

# DHENU BUILDCON INFRA LIMITED

Office No. 4 Building No. 4, Vahatuk Nagar, Amboli, Andheri (West), Mumbai - 400 058  
Tel: 022 65608187. Fax: 022-22207504. CIN: L10100MH1909PLC000300  
Email: dhenubuildcon@gmail.com Website: www.hingirrampur.com

**Date: 2<sup>nd</sup> January, 2017**

To,  
The Manager,  
Department of Corporate Services,  
**Bombay Stock Exchange Limited,**  
Phirozeejeejeeboy Towers,  
Dalal Street, Fort,  
Mumbai - 400 001

**Ref: Regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015**

**Sub: Voting results of the business transacted at the AGM**

**Dear Sir/ Ma'am,**

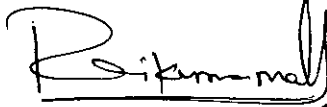
It is hereby informed that the 108<sup>th</sup> Annual General Meeting (AGM) of the Company was held on Saturday, 31<sup>st</sup> December, 2016 at 03:00 PM at Office No. 4, Building No. 4, Vahatuk Nagar, Amboli, Andheri (West), Mumbai -400058 and the business mentioned in the Notice of the AGM were duly transacted.

The details of combined Voting Results (i.e. the results of remote e-voting together with that of e-voting conducted at the AGM) in the format prescribed under Regulation 44(3) of the SEBI Listing Obligations and Disclosure Requirements) Regulations, 2015 along with the Scrutinizers Report are enclosed as **Annexure A** and **Annexure B** respectively.

This is for your information and records.

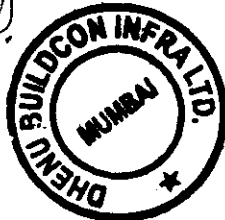
Thanking you,

**For Dhenu Buildcon Infra Limited**



**Rajkumar Mal**  
Director  
DIN:01999513

**Place: Mumbai**



**ARVIND BAID & ASSOCIATES****Chartered Accountants**

Flat No. 501, Ruby Palace, Plot No. 74, Ceaser Road, Opp. Filmalaya Studio, Amboli,  
Andheri (West), Mumbai - 400 058  
Mobile : 09699116581 E-mail : caarvindbaid@gmail.com

**Scrutinizer's Report**

**(Consolidated Report of Scrutinizer's on Postal Ballot, remote e-voting and voting by poll at the Annual General Meeting)**

To,  
The Chairman  
108<sup>th</sup> Annual General Meeting of  
**Dhenu Buildcon Infra Limited**  
Office No. 4, Building No. 4, Vahatuk Nagar,  
Amboli, Andheri (West),  
Mumbai -400058

Dear Sir,


**Ref.: Combined Scrutinizer's Report in terms of provisions of the Companies Act, 2013 read with the Rules issued there under, Secretarial Standards, remote e-voting and voting by poll at the 108<sup>th</sup> Annual General Meeting (AGM) of the Equity Shareholders of Dhenu Buildcon Infra Limited held on Saturday i.e. 31<sup>st</sup> day of December, 2016 at 03.00 p.m. at Office No. 4, Building No. 4, Vahatuk Nagar, Amboli, Andheri (West), Mumbai -400058.**


I, **Arvind Dhanraj Baid**, Practicing Chartered Accountant, Proprietor of **M/s. Arvind Baid & Associates**, Mumbai, have been appointed as a Scrutinizer by the Board of Directors of **Dhenu Buildcon Infra Limited** (the Company) for the purpose of scrutinizing the process of voting through Remote e-voting and voting at the AGM venue through Poll (Ballot form) under the provisions of Section 108 of the Companies Act, 2013 (the 2013 Act) read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (Rules) as amended by Companies (Management and Administration) Amendment Rules, 2015 and the provisions of Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

I submit my report as under:

1. The notice convening the meeting including the statement under section 102 of Companies Act, 2013 have been dispatched to all the members of the Company through electronic means (wherever email ids were available) and to the other shareholders by registered post. The members of the Company were given an option to vote electronically on e-voting platform, provided by CDSL.
2. The Company had availed the remote e-voting facility provided by Central Depository Services (India) Limited for conducting the remote e-voting by the shareholders of the Company. The remote e-voting commenced from Wednesday, 28<sup>th</sup> December, 2016 (10:00 a.m. IST) to Friday, 30<sup>th</sup> December, 2016 (5:00 p.m. IST).
3. The members of the Company as on cut-off date i.e. 24<sup>th</sup> December, 2016 were entitled to vote on the resolutions through remote e-voting or through Poll process.

4. At the end of the remote e-voting period the CDSL remote e-voting platform was blocked thereafter.
5. At 108<sup>th</sup> AGM of the Company held on 31<sup>st</sup> December, 2016, the Chairman of the meeting had called for the poll to facilitate the members present in the meeting who could not participate in the remote e-voting to record their votes through poll process.
6. Immediately after the conclusion of the voting at the venue of the AGM on the 31<sup>st</sup> December, 2016, the votes cast at the venue were counted, thereafter the votes cast through remote e-voting were unblocked in the presence of two witnesses as prescribed under Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended by Companies (Management and Administration) Amendment Rules, 2015. They have signed below in confirmation of the votes being unblocked in their presences.

  
Vikash Saxena  
 Name:

  
Rajendra Sewda  
 Name:

7. Thereafter, the details containing inter-alia, the list of members, who voted 'For' or 'Against' on each of the resolution that were put to vote, were derived from the report generated from the e-voting website of CDSL, and voting cast by the members at the venue of the AGM through the Poll process.
8. The poll papers, which were incomplete and/ or which were otherwise found defective have been treated as invalid and kept separately.
9. I have issued separate Scrutinizers' Report on the **remote e-voting and voting through Poll process** taken on the resolutions contained in the notice to the AGM.

As requested by management I submit herewith my combined report on the result of voting through remote e-voting (as per the data generated by CDSL) and Poll process is as under:

**Resolution 1: Ordinary Resolution**

**Adoption of the audited Balance Sheet of the Company as at 31<sup>st</sup> March, 2016, Statement of Profit and Loss for the year ended on that date, and the Reports of the Board of Directors and Auditors thereon- Passed unanimously.**

<b>Votes in Favour of the resolution (Remote e-voting &amp; Poll at the AGM venue)</b>	
No. of Members	<b>18</b>
No. of votes cast by them	<b>22,62,052</b>
% of the total number of valid votes cast	<b>100%</b>
<b>Votes against the resolution:</b>	
No. of Members	<b>0</b>
No. of votes cast by them	<b>0</b>
% of the total number of valid votes cast	<b>0</b>
<b>Invalid votes/ Abstain from voting</b>	

No. of Members	0
No. of votes cast by them	0

**Resolution 2: Ordinary Resolution**

**Appointment of Mr. Rajkumar Bulakidass Mall who retires by rotation- Passed with requisite majority- Passed unanimously.**

<b>Votes in Favour of the resolution (Remote e-voting &amp; Poll at the AGM venue)</b>	
No. of Members	18
No. of votes cast by them	22,62,052
% of the total number of valid votes cast	100%
<b>Votes against the resolution:</b>	
No. of Members	0
No. of votes cast by them	0
% of the total number of valid votes cast	0
<b>Invalid votes/ Abstain from voting</b>	
No. of Members	0
No. of votes cast by them	0

**Resolution 3: Ordinary Resolution**

**Ratification of re-appointment of M/s. Dhaval Gala & Associates, Chartered Accountants as Statutory Auditor of the Company and to fix their remuneration - Passed unanimously.**

<b>Votes in Favour of the resolution (Remote e-voting &amp; Poll at the AGM venue)</b>	
No. of Members	18
No. of votes cast by them	22,62,052
% of the total number of valid votes cast	100%
<b>Votes against the resolution:</b>	
No. of Members	0
No. of votes cast by them	0
% of the total number of valid votes cast	0
<b>Invalid votes/ Abstain from voting</b>	
No. of Members	0
No. of votes cast by them	0

**Resolution 4: Ordinary Resolution**



**Regularization and appointment of Mr. Vikash Maharishi (DIN: 07073642) as Non-Executive Independent Director of the Company- Passed unanimously.**

<b>Votes in Favour of the resolution (Remote e-voting &amp; Poll at the AGM venue)</b>	
No. of Members	<b>18</b>
No. of votes cast by them	<b>22,62,052</b>
% of the total number of valid votes cast	<b>100%</b>
<b>Votes against the resolution:</b>	
No. of Members	<b>0</b>
No. of votes cast by them	<b>0</b>
% of the total number of valid votes cast	<b>0</b>
<b>Invalid votes/ Abstain from voting</b>	
No. of Members	<b>0</b>
No. of votes cast by them	<b>0</b>


*The invalid votes are not considered for the purpose of calculating the percentage.*

All the relevant records relating to the e-voting and voting through Poll is under my safe custody and will be handed over to the Chairman for preserving safely after the Chairman considers, approves and signs the minutes of the Meeting.

Thanking you,  
For Arvind Baid & Associates  
Chartered Accountants

  
  
Arvind D. Baid  
Proprietor  
Mem. No.:155532

Scrutinizer  
Date: 2<sup>nd</sup> January, 2017  
Place: Mumbai

  
**Counter signed by**

**Chairman of 108<sup>th</sup> AGM**

## Details of Voting Results:

DHENU BUILDCON INFRA LIMITED - 108 <sup>th</sup> AGM VOTING RESULTS	
Date of AGM	31-12-2016
Total No. of Shareholders on record date	1029
No. of Shareholders present in meeting either in person or through proxy:	
Promoters and Promoter Group:	1
Public:	17
No. of Shareholders attended the meeting through Video Conferencing:	No Video Conferencing was established for AGM
Promoters and Promoter Group:	
Public:	

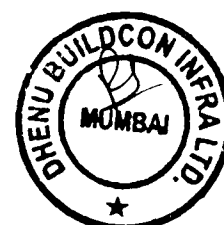
**Resolution 1:**

Adoption of the audited Balance Sheet of the Company as at 31<sup>st</sup> March, 2016, Statement of Profit and Loss for the year ended on that date, and the Reports of the Board of Directors and Auditors thereon.

**Resolution required:** Ordinary

Whether promoter/ promoter group are interested in the agenda/resolution? NO

Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes - in favour (4)	No. of Votes - against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	2109700	0	0.00	0	0	0.00	0.00
	Poll		2109700	100.00	2109700	0	100.00	0.00
	Postal Ballot (if applicable)		NA	NA	NA	NA	NA	NA
Public - Institutions	E-Voting	0	0	0.00	0	0	0.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		NA	NA	NA	NA	NA	NA
Public-Non-Institutions	E-Voting	16190300	152159	0.94	152159	0	100.00	0.00
	Poll		193	0.00	193	0	100.00	0.00
	Postal Ballot (if applicable)		NA	NA	NA	NA	NA	NA
<b>TOTAL</b>		<b>18300000</b>	<b>2262052</b>	<b>12.36</b>	<b>2262052</b>	<b>0</b>	<b>100.00</b>	<b>0.00</b>





**Resolution 2:**

Appointment of Mr. Rajkumar Bulakidass Mall who retires by rotation.

**Resolution required: Ordinary**

Whether promoter/ promoter group are interested in the agenda/resolution? NO

Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes - in favour (4)	No. of Votes - against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	2109700	0	0.00	0	0	0.00	0.00
	Poll		2109700	100.00	2109700	0	100.00	0.00
	Postal Ballot (if applicable)		NA	NA	NA	NA	NA	NA
Public - Institutions	E-Voting	0	0	0.00	0	0	0.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		NA	NA	NA	NA	NA	NA
Public- Non - Institutions	E-Voting	16190300	152159	0.94	152159	0	100.00	0.00
	Poll		193	0.00	193	0	100.00	0.00
	Postal Ballot (if applicable)		NA	NA	NA	NA	NA	NA
<b>TOTAL</b>		<b>18300000</b>	<b>2262052</b>	<b>12.36</b>	<b>2262052</b>	<b>0</b>	<b>100.00</b>	<b>0.00</b>

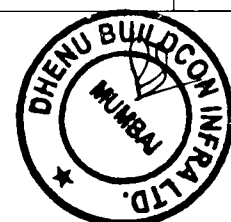
**Resolution 3:**

Ratification of re-appointment of M/s. Dhaval Gala &amp; Associates, Chartered Accountants as Statutory Auditor of the Company and to fix their remuneration.

**Resolution required: Ordinary**

Whether promoter/ promoter group are interested in the agenda/resolution? NO

Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes - in favour (4)	No. of Votes - against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	2109700	0	0.00	0	0	0.00	0.00
	Poll		2109700	100.00	2109700	0	100.00	0.00
	Postal Ballot (if applicable)		NA	NA	NA	NA	NA	NA
Public -	E-Voting							



Institutions	Poll	0	0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)							
Public-Non - Institutions	E-Voting	16190300	152159	0.94	152159	0	100.00	0.00
	Poll		193	0.00	193	0	100.00	0.00
	Postal Ballot (if applicable)		NA	NA	NA	NA	NA	NA
<b>TOTAL</b>		<b>18300000</b>	<b>2262052</b>	<b>12.36</b>	<b>2262052</b>	<b>0</b>	<b>100.00</b>	<b>0.00</b>

**Resolution 4:**

Regularization and appointment of Mr. Vikash Maharishi (DIN: 07073642) as Non-Executive Independent Director of the Company.

**Resolution required: Ordinary**

Whether promoter/ promoter group are interested in the agenda/resolution? NO

Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes - in favour (4)	No. of Votes - against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	2109700	0	0.00	0	0	0.00	0.00
	Poll		2109700	100.00	2109700	0	100.00	0.00
	Postal Ballot (if applicable)		NA	NA	NA	NA	NA	NA
Public - Institutions	E-Voting	0	0	0.00	0	0	0.00	0.00
	Poll							
	Postal Ballot (if applicable)							
Public-Non - Institutions	E-Voting	16190300	152159	0.94	152159	0	100.00	0.00
	Poll		193	0.00	193	0	100.00	0.00
	Postal Ballot (if applicable)		NA	NA	NA	NA	NA	NA
<b>TOTAL</b>		<b>18300000</b>	<b>2262052</b>	<b>12.36</b>	<b>2262052</b>	<b>0</b>	<b>100.00</b>	<b>0.00</b>

