

GREENEARTH RESOURCES AND PROJECTS LIMITED

Reg off: G-12,C 7 MANGOE LANE, KOLKATA-700001,CIN NO: L67120WB1994PLC063008

To,
The Bombay Stock Exchange Limited
The Department of corporate Services CRD
Phirozo Jeejeebhoy Tower
Dalal Street,Mumbai-400001.

Dear Sir,

Subject: Outcome of Annual General Meeting of Greenearth Resources & Projects Limited as per clause-35A of Listing Agreement .

Ref: Company Securities Code (BSE):- 533016

Date of Annual General Meeting	22nd June,2015
Total No. of share holders as on record date	96405

21ST ANNUAL GENERAL MEETING HELD ON 22ND JUNE, 2015
Declaration of Results of e-voting and poll

As per the provisions of the Companies Act, 2013 as also the Listing Agreement, the Company had provided the facility of e-voting to the Shareholders to enable them to cast their vote electronically on the resolutions proposed in the Notice of the 21st Annual General Meeting (AGM). The e-voting was open from 18th June, 2015 to 20th June,2015.

In line with the provisions of the Companies Act, 2013 and in terms of the clarification issued by MCA, voting by Show of Hands was not permitted at the general meeting where e-voting has been offered to the Shareholders. Therefore, at the 21st AGM, voting was conducted by means of poll.

The Board of Directors had appointed Mr.Rantu Das & Associates,Practicing Company Secretary as the Scrutinizer for e-voting and poll. The Scrutinizer(s) have carried out the scrutiny of all the electronic votes received up to the close of working hours on 20th June, 2015 and poll received till the conclusion of the meeting and submitted their Report on 24th June, 2015.

Given below the is the Resolution wise combined result of E-Voting & Poll & The Consolidated Results as per the Scrutinizers' Report dated 24th June,2015 is as follows:

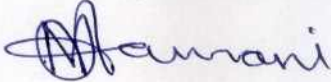


Agenda wise

Particulars % Votes in	No of Votes in favour & %	No of Votes Against & %
Resolution1:Adoption of Annual Accounts and Reports thereon for the financial year ended 31st March,2015	3100 100%	0
Resolution2: To appoint a Director in place of Mr. Sunil Mandloi, who retires by rotation and, being eligible, offers himself for re-appointment	2600 83.87 %	500 16.13 %
Re Resolution3:Appointment of M/S Arup & Associates Auditor of the Company to hold office from the conclusion of the next Annual General Meeting	3100 100%	0
Resolution 4: To appoint of a Lady Director Mrs. Shailbala Sunil Mandloi as Non executive Director of the company	2600 83.87 %	500 16.13 %
Resolution 5 : Appointment of M/s Shraavan A. Gupta & Associates as Secretarial Auditors of the company for the financial Year 2014-15	3100 100%	0

Based on the consolidated Report of the Scrutinizer(s), all Resolutions as set out in the Notice of 21st Annual General Meeting have been duly approved by the Shareholders with requisite majority.

For Greenerth Resources & projects Limited
(formerly known as Austral Coke & projects Limited)



M.M. Damani
Managing Director
Din No. 02825798
Date: 25Th June, 2015





SCRUTINIZER'S REPORT

[Pursuant to section 108 of the Companies Act, 2013 and rule 20(3) (xi) of the Companies (Management and Administration) Rules, 2014]

To
The Chairman
(Of the 21ST Annual General Meeting of the members of)
GREENEARTH RESOURCES & PROJECTS LIMITED
NATURAL NEST, FLAT NO. 6-C, 6TH FLOOR, NEW TOWN,
RAJARHAT, KOLKATA - 700157
WEST BENGAL
(On Monday, 22nd June, 2015.)

E-VOTING AT THE 21ST ANNUAL GENERAL MEETING OF GREENEARTH RESOURCES & PROJECTS LIMITED TO BE HELD ON 22ND JUNE, 2015 AT NANDANAM GARDEN & BANQUET, 138 BAKRA HAT ROAD, NEAR KHALPOLE, KOLKATA-700104 WEST BENGAL.

I, **Rantu Kumar Das**, Proprietor of M/s Rantu Das & Associates, Practicing Company Secretary having C.P.No: 9671, appointed by the Board of Directors of **GREENEARTH RESOURCES & PROJECTS LIMITED**, (the Company) to act as the **SCRUTINIZER** in terms of the provisions of Section 108 of the Companies Act, 2013 read with Rule 20(3) (ix) of the Companies (Management and Administration) Rules, 2014, for the purpose of scrutinizing the electronic voting process and ascertaining the requisite majority in respect of the Resolutions contained in the Notice proposed at the 21ST Annual General Meeting of the Company to be held on Monday, 22nd day of June, 2015.

The management of the company is responsible to ensure the compliances with requirements of The Companies Act, 2013, and the Rules relating to voting through electronic means.

My responsibility as Scrutinizer for e-voting is restricted to prepare a **Scrutinizer's Report** of the votes cast "in favor or against" the resolutions, based on the reports generated from e-voting system provided by the **Central Depository Securities Limited (CDSL)**, the authorized agency engaged by the company to provide e-voting facility. Based on the reports generated from CDSL's e-voting website www.evotingindia.com, the results of e-voting are as under: percentages have been rounded off to two decimals.

I do hereby, submit my **E-VOTING SCRUTINY REPORT** as follows:

1. The E-voting begins on 18th June, 2015 (9.00a.m IST) on Thursday and ends on 20th June, 2015 (6.00p.m IST) on Saturday.
2. The members of the company as on the cutoff / entitlement date 15th June, 2015 were entitled to vote on the resolutions as set out in the notice of the 21ST Annual General Meeting.



3. The votes cast on E-voting were unlocked by me in the presence of two witnesses Ms. Mira Halder and Mr. Saikat Das who are not in the employment of the Company. They have signed below in confirmation of the votes being unlocked in their presence.

The details of E- voting (EVSN REFERENCE NO: 150530004)

A- Ordinary Business :

Item no. 1 – Ordinary Resolution to receive, consider and adopt the Audited Balance Sheet as at March 31, 2015, the Statement of Profit & Loss Account for the year ended on that date and the Reports of the Board of Directors and Auditors of the Company thereon:-

	Number of votes cast	% of total number of votes cast
Voted in favour of the resolution	3100	100%
Voted against the resolution	0	00.00%
Invalid votes	Nil	Nil

Item no. 2 – Ordinary Resolution to appoint a Director in place of Mr. Sunil Mandloi (holding Din-02955705), who retires by Rotation, at the Annual General Meeting and being eligible, offers him for reappointment.

	Number of votes cast	% of total number of votes cast
Voted in favour of the resolution	2600	83.87%
Voted against the resolution	500	16.13%
Invalid votes	Nil	Nil

Item no. 3 – Ordinary Resolution to reappointment of Statutory Auditor of the Company M/S Arup & Associates Chartered Accountants, to hold office from conclusion of this Annual General Meeting until conclusion of the next Annual General Meeting of the company and to fix their Remuneration at a remuneration to be decided by the Board of Directors considering the recommendations of the Audit Committee.

The Resolution which was being resolved was:

To consider and if thought fit to pass with or without modification(s) the following resolution as an Ordinary Resolution:

“RESOLVED that pursuant to the provisions of section 139 and other applicable provisions, if any, of the Companies Act, 2013 and the Rules framed there under, as amended from time to time, M/s Arup & Associates, Chartered Accountants (Firm Registration No. 318034E), be and is hereby re-appointed as Auditors of the Company to hold office from the conclusion of the next Annual General Meeting (AGM) (subject to ratification of their appointment at every AGM), at such remuneration plus service tax, out-of-pocket, travelling and living expenses, etc. as may be mutually agreed between the Board of Directors of the Company and the Auditors.”



	Number of votes cast	% of total number of votes cast
Voted in favour of the Resolution	3100	100%
Voted against the Resolution	0	00.00%
Invalid Votes	Nil	Nil

The Resolution which was being resolved was:

Item no. 4-- Ordinary Resolution for the Appointment a Director, pursuant to Sections 149, 150 and 152 of the Companies Act, 2013 (the 'Act') read with Companies (Appointment and qualification of Directors) Rules, 2014 along with Schedule IV of the Act (including any statutory modification(s) or re-enactment thereof for the time being in force) and Clause 49 of the Listing Agreement Mrs.Saibala Sunil Jawaharlal Mandloi(DIN No:07154978), hereby appointed as an Independent Director of the Company to hold office for Five (5) consecutive years with effect from June 22,2015.

To consider and, if thought fit, to pass, with or without modifications, the following resolution, as an Ordinary Resolution:

“RESOLVED THAT pursuant to the provisions of sections 149(1), 152 and other applicable provisions, if any, of the Companies Act, 2013 (Act) and the Rules framed there under, read with Schedule IV to the Act, as amended from time to time, Mrs. Shaibala Sunil Jawaharlal Mandloi, (DIN No. 07154978, a non-executive Director of the Company, who has submitted a declaration that she meets the criteria for independence as provided in section 149(6) of the Act and who is eligible for appointment, be and is hereby appointed as an Independent Director of the Company with effect from March 31 2015 up to March 30, 2020.”

	Number of votes cast	% of total number of votes cast
Voted in favour of the Resolution	2600	83.87%
Voted against the Resolution	500	16.13%
Invalid Votes	Nil	Nil

Item no. 5--Ordinary Resolution for appointment of a Secretarial Auditor pursuant to Sections 204(1) of the Companies Act,2013 rule 9 of the Companies (Appointment and Remuneration personnel) Rules 2014 and other applicable provisions if any of the Companies Act 2013.

The Resolution which was being resolved was:

To consider and if thought fit, to pass with or without modifications the following resolution as ordinary resolution:-



“RESOLVED THAT M/s Shравan A. Gupta & Associates, Practicing Company Secretaries CP.No.9990) within the meaning of Section 2(25) of the Companies Act, 2013 be and is hereby appointed as secretarial auditor of the company for the financial Year 2014-15 on the terms of remuneration as agreed by the Board of directors of the company be and is authorized to fix the remuneration from time to time in consultation with Audit Committee and the conclusion of this annual general meeting until the conclusion of next annual general meeting.”

	Number of votes cast	% of total number of votes cast
Voted in favour of the Resolution	3100	100%
Voted against the Resolution	0	00.00%
Invalid Votes	Nil	Nil

In terms of the provisions of Clause 20(3) of the Rules, I, have maintained the register of E-voting in electronic form, the register and all other papers relating to electronic voting shall remain in my safe custody until the chairman of the Annual General Meeting considers, approve and signs the minutes of Annual General Meeting.

Thanking you

Yours faithfully,

For Rantu Das & Associates
Company Secretaries

(Rantu Kumar Das)
Membership No:26997
COP No:9671



Date: : June 24th, 2015
Place: KOLKATA.

We, the undersigned, have witnessed that the votes were unblocked from CDSL's e-voting website www.evotingindia.com in our presence on Monday, June 24th, 2015.

Saikat Das

Name: SAIKAT DAS
Address: 20 BASAK BAGAN LANE
Kolkata – 700048.

Mira Halder

Name: MIRA HALDER
Address-7, Jagannath Ghosh Road.
Kolkata – 700042.