



MARUTI INFRASTRUCTURE LIMITED

802, Surmount, Nr. Iscon Temple, Opp. Reliance Mart, S. G. Highway, Ahmedabad - 380 015.

Phone : 26860740 • E-mail : maruti_infra@yahoo.com

CIN No. : L65910GJ1994PLC023742

Item No.	Details of Agenda	Resolution required (Ordinary/Special)	Mode of Voting [Show of hands / poll / postal ballot / e-voting]	Result
1	Special Resolution under section 180(1)(a) of the Companies Act, 2013 for creation of charges on the movable and Immovable properties of the company, both present and future, In respect of borrowings not exceeding Rs. 100.00 Crores	Special	Postal Ballot (including e-voting)	With requisite majority
2	Special Resolution under section 186 of the Companies Act, 2013 for power to make investment(s), loan(s), give guarantee(s) and provide any security(ies) not exceeding Rs. 20.00 Crores	Special	Postal Ballot (including e-voting)	With requisite majority
3	Special Resolution under section 13 of the Companies Act, 2013 for change in Memorandum of Association of the Company	Special	Postal Ballot (including e-voting)	With requisite majority

Mode of Voting	Postal Ballot (including E-Voting)
Postal Ballot	
Date of Commencement of voting	7-May-15
Date of end of voting	5-Jun-15
E-voting	
Date and time of commencement of voting through electronic means	May 7, 2015 (09.00 a.m.)
Date and time of end of voting through electric means	June 5, 2015 at (05.00 p.m.)
AGENDA-WISE	

Resolution No. 1: Special Resolution under section 180(1)(a) of the Companies Act, 2013 for creation of charges on the movable and immovable properties of the company, both present and future, in respect of borrowings not exceeding Rs. 100.00 Crores
 Business Type: Special Business
 Resolution Type: Special Resolution

Promoter/Public	No. of shares held (1)	No. of votes cast (2)		% of Votes cast on outstanding Shares (3) = [(2)/(1)]*100	No. of Votes in favour (4)	No. of Votes in against (5)	% of Votes in favour on votes cast (6) = [(4)/(2)]*100	% of Votes against on votes cast (7) = [(5)/(2)]*100
		E-Voting (2a)	Postal Ballot (2b)					
Promoter and Promoter Group	6539000	6539000	0	100.00	6539000	0	100.00	0.00
Public - Institutional holders	0	0	0	0.00	0	0	0.00	0.00
Public-Others	5961000	200	243441	4.09	243641	0	100.00	0.00
Total	12500000	6539200	243441	54.26	6782641	0	100.00	0.00

Resolution No. 2: Special Resolution under section 186 of the Companies Act, 2013 for power to make investment(s), loan(s), give guarantee(s) and provide any security(ies) not exceeding Rs. 20.00 Crores
 Business Type: Special Business
 Resolution Type: Special Resolution

Promoter/Public	No. of shares held (1)	No. of votes cast (2)		% of Votes cast on outstanding Shares (3) = [(2)/(1)]*100	No. of Votes in favour (4)	No. of Votes in against (5)	% of Votes in favour on votes cast (6) = [(4)/(2)]*100	% of Votes against on votes cast (7) = [(5)/(2)]*100
		E-Voting (2a)	Postal Ballot (2b)					
Promoter and Promoter Group	6539000	6539000	0	100.00	6539000	0	100.00	0.00
Public - Institutional holders	0	0	0	0.00	0	0	0.00	0.00
Public-Others	5961000	200	243441	4.09	243641	0	100.00	0.00
Total	12500000	6539200	243441	54.26	6782641	0	100.00	0.00

Resolution No. 3 Special Resolution under section 13 of the Companies Act, 2013 for change in Memorandum of Association of the Company									
Business Type: Special Business									
Resolution Type: Special Resolution									
Promoter/Public	No. of shares held (1)	No. of votes cast (2)			% of Votes cast on outstanding Shares (3) = [(2)/(1)]*100	No. of Votes in favour (4)	No. of Votes in against (5)	% of Votes in favour on votes cast (6) = [(4)/(2)]*100	% of Votes against on votes cast (7) = [(5)/(2)]*100
		E-Voting (2a)	Postal Ballot (2b)	Total (2a + 2b)					
Promoter and Promoter Group	6539000	6539000	0	6539000	100.00	6539000	0	100.00	0.00
Public - Institutional holders	0	0	0	0	0.00	0	0	0.00	0.00
Public-Others	5961000	200	243441	243641	4.09	243641	0	100.00	0.00
Total	12500000	6539200	243441	6782641	54.26	6782641	0	100.00	0.00

Jignesh A. Maniar & Associates

COMPANY SECRETARIES

93, Surdhara Bungalows, Opp. Sarathi-III, Drive-in Road, Ahmedabad - 380 054
Cell. :98791 04118 E-mail : jignesh@gujoil.com

SCRUTINIZER'S REPORT

Date: 8th June, 2015

The Chairman,
Maruti Infrastructure Limited,
CIN: L65910GJ1994PLC023742
802, Surmount Building,
Opp. Iscon Mega Mall,
S. G. Highway, Ahmedabad,
Gujarat-380015, INDIA

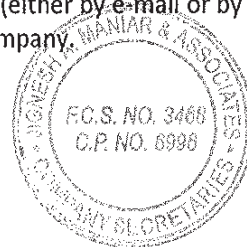
SUB: REPORT ON E-VOTING AND POSTAL BALLOT

Dear Sir,

I, Jignesh A. Maniar, Practicing Company Secretary (FCS: 3468, CP No.: 6996), proprietor of M/s. Jignesh A. Maniar & Associates, Company Secretaries, having address at 93, Surdhara Bungalows, Opp Sarthi – III, Drive-In-Road, Ahmedabad – 380054, was appointed as the Scrutinizer by the Board of Directors of Maruti Infrastructure Limited (“the Company”) at their meeting held on April 28, 2015 under Section 110 and 108 of the Companies Act, 2013 read with Rule 22 and 20 of the Companies (Management and Administration) Rules, 2014, for conducting the Postal Ballot (including e-voting) proceedings in a fair and transparent manner, in respect of the resolutions as set out in the notice dated April 28, 2015 issued by the Company to its members.

In this context, I hereby submit my report as under:

1. Pursuant to Section 108 of the Companies Act, 2013 (the “Act”) read with the Companies (Management and Administration) Rules, 2014 and in compliance with the Clause 35B of the Listing Agreement, the Company has provided e-voting facility to its shareholders with respect to the aforesaid resolutions. Accordingly the Company has made arrangements with the Central Depository Services (India) Limited (“CDSL”) for providing a platform to the shareholders, for casting their votes by electronic means.
2. The dispatch of Postal Ballot Notice was made to the shareholders whose names appeared in the Register of members as on May 1, 2015 (cut-off date) and completed on May 6, 2015. Important instructions to be followed by the shareholders to cast their votes electronically has been duly mentioned in the Postal Ballot Notice dated April 28, 2015 and in the Postal Ballot Form (providing Electronic Voting Sequence Number (EVSN), USER ID and Password), as sent to the shareholders.
3. Publication of advertisement on May 7, 2015 in the Financial Express (in English and Gujarati Newspaper), in compliance with the Rule 20(3) of Companies (Management and Administration) Rules, 2013, was duly compiled by the Company, informing about the completion of dispatch of Postal Ballot Notice along with explanatory statements (either by e-mail or by courier/registered post, as the case may be) to the shareholders of the Company.



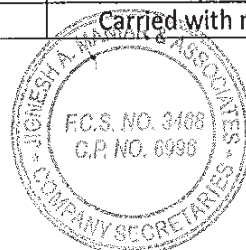
Jignesh A. Maniar & Associates

COMPANY SECRETARIES

93, Surdhara Bungalows, Opp. Sarathi-III, Drive-in Road, Ahmedabad - 380 054.
Cell. :98791 04118 E-mail : jignesh@gujoil.com

4. The Postal Ballot Forms received at the companies address in the name of the Scrutinizer were kept under safe custody in sealed and tamper proof ballot box. All envelopes received were serially numbered and dated before being put into the sealed ballot box. Thereafter, after the close of working hours on June 5, 2015, the sealed ballot box was opened and then taken up for scrutiny and then forwarded to Link Intime India Private Limited, Registrar and Transfer Agent of the Company. During the course of scrutiny of postal ballot forms I have not come across any mutilated Postal Ballot Form.
5. I further report that I have received the Postal Ballot Forms during the period commencing from May 7, 2015 and ending on June 5, 2015 along with the votes casted electronically up till June 5, 2015 up to 05:00 pm., being last date fixed by the Company for receipt of forms/ votes, and all the forms and votes received up to the said date and time were considered for my scrutiny.
6. After the last day fixed for receiving the Postal Ballot Forms, Thirteen (13) Postal Ballot Forms were received and the same were not considered for my scrutiny.
7. Reports of electronic voting for each resolution have been generated from the e-voting website of CDSL (Central Depository Services (India) Ltd.) by unblocking the data after 05.00 p.m. on June 5, 2015 in presence of two witnesses.
8. On scrutiny, I report that out of One Thousand Five Hundred and Thirty Nine (1539) shareholders, Nine (9) Shareholders have exercised their vote through e-Voting and Four (4) Shareholders have exercised their votes through Postal Ballot Forms, as received. The details of votes casted are as under:

RESOLUTION NO. 1: SPECIAL RESOLUTION:			
Creation of charges on the movable and immovable properties of the company, both present and future, in respect of borrowings not exceeding Rs. 100.00 Crores			
Particulars	Aggregate of physical ballot forms and electronic voting	Number of votes cast	% of valid votes
Total number of Postal ballot forms received	4	244341	-
Less : Total number of invalid postal ballot forms	1	900	-
(A) Total number of valid postal ballot forms	3	243441	-
Total votes received by electronic mode	9	6539200	-
Less : Total number of invalid Votes	0	0	-
(B) Total number of valid electronic votes	9	6539200	-
<u>(A + B) Total valid postal ballot / Votes received</u>	12	6782641	100.00
Assented to resolution	12	6782641	100.00
Dissented to resolution	0	0	0.00
Result	Carried with requisite majority		



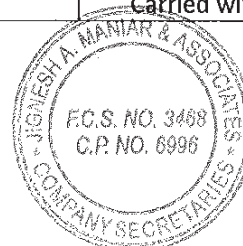
Jignesh A. Maniar & Associates

COMPANY SECRETARIES

93, Surdhara Bungalows, Opp. Sarathi-III, Drive-in Road, Ahmedabad - 380 054.
Cell. :98791 04118 E-mail : jignesh@gujoil.com

RESOLUTION NO. 2: SPECIAL RESOLUTION:			
Power to make investment(s), loan(s), give guarantee(s) and provide any security(ies) not exceeding Rs. 20.00 Crores			
Particulars	Aggregate of physical ballot forms and electronic voting	Number of votes cast	% of valid votes
Total number of Postal ballot forms received	4	244341	-
Less : Total number of invalid postal ballot forms	1	900	-
(A) Total number of valid postal ballot forms	3	243441	-
Total votes received by electronic mode	9	6539200	-
Less : Total number of invalid Votes	0	0	-
(B) Total number of valid electronic votes	9	6539200	-
<u>(A + B) Total valid postal ballot / Votes received</u>	12	6782641	100.00
Assented to resolution	12	6782641	100.00
Dissented to resolution	0	0	0.00
Result	Carried with requisite majority		

RESOLUTION NO. 3: SPECIAL RESOLUTION:			
Change in Memorandum of Association of the Company			
Particulars	Aggregate of physical ballot forms and electronic voting	Number of votes cast	% of valid votes
Total number of Postal ballot forms received	4	244341	-
Less : Total number of invalid postal ballot forms	1	900	-
(A) Total number of valid postal ballot forms	3	243441	-
Total votes received by electronic mode	9	6539200	-
Less : Total number of invalid Votes	0	0	-
(B) Total number of valid electronic votes	9	6539200	-
<u>(A + B) Total valid postal ballot / Votes received</u>	12	6782641	100.00
Assented to resolution	12	6782641	100.00
Dissented to resolution	0	0	0.00
Result	Carried with requisite majority		



Jignesh A. Maniar & Associates

COMPANY SECRETARIES

93, Surdhara Bungalows, Opp. Sarathi-III, Drive-in Road, Ahmedabad - 380 054.
Cell. :98791 04118 E-mail : jignesh@gujoil.com

The Register giving full particulars of all Postal Ballot Forms received / votes cast by electronic means is enclosed for your perusal and record.

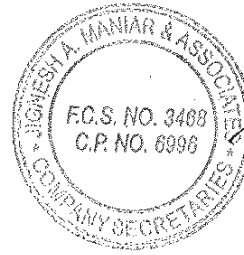
The Postal Ballot Forms and all other related papers are kept under my safe custody. I shall return them in due course by a separate letter for safe preservation till the resolution is given effect to.

The Company may accordingly declare the result of voting by Postal Ballot and E-voting, in respect of the resolutions mentioned in the notice dated April 28, 2015 issued under Section 110 of the Companies Act, 2013 and rules made there under.

Date: June 8, 2015

Place: Ahmedabad

Encl.: As above.



Yours Faithfully,

A handwritten signature in black ink, appearing to read "Jignesh A. Maniar".

Jignesh A. Maniar

CP. No. : 6996

FCS. No.: 3468