbai-400051

**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 <sup>th</sup> August, 2014 (Cut off date for reckoning the voting rights of the Shareholders)	18,181
Details of the Agenda	<ol style="list-style-type: none"> <li>1. To approve, ratify and confirm the corporate debt restructuring scheme in relation to the Company's Debts.</li> <li>2. To Issue of Equity Shares on Preferential Basis on Conversion of whole or part of the Restructured Facilities</li> <li>3. Authorising the Board of Directors of the Company to Borrow in terms of the provisions of Companies Act, 2013</li> <li>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.</li> <li>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).</li> <li>6. Issue of Equity Shares on Preferential Basis to Promoters &amp; Associates</li> </ol>
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) =71

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	69,060,007	56.28	69,060,007	0	100.000	-
Public Institutional Holders	14,737,907	1,900,029	12.89	1,900,029	0	100.00	-
Public Others	62,893,552	90,028	0.14	88,633	1,395	98.450	1.550
<b>TOTAL</b>	<b>18,18,27,640</b>	<b>71,050,064</b>	<b>39.08</b>	<b>71,048,669</b>	<b>1,395</b>	<b>99.998</b>	<b>0.002</b>

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) =71

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	69,060,007	66.28	69,060,007	0	100.000	-
Public Institutional Holders	14,737,907	1,900,029	12.89	1,900,029	0	100.00	-
Public Others	62,893,552	90,028	0.14	88,353	1,675	98.139	1.861
<b>TOTAL</b>	<b>18,18,27,640</b>	<b>71,050,064</b>	<b>39.08</b>	<b>71,048,389</b>	<b>1,675</b>	<b>99.998</b>	<b>0.002</b>

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) =71

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	69,060,007	66.28	69,060,007	0	100.000	-
Public Institutional Holders	14,737,907	1,900,029	12.89	1,896,175	3,854	99.797	0.203
Public Others	62,893,552	90,028	0.14	88,448	1,580	98.245	1.755
<b>TOTAL</b>	<b>18,18,27,640</b>	<b>71,050,064</b>	<b>39.08</b>	<b>71,044,630</b>	<b>5,434</b>	<b>99.992</b>	<b>0.008</b>

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) =71

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	69,060,007	66.28	69,060,007	0	100.000	-
Public Institutional Holders	14,737,907	1,900,029	12.89	1,896,175	3,854	99.797	0.203
Public Others	62,893,552	90,028	0.14	86,472	3,556	96.050	3.950
<b>TOTAL</b>	<b>18,18,27,640</b>	<b>71,050,064</b>	<b>39.08</b>	<b>71,042,654</b>	<b>7,410</b>	<b>99.990</b>	<b>0.010</b>

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) =71

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	69,060,007	66.28	69,060,007	0	100.000	-
Public Institutional Holders	14,737,907	1,900,029	12.89	0	1,900,029	-	100.00

Public Others	62,893,552	90,028	0.14	87,578	2,450	97.279	2.721
<b>TOTAL</b>	<b>18,18,27,640</b>	<b>71,050,064</b>	<b>39.08</b>	<b>6,91,47,585</b>	<b>1,902,479</b>	<b>97.322</b>	<b>2.678</b>

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

Total Postal Ballots exercised (including evoting) =71

Promoter/Public	No. of Shares Held	No. of Votes Polled	% of Votes 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	69,060,007	66.28	69,060,007	0	100.000	-
Public Institutional Holders	14,737,907	1,900,029	12.89	1,896,175	3854	99.800	0.200
Public Others	62,893,552	90,028	0.14	87,168	2,860	96.820	3.180
<b>TOTAL</b>	<b>18,18,27,640</b>	<b>71,050,064</b>	<b>39.08</b>	<b>71,043,350</b>	<b>6,714</b>	<b>99.991</b>	<b>0.009</b>

The Special Resolutions as mentioned in the notice of the postal ballot dated: 14<sup>th</sup> August, 2014 have been passed with requisite majority.

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 14<sup>th</sup> 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 14<sup>th</sup> August, 2014 along with the Postal ballot forms or self-addressed stamped envelopes on 27<sup>th</sup> August, 2014 to the Members, whose names appeared on the Register of Members/List of beneficiaries as on 15<sup>th</sup> 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 27<sup>th</sup> 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 27<sup>th</sup> 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 15<sup>th</sup> 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, 27<sup>th</sup> September, 2014 at 5.30 p.m.

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

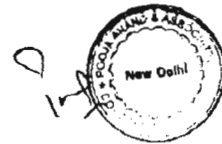
3.1 Details of Postal Ballot Form received:

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
<b>Total number of valid postal ballot forms</b>	<b>19</b>	<b>6,542</b>

3.2 Details of Voting by Electronic Mode (including e-voting by custodian/ corporate) 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	52	7,10,43,522
Less: *Total number of invalid votes	NIL	NIL
<b>Total number of valid votes by electronic mode</b>	<b>52</b>	<b>7,10,43,522</b>

\* 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 (including e-voting by custodian and corporate)	No. of Equity Shares having face value of Rs.2/- each (Votes)	% of Valid Votes Received
Total Valid postal ballot/ votes received	71	7,10,50,064	100
Assented to resolution No.1	65	7,10,48,669	99.998
Dissented to resolution No.1	6	1,395	0.002
Assented to resolution No.2	63	7,10,48,389	99.998
Dissented to resolution No.2	8	1,675	0.002
Assented to resolution No.3	62	7,10,44,630	99.992
Dissented to resolution No.3	9	5,434	0.008
Assented to resolution No.4	62	7,10,42,654	99.990
Dissented to resolution No.4	9	7,410	0.010
Assented to resolution No.5	50	6,91,47,585	97.32
Dissented to resolution No.5	21	19,02,479	2.68
Assented to resolution No.6	57	7,10,43,350	99.990
Dissented to resolution No.6	14	6,714	0.001

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

For POOJA ANAND & ASSOCIATES  
Company Secretaries



CS POOJA ANAND  
M.No. FCS 7032  
C P No.5450

Date: 29th September, 2014

Place: New Delhi