



# ANNA INFRASTRUCTURES LTD.

CIN : L65910UP1993PLC070612

## DETAILS OF VOTING RESULTS PURSUANT TO CLAUSE 35A OF LISTING AGREEMENT ARE GIVEN BELOW

1	Date of AGM	Friday, 25 <sup>th</sup> September, 2015
2	Total number of Shareholders on record date	931
3	Number of Shareholders present in person or through proxy -promoter or promoter group - public	22 21 1
4	Number of Shareholders attended the meeting through video conference -promoter or promoter group - public	No video conferencing facility was arranged. Not Applicable Not Applicable

5	Details of Agenda	Resolution required (Ordinary/Special)	Mode of Voting
a.	To receive, consider and adopt the Financial Statements of the Company for the year ended 31st March, 2015 including audited Balance Sheet as at 31st March, 2015 and the Statement of Profit and Loss for the year ended on that date and the Reports of the Board of Directors and Auditors thereon.	Ordinary Resolution	Remote E-voting/poll at AGM
b.	To Appoint a Director in place of Mr. Ashok Kumar Mittal (DIN 00320504), who retires by rotation and being eligible, offer himself for re-appointment.	Ordinary Resolution	Remote E-voting/poll at AGM
c.	To ratify the appointment of the M/s Mehra Sanjay & Co., Chartered Accountant, Auditors of the Company which has been approved at the Annual General Meeting held on September 27, 2014, for a term of three years i.e., from conclusion of 22nd Annual General Meeting till the conclusion of the 24th Annual General Meeting held thereafter (subject to ratification of the appointment by the members at every AGM held after this AGM) and fix their remuneration.	Ordinary Resolution	Remote E-voting/poll at AGM
d.	Mrs. KusumSinghal (DIN 07142552) appointed as Independent Director of the Company to hold office for a period of 5 (Five) Years i.e. from March 30, 2015 upto March	Ordinary Resolution	Remote E-voting/poll at AGM



*Sanjay*

	30, 2020, whose office shall not be liable to retire by rotation.		
e.	Mr. Rhythm Garg (DIN 02881514) appointed as Independent Director of the Company to hold office for a period of 5 (Five) Years i.e. from April 10, 2015 upto April 10, 2020, whose office shall not be liable to retire by rotation.	Ordinary Resolution	Remote E-voting/poll at AGM
f.	Appointment of Mr. Anil Kumar Agarwal (DIN 00399487) as a Whole Time Director for a period of 5 (Five) years with effect from May 30, 2015 on a remuneration which shall not exceed 5% of Net Profit of the Company for each year and on such terms and conditions as the board decide from time to time.	Ordinary Resolution	Remote E-voting/poll at AGM



*Anil Kumar Agarwal*

**Summary of Voting Results (Resolution Wise)**

**Resolution No. 1:** To receive, consider and adopt the Financial Statements of the Company for the year ended 31st March, 2015 including audited Balance Sheet as at 31st March, 2015 and the Statement of Profit and Loss for the year ended on that date and the Reports of the Board of Directors and Auditors thereon. (Ordinary resolution)

Promoter/ Public	No. of Shares held	No. of Votes Polled	% of Votes polled on Outstandin g Shares	No. of Votes in favour	No. of Votes against	% in votes in favour on votes polled	% on votes against on Votes polled
	1	2	$3=(2)/(1)*100$	4	5	$(6)=(4)/(2)*100$	$(7)=(5)/(2)*100$
<b>Mode of Voting : (Remote E-voting)</b>							
Promoter and Promoter Group	23,98,138	5,87,000	24.47	4,78,400	1,08,600	81.50	18.50
Public- Institution al Holders	0	0	0	0	0	0	0
Public- Others	14,01,862	9,004	0.64	9,004	0	100	0
<b>Total</b>	<b>38,00,000</b>	<b>5,96,004</b>	<b>15.68</b>	<b>4,87,404</b>	<b>1,08,600</b>	<b>81.77</b>	<b>18.22</b>
<b>Mode of Voting : (Poll)</b>							
Promoter and Promoter Group	23,98,138	17,62,338	73.49	17,62,338	0	100	0
Public- Institution al Holders	0	0	0	0	0	0	0
Public- Others	14,01,862	500	0.04	500	0	100	0
<b>Total</b>	<b>38,00,000</b>	<b>17,62,838</b>	<b>46.39</b>	<b>17,62,838</b>	<b>0</b>	<b>100</b>	<b>0</b>



*Handwritten signature*

**Resolution No. 2:** To Appoint a Director in place of Mr. Ashok Kumar Mittal (DIN 00320504), who retires by rotation and being eligible, offer himself for re-appointment. (Ordinary resolution)

Promoter/ Public	No. of Shares held	No. of Votes Polled	% of Votes polled on Outstandin g Shares	No. of Votes in favour	No. of Votes against	% in votes in favour on votes polled	% on votes against on Votes polled
	1	2	$3=(2)/(1)*100$	4	5	$(6)=(4)/(2)*100$	$(7)=(5)/(2)*100$
<b>Mode of Voting : (Remote E-voting)</b>							
Promoter and Prpmoter Group	23,98,138	5,87,000	24.47	4,78,400	1,08,600	81.50	18.50
Public- Institution al Holders	0	0	0	0	0	0	0
Public- Others	14,01,862	9,004	0.64	9,004	0	100	0
<b>Total</b>	<b>38,00,000</b>	<b>5,96,004</b>	<b>15.68</b>	<b>4,87,404</b>	<b>1,08,600</b>	<b>81.77</b>	<b>18.22</b>
<b>Mode of Voting : (Poll)</b>							
Promoter and Promoter Group	23,98,138	17,62,338	73.49	17,62,338	0	100	0
Public- Institution al Holders	0	0	0	0	0	0	0
Public- Others	14,01,862	500	0.04	500	0	100	0
<b>Total</b>	<b>38,00,000</b>	<b>17,62,838</b>	<b>46.39</b>	<b>17,62,838</b>	<b>0</b>	<b>100</b>	<b>0</b>



*Aanchartg.*

**Resolution No. 3:** To ratify the appointment of the M/s Mehra Sanjay & Co., Chartered Accountant, Auditors of the Company which has been approved at the Annual General Meeting held on September 27, 2014, for a term of three years i.e., from conclusion of 22<sup>nd</sup> Annual General Meeting till the conclusion of the 24<sup>th</sup> Annual General Meeting held thereafter (subject to ratification of the appointment by the members at every AGM held after this AGM) and fix their remuneration. (Ordinary resolution)

Promoter/ Public	No. of Shares held	No. of Votes Polled	% of Votes polled on Outstandin g Shares	No. of Votes in favour	No. of Votes against	% in votes in favour on votes polled	% on votes against on Votes polled
	1	2	$3=(2)/(1)*100$	4	5	$(6)=(4)/(2)*100$	$(7)=(5)/(2)*100$
<b>Mode of Voting : (Remote E-voting)</b>							
Promoter and Promoter Group	23,98,138	5,87,000	24.47	4,78,400	1,08,600	81.50	18.50
Public- Institution al Holders	0	0	0	0	0	0	0
Public- Others	14,01,862	9,004	0.64	9,004	0	100	0
<b>Total</b>	<b>38,00,000</b>	<b>5,96,004</b>	<b>15.68</b>	<b>4,87,404</b>	<b>1,08,600</b>	<b>81.77</b>	<b>18.22</b>
<b>Mode of Voting : (Poll)</b>							
Promoter and Promoter Group	23,98,138	17,62,338	73.49	17,62,338	0	100	0
Public- Institution al Holders	0	0	0	0	0	0	0
Public- Others	14,01,862	500	0.04	500	0	100	0
<b>Total</b>	<b>38,00,000</b>	<b>17,62,838</b>	<b>46.39</b>	<b>17,62,838</b>	<b>0</b>	<b>100</b>	<b>0</b>



*[Handwritten signature]*

*[Handwritten signature]*

**Resolution No. 4:** Mrs. Kusum Singhal (DIN 07142552) appointed as Independent Director of the Company to hold office for a period of 5 (Five) Years i.e. from March 30, 2015 upto March 30, 2020, whose office shall not be liable to retire by rotation. **(Ordinary resolution)**

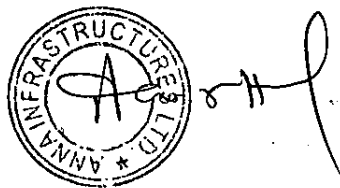
Promoter/ Public	No. of Shares held	No. of Votes Polled	% of Votes polled on Outstand ing Shares	No. of Votes in favour	No. of Votes against	% in votes in favour on votes polled	% on votes against on Votes polled
	1	2	$3=(2)/(1)$ *100	4	5	$(6)=(4)/(2)*$ 100	$(7)=(5)/(2)*$ 100
<b>Mode of Voting : (Remote E-voting)</b>							
Promoter and Promoter Group	23,98,138	5,87,000	24.47	4,78,400	1,11,100	81.50	18.93
Public- Institution al Holders	0	0	0	0	0	0	0
Public- Others	14,01,862	9,004	0.64	6,504	2,500	72.23	27.76
<b>Total</b>	<b>38,00,000</b>	<b>5,96,004</b>	<b>15.68</b>	<b>4,83,419</b>	<b>1,13,600</b>	<b>81.11</b>	<b>19.06</b>
<b>Mode of Voting : (Poll)</b>							
Promoter and Promoter Group	23,98,138	17,62,338	73.49	17,62,338	0	100	0
Public- Institution al Holders	0	0	0	0	0	0	0
Public- Others	14,01,862	500	0.04	500	0	100	0
<b>Total</b>	<b>38,00,000</b>	<b>17,62,838</b>	<b>46.39</b>	<b>17,62,838</b>	<b>0</b>	<b>100</b>	<b>0</b>



*Sanchar Ag.*

**Resolution No. 5:** Mr. Rhythm Garg (DIN 02881514) appointed as Independent Director of the Company to hold office for a period of 5 (Five) Years i.e. from April 10, 2015 upto April 10, 2020, whose office shall not be liable to retire by rotation. **(Ordinary resolution)**

Promoter/ Public	No. of Shares held	No. of Votes Polled	% of Votes polled on Outstand ing Shares	No. of Votes in favour	No. of Votes against	% in votes in favour on votes polled	% on votes against on Votes polled
	1	2	$3=(2)/(1)$ *100	4	5	$(6)=(4)/(2)*$ 100	$(7)=(5)/(2)*$ 100
<b>Mode of Voting : (Remote E-voting)</b>							
Promoter and Promoter Group	23,98,138	5,87,000	24.47	4,78,400	1,11,100	81.50	18.93
Public- Institution al Holders	0	0	0	0	0	0	0
Public- Others	14,01,862	9,004	0.64	6,504	2,500	72.23	27.76
<b>Total</b>	<b>38,00,000</b>	<b>5,96,004</b>	<b>15.68</b>	<b>4,83,419</b>	<b>1,13,600</b>	<b>81.11</b>	<b>19.06</b>
<b>Mode of Voting : (Poll)</b>							
Promoter and Promoter Group	23,98,138	17,62,338	73.49	17,62,338	0	100	0
Public- Institution al Holders	0	0	0	0	0	0	0
Public- Others	14,01,862	500	0.04	500	0	100	0
<b>Total</b>	<b>38,00,000</b>	<b>17,62,838</b>	<b>46.39</b>	<b>17,62,838</b>	<b>0</b>	<b>100</b>	<b>0</b>



*Rhythm Garg*

**Resolution No. 6:** Appointment of Mr. Anil Kumar Agarwal (DIN 00399487) as a Whole Time Director for a period of 5 (Five) years with effect from May 30, 2015 on a remuneration which shall not exceed 5% of Net Profit of the Company for each year and on such terms and conditions as the board decide from time to time. **(Ordinary resolution)**

Promoter/ Public	No. of Shares held	No. of Votes Polled	% of Votes polled on Outstand ing Shares	No. of Votes in favour	No. of Votes against	% in votes in favour on votes polled	% on votes against on Votes polled
	1	2	$3=(2)/(1)$ *100	4	5	$(6)=(4)/(2)*$ 100	$(7)=(5)/(2)*$ 100
<b>Mode of Voting : (Remote E-voting)</b>							
Promoter and Promoter Group	23,98,138	5,87,000	24.47	4,78,400	1,11,100	81.50	18.93
Public- Institution al Holders	0	0	0	0	0	0	0
Public- Others	14,01,862	9,004	0.64	6,504	2,500	72.23	27.76
<b>Total</b>	<b>38,00,000</b>	<b>5,96,004</b>	<b>15.68</b>	<b>4,83,419</b>	<b>1,13,600</b>	<b>81.11</b>	<b>19.06</b>
<b>Mode of Voting : (Poll)</b>							
Promoter and Promoter Group	23,98,138	17,62,338	73.49	17,62,338	0	100	0
Public- Institution al Holders	0	0	0	0	0	0	0
Public- Others	14,01,862	500	0.04	500	0	100	0
<b>Total</b>	<b>38,00,000</b>	<b>17,62,838</b>	<b>46.39</b>	<b>17,62,838</b>	<b>0</b>	<b>100</b>	<b>0</b>



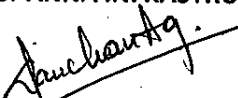
*Anil Kumar Agarwal*



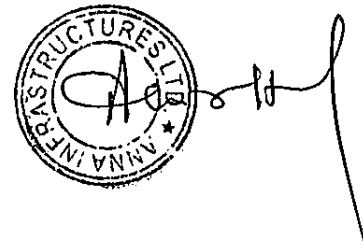
Accordingly, we hereby report that all the resolutions set out in the notice convening 23<sup>rd</sup> Annual General Meeting of the company held on Friday, 25<sup>th</sup> September, 2015 were passed with requisite majority.

Thanking you,  
Yours Faithfully

**For ANNA INFRASTRUCTURES LIMITED**

  
Kanchan Agarwal

Company secretary & Compliance Officer



**COMBINED SCRUTINIZER'S REPORT FOR REMOTE E-VOTING & POLL**  
**FOR**  
**ANNA INFRASTRUCTURES LIMITED**

To,  
The Chairman  
ANNA INFRASTRUCTURES LIMITED  
(L65910UP1993PLC070612)  
Shop No. 1 & 3, E-14/6, First Floor, Shanta Tower  
Sanjay Place, Agra-282002

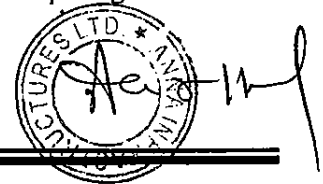
**Sub: Consolidated Scrutinizers Report on (a) E-voting conducted pursuant to the provisions of Section 108 of Companies Act, 2013 read with Rule 20 of Companies (Management and Administration) Amendment Rules, 2015; (b) Poll pursuant to the provisions of Section 109 of Companies Act, 2013 read with rule 21 of Companies (Management and Administration) Rules, 2014 conducted at the 23<sup>rd</sup> Annual General Meeting (AGM) of the Company.**

Respected Sir,

**1. APPOINTMENT AS SCRUTINIZER**

- I. I, ADITYA NARAYAN SRIVASTAVA, Advocate [Civil Court, Agra, Reg. No. 867/93] having office at B/H-198, Kedar Nagar, Shahganj, Agra-282010 was appointed as the Scrutinizer by
- a. the Board of Directors of ANNA INFRASTRUCTURES LIMITED ("The Company") at their meeting held on 13<sup>th</sup> August, 2015, for the purpose of scrutinizing the e-voting process 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 as amended by Companies (Management and Administration) Amendment Rules, 2015 and
  - b. the Chairman of the AGM on poll under the provisions of Section 109 of the 2013 Act read with Rule 21 of the Companies (Management and Administration) Rules, 2014, on the resolutions contained in the notice to the Twenty Third Annual General Meeting of the Company held on Friday, 25<sup>th</sup> September, 2015 at 12.00 P.M. at the Hotel Nuova, Block S-23, Sanjay Place, Agra-282005.
- II. The compliance with the provisions of the Companies Act, 2013 and the Rules made thereunder relating to voting through electronic means (by remote e-voting) and voting by poll by the shareholders on the resolutions proposed in the Notice of the 23<sup>rd</sup> Annual General Meeting of the Company is the responsibility of management. My responsibility as a scrutinizer is to ensure that the voting process, both through electronic means and by poll, at the meeting are conducted in a fair and transparent manner and render consolidated Scrutinizer's Report of the total votes cast "in favour or against", if any, to the Chairman on the resolutions, based on the reports generated from

**A. N. SHRIVASTAVA**  
(Advocate)  
Civil Court, Agra Reg. No. 867/93



OFFICE : B/H-198, KEDAR NAGAR, SHAHGANJ, AGRA-282010  
MOBILE NO : 09319113692  
EMAIL : aditya\_shrivastavaadvocate@yahoo.com

the electronic voting system provided by Central Depository Service (India) Limited (CDSL), the authorized agency engaged by the Company to provide e-voting facilities for e-voting and also at the time of poll at AGM.

## 2. DISPATCH OF NOTICE CONVENING THE MEETING

The Company has informed that, on the basis of the Register of Members and the list of Beneficiary Owners made available by the depositories viz. Central Depository Services (India) Limited (CDSL), the Notice dated 13<sup>th</sup> August, 2015 along with statement setting out material facts under Section 102 of the Act were sent to the Shareholders in respect of the below mentioned resolutions passed at the Annual General Meeting of the Company.

## 3. CUT-OFF DATE

The voting rights were reckoned on Friday, 18<sup>th</sup> September 2015, being the Cut-off date for the purpose of deciding the entitlements of members at the remote e-voting and voting at the Meeting.

## 4. REMOTE E-VOTING

### 4.1 Agency:

The Company had taken the services of Central Depository Services (India) Limited (CDSL), for providing the remote e-voting platform.

### 4.2 Remote E-voting:

Remote E-voting platform remained open from Monday, 21<sup>st</sup> September, 2015 (10:00 A.M.) up to Wednesday, 23<sup>rd</sup> September, 2015 (05:00 P.M.) and members were given an option to cast their votes electronically conveying their assent or dissent in respect of the Ordinary and/or Special Resolutions, on the e-voting platform provided by Central Depository Services (India) Limited.

## 5. VOTING AT THE AGM

5.1 As prescribed under Rule 20(4) of the Companies (Management and Administration) Amendment Rules, 2015, for the purpose of ensuring that members who have cast their votes through remote e-voting do not vote again at the General Meeting, the Scrutinizer shall have access after closure of period of remote e-voting and before the start of general meeting, to only such details relating to members who have cast their votes through remote e-voting, such as their names, folios, number of shares held but not the manner in which they have voted.

5.2 Accordingly, CDSL, the e-voting agency provided me with the names, DP Id/ Folio numbers and shareholding of the members who had cast their votes through remote e-voting.

**A. N. SHRIVASTAVA**  
Adv. (Advocate)  
Civil Court



OFFICE : B/H-198, KEDAR NAGAR, SHAHGANJ, AGRA-282010  
MOBILE NO : 09319113692  
EMAIL : aditya\_shrivastavaadvocate@yahoo.com

- 5.3 Further, the Chairman announced the poll at the Annual General Meeting for the Shareholders who had attended the meeting and have not cast their vote earlier through remote e-voting.
- 5.4 After the time fixed for closing of the poll by the Chairman, i.e. between 12:15P.M to 12:45 P.M, ballot boxes kept for polling were locked in my presence.

#### 6. COUNTING PROCESS

- 6.1 The locked ballot boxes were subsequently opened in my presence and poll papers were diligently scrutinized. The polling papers were reconciled with the records maintained by the **BEETAL FINANCIAL & COMPUTER SERVICES LIMITED**, the Registrar and Transfer Agent of the Company and the Authorizations / proxies lodged with the Company.
- 6.2 The poll papers, which were incomplete and which were otherwise found defective have been treated as invalid and kept separately.
- 6.3 The votes cast under remote e-voting facility were thereafter unblocked in the presence of two witnesses **Ms. Hina Varshney** and **Mr. Dayal Verma**, who were not in the employment of the Company. They have signed below in confirmation of the votes being unblocked in their presence.

#### 7. RESULTS

- 7.1 I observed that
- 22 members had cast their votes through poll conducted at the meeting.
  - 33 members had cast their votes through remote e-voting.
- 7.2 Based on the aforesaid results, **Six Ordinary Resolutions** as contained in Item No. 1 to 6 of the Notice dated 13<sup>th</sup> August, 2015, have been passed with requisite majority as per the provisions of the Companies Act, 2013.
- 7.3 Soft copy of the List of members, for both voting at the AGM as well as remote e-voting containing the details of members who voted "FOR" / "AGAINST" and those whose votes were considered as invalid for each resolution is handed over to the Company Secretary, after the announcement of the Results by the Company.

I have issued separate Scrutinizer's Report dated 26<sup>th</sup> September, 2015 on the remote e-voting and 26<sup>th</sup> September 2015 on the poll conducted at AGM on the resolutions contained in the notice to the AGM.

As requested by management I submit herewith my consolidated report on the results of e-voting together with that of poll as under :-

**A N. SHRIVASTAVA**  
*Adv.* (Advocate)  
Civl Court, Agra. Reg No.:- 867/93



OFFICE : B/H-198, KEDAR NAGAR, SHAHGANJ, AGRA-282010  
MOBILE NO : 09319113692  
EMAIL : aditya\_shrivastavaadvocate@yahoo.com

**ORDINARY BUSINESS****Resolution No. 1: Ordinary Resolution**

To receive, consider and adopt the Financial Statements of the Company for the year ended 31st March, 2015 including Audited Balance Sheet as at 31st March, 2015 and the Statement of Profit and Loss for the year ended on that date and the Reports of the Board of Directors and Auditors thereon

Total Number of Shares voted through	
E-voting	5,96,004
Poll at AGM	17,62,838
<b>Total</b>	<b>23,58,842</b>

**Vote Casted In Favour of the Resolution**

Mode of voting	Number of members voted	Number of votes casted	Percentage of total number of votes casted
E-voting	28	4,87,404	81.78%
Poll at AGM	22	17,62,838	100%
<b>Total</b>	<b>50</b>	<b>22,50,242</b>	<b>95.39%</b>

**Vote Casted In Against the Resolution**

Mode of voting	Number of members voted	Number of votes casted	Percentage of total number of votes casted
E-voting	5	1,08,600	18.22%
Poll at AGM	NIL	NIL	NIL
<b>Total</b>	<b>5</b>	<b>1,08,600</b>	<b>4.60%</b>

**Invalid Votes**

Mode of voting	Number of members voted	Number of votes casted	Percentage of total number of votes casted
E-voting	NIL	NIL	NIL
Poll at AGM	NIL	NIL	NIL
<b>Total</b>	<b>NIL</b>	<b>NIL</b>	<b>NIL</b>

**A N. SHRIVASTAVA**  
Adv. (Advocate)  
CIVIL COURT, AGRA No. 167/03



**Resolution No. 2: Ordinary Resolution**

To Appoint a Director in place of Mr. Ashok Kumar Mittal (DIN 00320504), who retires by rotation and being eligible, offer himself for Re-Appointment.

Total Number of Shares voted through	
E-voting	5,96,004
Poll at AGM	17,62,838
<b>Total</b>	<b>23,58,842</b>

**Vote Casted In Favour of the Resolution**

Mode of voting	Number of members voted	Number of votes casted	Percentage of total number of votes casted
E-voting	28	4,87,404	81.78%
Poll at AGM	22	17,62,838	100%
<b>Total</b>	<b>50</b>	<b>22,50,242</b>	<b>95.39%</b>

**Vote Casted In Against the Resolution**

Mode of voting	Number of members voted	Number of votes casted	Percentage of total number of votes casted
E-voting	5	1,08,600	18.22%
Poll at AGM	NIL	NIL	NIL
<b>Total</b>	<b>5</b>	<b>1,08,600</b>	<b>4.60%</b>

**Invalid Votes**

Mode of voting	Number of members voted	Number of votes casted	Percentage of total number of votes casted
E-voting	NIL	NIL	NIL
Poll at AGM	NIL	NIL	NIL
<b>Total</b>	<b>NIL</b>	<b>NIL</b>	<b>NIL</b>

**A. N. SHRIVASTAVA**  
*Adv.* (Advocate)  
Civil Court, Agra, Reg. No.: 867/93



**Resolution No. 3: Ordinary Resolution**

To ratify the appointment of the M/s Mehra Sanjay & Co., Chartered Accountant, Auditors of the Company which has been approved at the Annual General Meeting held on September 27, 2014, for a term of three years i.e., from conclusion of 22<sup>nd</sup> Annual General Meeting till the conclusion of the 24<sup>th</sup> Annual General Meeting held thereafter (subject to ratification of the appointment by the members at every AGM held after this AGM) and fix their remuneration.

Total Number of Shares voted through	
E-voting	5,96,004
Poll at AGM	17,62,838
<b>Total</b>	<b>23,58,842</b>

**Vote Casted In Favour of the Resolution**

Mode of voting	Number of members voted	Number of votes casted	Percentage of total number of votes casted
E-voting	28	4,87,404	81.78%
Poll at AGM	22	17,62,838	100%
<b>Total</b>	<b>50</b>	<b>22,50,242</b>	<b>95.39%</b>

**Vote Casted In Against the Resolution**

Mode of voting	Number of members voted	Number of votes casted	Percentage of total number of votes casted
E-voting	5	1,08,600	18.22%
Poll at AGM	NIL	NIL	NIL
<b>Total</b>	<b>5</b>	<b>1,08,600</b>	<b>4.60%</b>

**Invalid Votes**

Mode of voting	Number of members voted	Number of votes casted	Percentage of total number of votes casted
E-voting	NIL	NIL	NIL
Poll at AGM	NIL	NIL	NIL
<b>Total</b>	<b>NIL</b>	<b>NIL</b>	<b>NIL</b>

**A N. SHRIVASTAVA**  
Ad. (Advocate)  
Civil Court, Agra. Reg. No. - 86727



**SPECIAL BUSINESS****Resolution no. 4: Ordinary Resolution**

Mrs. KusumSinghal (DIN 07142552) appointed as Independent Director of the Company to hold office for a period of 5 (Five) Years i.e. from March 30, 2015 up to March 30, 2020, whose office shall not be liable to retire by rotation.

Total Number of Shares voted through	
E-voting	5,96,004
Poll at AGM	17,62,838
Total	23,58,842

**Vote Casted In Favour of the Resolution**

Mode of voting	Number of members voted	Number of votes casted	Percentage of total number of votes casted
E-voting	27	4,87,379	81.77%
Poll at AGM	22	17,62,838	100%
Total	49	22,50,217	95.39%

**Vote Casted In Against the Resolution**

Mode of voting	Number of members voted	Number of votes casted	Percentage of total number of votes casted
E-voting	6	1,11,100	18.64
Poll at AGM	NIL	NIL	NIL
Total	6	1,11,100	4.71

**Invalid Votes**

Mode of voting	Number of members voted	Number of votes casted	Percentage of total number of votes casted
E-voting	NIL	NIL	NIL
Poll at AGM	NIL	NIL	NIL
Total	NIL	NIL	NIL

**A. N. SHRIVASTAVA**  
*Adi* (Advocate)  
Civil Court, Agra





**Resolution No. 5: Ordinary Resolution**

Mr. Rhythm Garg (DIN 02881514) appointed as Independent Director of the Company to hold office for a period of 5 (Five) Years i.e. from April 10, 2015 upto April 10, 2020, whose office shall not be liable to retire by rotation.

Total Number of Shares voted through	
E-voting	5,96,004
Poll at AGM	17,62,838
<b>Total</b>	<b>23,58,842</b>

**Vote Casted In Favour of the Resolution**

Mode of voting	Number of members voted	Number of votes casted	Percentage of total number of votes casted
E-voting	27	4,87,379	81.77%
Poll at AGM	22	17,62,838	100%
<b>Total</b>	<b>49</b>	<b>22,50,217</b>	<b>95.39%</b>

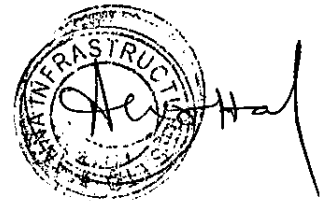
**Vote Casted In Against the Resolution**

Mode of voting	Number of members voted	Number of votes casted	Percentage of total number of votes casted
E-voting	6	1,11,100	18.64
Poll at AGM	NIL	NIL	NIL
<b>Total</b>	<b>6</b>	<b>1,11,100</b>	<b>4.71</b>

**Invalid Votes**

Mode of voting	Number of members voted	Number of votes casted	Percentage of total number of votes casted
E-voting	NIL	NIL	NIL
Poll at AGM	NIL	NIL	NIL
<b>Total</b>	<b>NIL</b>	<b>NIL</b>	<b>NIL</b>

**A. N. SHRIVASTAVA**  
*Adv.* (Advocate)  
CIVIL COURT, AGRA. Reg. No. 100/2011



**Resolution No 6: Ordinary Resolution**

Appointment of Mr. Anil Kumar Agarwal (DIN 00399487) as a Whole Time Director for a period of 5 (Five) years with effect from May 30, 2015 on a remuneration which shall not exceed 5% of Net Profit of the Company for each year and on such terms and conditions as the board decide from time to time.

Total Number of Shares voted through	
E-voting	5,96,004
Poll at AGM	17,62,838
<b>Total</b>	<b>23,58,842</b>

**Vote Casted In Favour of the Resolution**

Mode of voting	Number of members voted	Number of votes casted	Percentage of total number of votes casted
E-voting	27	4,87,379	81.77%
Poll at AGM	22	17,62,838	100%
<b>Total</b>	<b>49</b>	<b>22,50,217</b>	<b>95.39%</b>

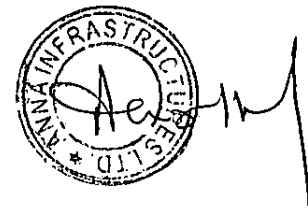
**Vote Casted In Against the Resolution**

Mode of voting	Number of members voted	Number of votes casted	Percentage of total number of votes casted
E-voting	6	1,11,100	18.64
Poll at AGM	NIL	NIL	NIL
<b>Total</b>	<b>6</b>	<b>1,11,100</b>	<b>4.71</b>

**Invalid Votes**

Mode of voting	Number of members voted	Number of votes casted	Percentage of total number of votes casted
E-voting	NIL	NIL	NIL
Poll at AGM	NIL	NIL	NIL
<b>Total</b>	<b>NIL</b>	<b>NIL</b>	<b>NIL</b>

**A. N. SHRIVASTAVA**  
*Adv*  
 (Advocate)



**ADITYA NARAYAN SRIVASTAVA**

**ADVOCATE**

Based on the foregoing, Resolution No(s). 1 to 6 shall be deemed to have been passed with requisite majority.

Thanking You,  
Yours faithfully,

*Adv.* **A. N. SHRIVASTAVA**  
(Advocate)  
C.M.J. Court, Agra, Reg No.- 867/93

ADITYA NARAYAN SRIVASTAVA  
SCRUTINIZER  
ADVOCATE



Civil court, Agra, Reg. No. 867/93

PLACE: Agra

DATE: 26.09.2015

Witnesses to the unblocking of votes:

1. Mr. Dayal Verma

A handwritten signature in blue ink, appearing to be "D.V.", written over the name "Mr. Dayal Verma".

2. Ms. Hina Varshney

A handwritten signature in blue ink, appearing to be "Hina", written over the name "Ms. Hina Varshney".

---

OFFICE : B/H-198, KEDAR NAGAR, SHAHGANJ, AGRA-282010  
MOBILE NO : 09319113692  
EMAIL : aditya\_shrivastavaadvocate@yahoo.com

**SCRUTINIZER'S REPORT FOR POLL****FORM NO. MGT- 13**

[Pursuant to Section 109 of Companies Act, 2013 and Rule 21 (2) of The Companies (Management and Administration) Rules, 2014]

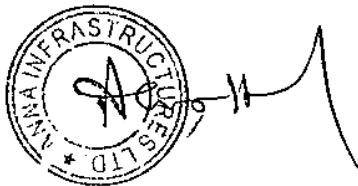
To,  
The Chairman  
ANNA INFRASTRUCTURES LIMITED  
(L65910UP1993PLC070612)  
Shop No. 1 & 3, E-14/6, First Floor, Shanta Tower  
Sanjay Place, Agra-282002

**Sub: Scrutinizer's Report on Poll pursuant to the provisions of Section 109 of Companies Act, 2013 read with Rule 21 of Companies (Management and Administration) Rules, 2014 conducted at the 23<sup>rd</sup> Annual General Meeting (AGM) of the Company.**

Respected Sir,

I, ADITIYA NARAYAN SRIVASTAVA, [Civil Court, Agra, Reg. No. 867/93] Advocate having office at B/H-198, Kedar Nagar, Shahganj, Agra-282010 has been appointed by the Board of Directors at their meeting held on 13<sup>th</sup> August, 2015 of ANNA INFRASTRUCTURES LIMITED ("The Company") as a Scrutinizer for the purpose of Poll taken at the 23<sup>rd</sup> Annual General Meeting of the Company to be held on 25<sup>th</sup> September, 2015 at 12 P.M. at Hotel Nuova, Block S-23, Sanjay Place, Agra-282005 submit report as under:

1. After the time fixed for closing of the poll by the Chairman, one ballot box kept for polling was locked in my presence with due identification marks placed by me.
2. The locked ballot box was subsequently opened in my presence and poll papers were diligently scrutinized. The polling papers were reconciled with the records maintained by the BEETAL FINANCIAL & COMPUTER SERVICES PRIVATE LIMITED and authorizations/proxies lodged with the Company.
3. The poll papers, which were incomplete and/or which were otherwise found defective have been treated as invalid and kept separately.
4. The result of the poll is as under:



**A. N. SHRIVASTAVA**  
Adv. (Advocate)  
Civil Court, Agra, Reg. No.:- 867/93

OFFICE : B/H-198, KEDAR NAGAR, SHAHGANJ, AGRA-282010  
MOBILE NO : 09319113692  
EMAIL : aditya\_shrivastavaadvocate@yahoo.com

**Resolution No. 1: Ordinary Resolution**

To receive, consider and adopt the Financial Statements of the Company for the year ended 31st March, 2015 including Audited Balance Sheet as at 31st March, 2015 and the Statement of Profit and Loss for the year ended on that date and the Reports of the Board of Directors and Auditors thereon.

**(I) Votes Casted In Favour of the Resolution:**

No. of Members present and voting (in person or by the proxy)	Number of Votes Cast by them	% of total number of valid Votes Cast
22	17,62,838	100%

**(II) Votes Casted In Against the Resolution:**

No. of Members present and voting (in person or by the proxy)	Number of Votes Cast by them	% of total number of valid Votes Cast
NIL	NIL	NIL

**(III) Invalid Votes:**

No. of Members present and voting (in person or by the proxy)	Number of Votes Cast by them	% of total number of valid Votes Cast
NIL	NIL	NIL



**A. N. SHRIVASTAVA**  
Adv. (Advocate)  
Civil Court, Agra Reg. No. 88702

**Resolution No. 2: Ordinary Resolution**

To Appoint a Director in place of Mr. Ashok Kumar Mittal (DIN 00320504), who retires by rotation and being eligible, offer himself for Re-Appointment.

**(I) Votes Casted In Favour of the Resolution:**

No. of Members present and voting (in person or by the proxy)	Number of Votes Cast by them	% of total number of valid Votes Cast
22	17,62,838	100%

**(II) Votes Casted In Against the Resolution:**

No. of Members present and voting (in person or by the proxy)	Number of Votes Cast by them	% of total number of valid Votes Cast
NIL	NIL	NIL

**(III) Invalid Votes:**

No. of Members present and voting (in person or by the proxy)	Number of Votes Cast by them	% of total number of valid Votes Cast
NIL	NIL	NIL



**A N. SHRIVASTAVA**  
Adi. (Advocate)  
Civil Court 8...

**Resolution No. 3: Ordinary Resolution**

To ratify the appointment of the M/s Mehra Sanjay & Co., Chartered Accountant, Auditors of the Company which has been approved at the Annual General Meeting held on September 27, 2014, for a term of three years i.e., from conclusion of 22<sup>nd</sup> Annual General Meeting till the conclusion of the 24<sup>th</sup> Annual General Meeting held thereafter (subject to ratification of the appointment by the members at every AGM held after this AGM) and fix their remuneration.

**(I) Votes Casted In Favour of the Resolution:**

No. of Members present and voting (in person or by the proxy)	Number of Votes Cast by them	% of total number of valid Votes Cast
22	17,62,838	100%

**(II) Votes Casted In Against the Resolution:**

No. of Members present and voting (in person or by the proxy)	Number of Votes Cast by them	% of total number of valid Votes Cast
NIL	NIL	NIL

**(III) Invalid Votes:**

No. of Members present and voting (in person or by the proxy)	Number of Votes Cast by them	% of total number of valid Votes Cast
NIL	NIL	NIL



**A. N. SHRIVASTAVA**  
Adv. (Advocate)  
Civil Court, Agra, Reg. No.- 887/93

**Resolution No. 4: Ordinary Resolution**

**OFFICE :** B/H-198, KEDAR NAGAR, SHAHGANJ, AGRA-282010  
**MOBILE NO :** 09319113692  
**EMAIL :** aditya\_shrivastavaadvocate@yahoo.com

Mrs.KusumSinghal (DIN 07142552) appointed as Independent Director of the Company to hold office for a period of 5 (Five) Years i.e. from March 30, 2015 upto March 30, 2020, whose office shall not be liable to retire by rotation.

(I) Votes Casted In Favour of the Resolution:

No. of Members present and voting (in person or by the proxy)	Number of Votes Cast by them	% of total number of valid Votes Cast
22	17,62,838	100%

(II) Votes Casted In Against the Resolution:

No. of Members present and voting (in person or by the proxy)	Number of Votes Cast by them	% of total number of valid Votes Cast
NIL	NIL	NIL

(III) Invalid Votes :

No. of Members present and voting (in person or by the proxy)	Number of Votes Cast by them	% of total number of valid Votes Cast
NIL	NIL	NIL



**A. N. SHRIVASTAVA**  
*Adv.* (Advocate)  
Civil Court, Agra. Reg No.:- 867/93



**Resolution No. 5: Ordinary Resolution**

Mr. Rhythm Garg (DIN 02881514) appointed as Independent Director of the Company to hold office for a period of 5 (Five) Years i.e. from April 10, 2015 up to April 10, 2020, whose office shall not be liable to retire by rotation.

**(I) Votes Casted In Favour of the Resolution:**

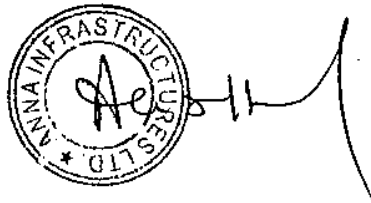
No. of Members present and voting (in person or by the proxy)	Number of Votes Cast by them	% of total number of valid Votes Cast
22	17,62,838	100%

**(II) Votes Casted In Against the Resolution**

No. of Members present and voting (in person or by the proxy)	Number of Votes Cast by them	% of total number of valid Votes Cast
NIL	NIL	NIL

**(III) Invalid Votes:**

No. of Members present and voting (in person or by the proxy)	Number of Votes Cast by them	% of total number of valid Votes Cast
NIL	NIL	NIL



**A. N. SHRIVASTAVA**  
*Adv.* (Advocate)  
Civil Court, Agra. Reg. No.: 167/93

**Resolution No. 6: Ordinary Resolution**

Appointment of Mr. Anil Kumar Agarwal (DIN 00399487) as a Whole Time Director for a period of 5 (Five) years with effect from May 30, 2015 on a remuneration which shall not exceed 5% of Net Profit of the Company for each year and on such terms and conditions as the board decide from time to time.

**(I) Votes Casted In Favour of the Resolution:**

No. of Members present and voting (in person or by the proxy)	Number of Votes Cast by them	% of total number of valid Votes Cast
22	17,62,838	100%

**(II) Votes Casted In Against the Resolution:**

No. of Members present and voting (in person or by the proxy)	Number of Votes Cast by them	% of total number of valid Votes Cast
NIL	NIL	NIL

**(III) Invalid Votes:**

No. of Members present and voting (in person or by the proxy)	Number of Votes Cast by them	% of total number of valid Votes Cast
NIL	NIL	NIL

- A Compact Disc (CD) containing a list of equity shareholders who voted "FOR"/ "AGAINST" and those whose votes were declared invalid for each resolution is enclosed for your perusal.
- The poll papers and all other relevant records were sealed and handed over to the Company Secretary/Director authorized by the Board for safe keeping.

Thanking You,

Yours faithfully,

**A. N. SHRIVASTAVA**  
 (Advocate)  
 Reg. No. - 867/93  
**ADITYA NARAYAN SRIVASTAVA**  
 SCRUTINIZER  
 ADVOCATE



Civil Court, Agra, Reg. No. 867/93

PLACE: Agra

DATE: 26/09/2015

**OFFICE** : B/H-198, KEDAR NAGAR, SHAHGANJ, AGRA-282010  
**MOBILE NO** : 09319113692  
**EMAIL** : aditya\_shrivastavaadvocate@yahoo.com

**SCRUTINIZER'S REPORT FOR REMOTE E-VOTING**

[Pursuant to Section 108 of Companies Act, 2013 and Rule 20 of Companies  
(Management and Administration) Amendment Rules, 2015]

**To,**  
**The Chairman**  
**ANNA INFRASTRUCTURES LIMITED**  
(L65910UP1993PLC070612)  
Shop No. 1 & 3, E-14/6, First Floor, Shanta Tower  
Sanjay Place, Agra-282002

**Sub: Scrutinizers Report on Remote E-voting conducted pursuant to the provisions of  
Section 108 of Companies Act, 2013 read with Rule 20 of Companies (Management  
and Administration) Amendment Rules, 2015**

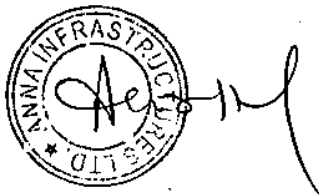
**Respected Sir,**

I, Aditya Narayan Srivastava, Advocate [Civil Court, Agra, Reg. No. 867/93] having office at B/H-198, Kedar Nagar, Shahganj, Agra-282010 has been appointed by the Board of Directors at their meeting held on 13<sup>th</sup> August, 2015 of ANNA INFRASTRUCTURES LIMITED ("The Company") as a Scrutinizer for the purpose of scrutinizing the E-voting process at the 23<sup>rd</sup> Annual General Meeting of the Company to be held on Friday, 25<sup>th</sup> September 2015 at 12 P.M. at Hotel Nuova, Block S-23, Sanjay Place, Agra-282005.

The Notice Date 13<sup>th</sup> August, 2015 convening the 23<sup>rd</sup> Annual General Meeting along with statement setting out material facts under Section 102 of the Act was sent to the Shareholders.

As a Scrutinizer, I report that the voting period for E-voting remained open to the Members from Monday, 21<sup>st</sup> September, 2015 (10:00 A.M.) up to Wednesday, 23<sup>rd</sup> September, 2015 (05:00 P.M.) both days inclusive in compliance with the provision of rule 20(4) of the Companies(Management and Administration) Amendment Rules, 2015.

The members have casted their vote through E-voting facility provided by the Central Depository Services (India) Limited (CDSL) as the Authorized Agency to provide E-voting facilities.



**A. N. SHRIVASTAVA**  
*Adv.* (Advocate)  
Civil Court, Agra, Reg. No.:- 867/93

**OFFICE :** B/H-198, KEDAR NAGAR, SHAHGANJ, AGRA-282010  
**MOBILE NO :** 09319113692  
**EMAIL :** aditya\_shrivastavaadvocate@yahoo.com

I have monitored the process of Electronic Voting through the scrutinizer's secured link provided by the CDSL on the designated website.

Particulars of all votes received electronically from the Members have been entered in a register separately maintained for the purpose.

On completion of the Remote E-voting period, I have unblocked the votes on 23<sup>rd</sup> September, 2015(at 5:15 PM) in the presence of two witnesses Mr. Dayal Verma & Miss. Hina Varshney (who were not the employee of the Company) and who have signed as witness to the unblocking of votes in compliance with the provision of rule 20(4) (xii) of The Companies (Management and Administration) Amendment Rules, 2015.

Thereafter, the details containing, inter-alia, list of Equity Shareholders, who voted "For" and "Against", each of the resolutions that were put to vote, were generated from the remote e-voting website of "CDSL" i.e <https://www.evotingindia.com/> and based on such reports generated, the result of the remote e-voting is provided hereunder.

Item no.	Subject matter of the resolution	Total no. Of shares through E-voting	Assent/in Favour of		Dissent/ Against	
			No. Of votes through E-voting	% of votes in favour of votes through E-voting	No. Of votes through E-voting	% of votes against on votes through E-voting
<b>ORDINARY BUSINESS</b>						
1.	To receive, consider and adopt the Financial Statements of the Company for the year ended 31st March, 2015 including audited Balance Sheet as at 31st March, 2015 and the Statement of Profit and Loss for the year ended on that date and the Reports of the Board of Directors and Auditors	596004	487404	81.77	108600	18.23



**A. N. SHRIVASTAVA**  
Adv. (Advocate)  
Civil Court, Agra, Reg. No.- R67/93

OFFICE : B/H-198, KEDAR NAGAR, SHAHGANJ, AGRA-282010  
MOBILE NO : 09319113692  
EMAIL : aditya\_shrivastavaadvocate@yahoo.com

	thereon.					
2.	To Appoint a Director in place of Mr. Ashok Kumar Mittal (DIN 00320504), who retires by rotation and being eligible, offer himself for re-appointment.	596004	487404	81.77	108600	18.23
3.	To ratify the appointment of the M/s Mehra Sanjay & Co., Chartered Accountant, Auditors of the Company which has been approved at the Annual General Meeting held on September 27, 2014, for a term of three years i.e., from conclusion of 22 <sup>nd</sup> Annual General Meeting till the conclusion of the 24 <sup>th</sup> Annual General Meeting held thereafter (subject to ratification of the appointment by the members at every AGM held after this AGM) and fix their remuneration.	596004	487404	81.77	108600	18.23
<b>SPECIAL BUSINESS</b>						
4.	Mrs. Kusum Singhal (DIN 07142552) appointed as Independent Director of the Company to hold office for a period of 5 (Five) Years i.e. from March 30, 2015 upto March 30, 2020, whose office shall not be liable to retire by rotation.	596004	484904	81.36	111100	18.64



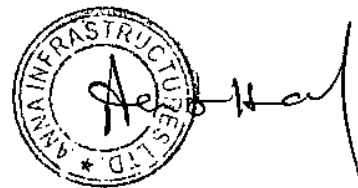
**A N. SHRIVASTAVA**  
Adv. (Advocate)  
CMA Court Area No. 50

5.	Mr. Rhythm Garg (DIN 02881514) appointed as Independent Director of the Company to hold office for a period of 5 (Five) Years i.e. from April 10, 2015 upto April 10, 2020, whose office shall not be liable to retire by rotation.	596004	484904	81.36	111100	18.64`
6.	Appointment of Mr. Anil Kumar Agarwal (DIN 00399487) as a Whole Time Director for a period of 5 (Five) years with effect from May 30, 2015 on a remuneration which shall not exceed 5% of Net Profit of the Company for each year and on such terms and conditions as the board decide from time to time.	596004	484904	81.36	111100	18.64`

You may accordingly declare the result of E-voting.

Thanking You,  
Yours Faithfully,


**A. N. SHRIVASTAVA**  
*Adv.* (Advocate)  
**ADITYA NARAYAN SRIVASTAVA**  
SCRUTINIZER  
ADVOCATE  
Civil court, Agra, Reg. No. 867/93



PLACE: Agra  
DATE: 26.09.2015

We the undersigned witnesses that the votes were unblocked from the E-voting website of the Central Depository Services (India) Limited in our presence on 25<sup>th</sup> September, 2015 at 5:15 PM

  
1. Mr. Dayal Verma

  
2. Ms. Hina Varshney