

Elder PROJECTS LIMITED

"Elder House" Plot No. C-9, Dalia Industrial Estate, Off Veera Desai Road,
Andheri (W), Mumbai - 400 053. Tel.: 022-2673 0058 to 67 Fax. : 2673 0051
E-mail : elder@vsnl.com



CINL74140MH2005PLC151865

ANNEXURE - "A"

VOTING RESULTS OF 29TH ANNUAL GENERAL MEETING (AGM)

(Pursuant to Clause 35A of the Listing Agreement)

| S.No. | Description | Particulars | | |
|-------|---|-----------------------------|----------------------|-------|
| 1. | Date of AGM | 25 th March 2015 | | |
| 2. | Total No. of Shareholders as on Date | 625 | | |
| 3. | No. of Shareholders present in the in the meeting either in person or through proxy | | | |
| | Shareholders | Present in Person | Present though Proxy | Total |
| | Promoter and Promoter Group | 2 | 4 | 6 |
| | Public | 1 | - | 1 |
| | Total | 3 | 4 | 7 |
| 4. | No. of Shareholders attended through Video conferencing : N.A. | | | |



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ANNEXURE - "A"

VOTING RESULTS OF 29TH ANNUAL GENERAL MEETING (AGM)

(Pursuant to Clause 35A of the Listing Agreement)

We give below the Agenda wise voting details of E-voting and Postal Ballot

Resolution No. 1 – Adoption of Balance Sheet as at 30th June 2014, Profit & Loss Account for the year ended on that date together with the reports of Board of Directors and Auditors report.

| Promoter/Public | No. of Shares held | No. of Votes Polled | | Total No. of Shares Polled | % of Vote on Outstanding shares | No. of Votes - favour | No. of Votes - Against | % of Votes In favour On votes Polled | % of Votes against on vote polled |
|------------------------------|--------------------|---------------------|------------------|----------------------------|---------------------------------|-----------------------|------------------------|--------------------------------------|-----------------------------------|
| | | By e-Voting | By show of hands | | | | | | |
| | (1) | (2) | | 3 | (4) = [(2)/(1)] *100 | (5) | (6) | (6) = [(4)/(2)] *100 | (7) = [(5)/(2)] *100 |
| Promoter and Promoter Group | 2312480 | 1798380 | Nil | 1798380 | 77.77 | 1798380 | Nil | 77.77 | Nil |
| Public Institutional Holders | - | - | - | - | - | - | - | - | - |
| Public- Others | 920600 | Nil | 30500 | 30500 | 0.94 | 30500 | Nil | 0.94 | Nil |
| Total | 3233080 | 1798380 | 30500 | 1828880 | 78.71 | 1828880 | Nil | 78.71 | Nil |



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Resolution NO. 2 –Mr. B.L. Gupta who retires by rotation has resigned w.e.f. 12th February 2015 with an intent not to be re-appointed and company resolved not to fill in the vacancy.

| Promoter/P ublic | No. of Shares held | No. of Votes Polled | | Total No. of Shares Polled | % of Vote on Outstan ding shares | No. of Votes - favour | No. of Votes - Against | % of Votes In favour On votes Polled | % of Votes against on vote polled |
|--------------------------------------|--------------------------|---------------------------|------------------------|-------------------------------------|---|--------------------------------|---------------------------------|--|---|
| | | By e- Voting | By show of hands | | | | | | |
| | (1) | (2) | | 3 | (4) = [(2)/(1)] *100 | (5) | (6) | (6) = [(4)/(2)] *100 | (7) = [(5)/(2)]* 100 |
| Promoter and Promoter Group | 2312480 | 1798380 | Nil | 1798380 | 77.77 | 1798380 | Nil | 77.77 | Nil |
| Public Institutional Holders | - | - | - | - | - | - | - | - | - |
| Public- Others | 920600 | Nil | 30500 | 30500 | 0.94 | 30500 | Nil | 0.94 | Nil |
| Total | 3233080 | 1798380 | 30500 | 1828880 | 78.71 | 1828880 | Nil | 78.71 | Nil |



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Resolution NO. 3 – Appointment of M/s. Jayesh Sutaria Associates, as Statutory Auditors of the Company for a term of 3 years commencing from the ensuing Annual General Meeting till conclusion of Annual General Meeting for the year 2016-17

| Promoter/P ublic | No. of Shares held | No. of Votes Polled | | Total No. of Shares Polled | % of Vote on Outstan ding Shares | No. of Votes - favour | No. of Votes - Against | % of Votes In favour On votes Polled | % of Votes against on vote polled |
|--------------------------------------|--------------------------|---------------------------|------------------------|-------------------------------------|---|--------------------------------|---------------------------------|--|---|
| | | By e- Voting | By show of hands | | | | | | |
| | (1) | (2) | | 3 | (4) = [(2)/(1)] *100 | (5) | (6) | (6) = [(4)/(2)] *100 | (7) = [(5)/(2)]* 100 |
| Promoter and Promoter Group | 2312480 | 1798380 | Nil | 1798380 | 77.77 | 1798380 | Nil | 77.77 | Nil |
| Public Institutional Holders | - | - | - | - | - | - | - | - | - |
| Public- Others | 920600 | Nil | 30500 | 30500 | 0.94 | 30500 | Nil | 0.94 | Nil |
| Total | 3233080 | 1798380 | 30500 | 1828880 | 78.71 | 1828880 | Nil | 78.71 | Nil |



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Resolution NO. 4 – To Appoint Mr. Owais Shakir Nuri, as an Additional Director of the Company;

| Promoter/P ublic | No. of Shares held | No. of Votes Polled | | Total No. of Shares Polled | % of Vote on Outstan ding Shares | No. of Votes - favour | No. of Votes - Against | % of Votes In favour On votes Polled | % of Votes against on vote polled |
|--------------------------------------|--------------------------|---------------------------|------------------------|-------------------------------------|---|--------------------------------|---------------------------------|--|---|
| | | By e- Voting | By show of hands | | | | | | |
| | (1) | (2) | | 3 | (4) = [(2)/(1)] *100 | (5) | (6) | (6) = [(4)/(2)] *100 | (7) = [(5)/(2)]* 100 |
| Promoter and Promoter Group | 2312480 | 1798380 | Nil | 1798380 | 77.77 | 1798380 | Nil | 77.77 | Nil |
| Public Institutional Holders | - | - | - | - | - | - | - | - | - |
| Public- Others | 920600 | Nil | 30500 | 30500 | 0.94 | 30500 | Nil | 0.94 | Nil |
| Total | 3233080 | 1798380 | 30500 | 1828880 | 78.71 | 1828880 | Nil | 78.71 | Nil |



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Resolution NO. 5 – Enhancement of Borrowing limit to Rs. 100.00 Crores pursuant to Section 180 (1) [c] of the Companies Act, 2013.

| Promoter/P ublic | No. of Shares held | No. of Votes Polled | | Total No. of Shares Polled | % of Vote on Outstan ding shares | No. of Votes - favour | No. of Votes - Against | % of Votes In favour On votes Polled | % of Votes against on vote polled |
|--------------------------------------|--------------------------|---------------------------|------------------------|-------------------------------------|---|--------------------------------|---------------------------------|--|---|
| | | By e- Voting | By show of hands | | | | | | |
| | (1) | (2) | | 3 | (4) = [(2)/(1)] *100 | (5) | (6) | (6) = [(4)/(2)] *100 | (7) = [(5)/(2)]* 100 |
| Promoter and Promoter Group | 2312480 | 1798380 | Nil | 1798380 | 77.77 | 1798380 | Nil | 77.77 | Nil |
| Public Institutional Holders | - | - | - | - | - | - | - | - | - |
| Public- Others | 920600 | Nil | 30500 | 30500 | 0.94 | 30500 | Nil | 0.94 | Nil |
| Total | 3233080 | 1798380 | 30500 | 1828880 | 78.71 | 1828880 | Nil | 78.71 | Nil |



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Resolution NO. 6 – Athorise Board of Directors of the Company to create charges, mortgage and hypothecation of Company's movable and immovable assets including intangibles, pursuant to the Section 180 (1) (a) and other applicable provisions of of the Companies Act, 1956.

| Promoter/P ublic | No. of Shares held | No. of Votes Polled | | Total No. of Shares Polled | % of Vote on Outstan ding shares | No. of Votes - favour | No. of Votes - Against | % of Votes In favour On votes Polled | % of Votes against on vote polled |
|--------------------------------------|--------------------------|---------------------------|------------------------|-------------------------------------|---|--------------------------------|---------------------------------|--|---|
| | | By e- Voting | By show of hands | | | | | | |
| | (1) | (2) | | 3 | (4) = [(2)/(1)] *100 | (5) | (6) | (6) = [(4)/(2)] *100 | (7) = [(5)/(2)]* 100 |
| Promoter and Promoter Group | 2312480 | 1798380 | Nil | 1798380 | 77.77 | 1798380 | Nil | 77.77 | Nil |
| Public Institutional Holders | - | - | - | - | - | - | - | - | - |
| Public- Others | 920600 | Nil | 30500 | 30500 | 0.94 | 30500 | Nil | 0.94 | Nil |
| Total | 3233080 | 1798380 | 30500 | 1828880 | 78.71 | 1828880 | Nil | 78.71 | Nil |

We have consolidated Postal Ballot and E-voting in respect of resolution nos. 1 to 6 and the results were considered, taking into account of the majority.

For ELDER PROJECTS LTD

DR. ANUJ SAXENA
DIRECTOR



Mumbai
27.03.2015