



MAN INFRACONSTRUCTION LIMITED

12th Floor, Krushal Commercial Complex, Above Shoppers Stop, G. M. Road, Chembur (West), Mumbai - 400089. India
☎: 91 22 42463999 | 📠: 91 22 25260589/91 | ✉: office@maninfra.com | 🌐: www.maninfra.com | 📘: www.facebook.com/maninfra

Date: 12th August, 2015

The Listing Department
National Stock Exchange of India Limited
Exchange Plaza, Bandra Kurla Complex,
Bandra (E), Mumbai- 400051
SYMBOL: MANINFRA

Corporate Relationship Department
BSE Limited
Phiroze Jeejeebhoy Towers,
Dalal Street, Mumbai 400 001
SCRIPT CODE: 533169

Subject: Details of Voting Results at 13th Annual General Meeting held on 12th August, 2015

Dear Sir/Madam,

Pursuant to the provisions of Section 96 of the Companies Act, 2013, the 13th Annual General Meeting (AGM) of the Company was convened on 12th August, 2015 at Lions Club of Ghatkopar, Plot E-93, Garodia Nagar, Ghatkopar (East), Mumbai- 400 077 at 10.00 A.M. to seek the approval of members of the Company on the resolutions set out in the Notice dated 3rd July, 2015.

Further, pursuant to the provisions of Section 108 of the Companies Act, 2013, read with Companies (Management & Administration) Rules, 2014 as amended from time to time and Clause 35B of the Listing Agreement, the Company had provided facility to the members to vote electronically and also by physical ballot on aforesaid resolutions. The Company had appointed Mr. Himanshu S. Kamdar, Practicing Company Secretary, as the Scrutinizer to conduct the voting process in a fair and transparent manner.

The Scrutinizer has submitted his report on the remote e-voting and the physical ballot, a copy of which is attached hereto. The summary of the voting results is as under:

Sr. No	Particulars	% of shares voted in favor of the resolution	% of shares voted against the resolution
1.	To receive, consider and adopt the Audited Balance Sheet as at 31 st March, 2015 and the Statement of Profit and Loss for the year ended on that date together with the Reports of the Board of Directors and Auditors thereon.	100.00	0*
2.	To appoint a Director in place of Mr. Suketu Shah (DIN 00063124), who retires by rotation at this Annual General Meeting and being eligible, offers himself for re-appointment.	100.00	0*
3.	To ratify appointment of M/s G. M. Kapadia & Co, Chartered Accountants (Firm Registration No. 104767W) as the Statutory Auditors of the Company	100.00	0*
4.	To approve related party transactions	100.00	0*

* Less than 0.01%

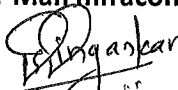


Accordingly, we declare that all 4 (Four) resolutions as set out in the Notice of AGM, have been passed with requisite majority by the Members of the Company.

Further, in accordance with the provisions of Clause 35A of the Listing Agreement, please find enclosed the details of the voting results in the prescribed format for your information and records.

Thanking You,

For Man Infraconstruction Limited


Durgesh Dingankar
Company Secretary

Encl: As above



Rathi & Associates

COMPANY SECRETARIES

A-303, Prathamesh, 3rd Floor, Raghuvanshi Mills Compound, 11-12, Senapati Bapat Marg, Lower Parel (W), Mumbai - 400 013.
Tel.: 4076 4444 / 2491 1222 • Fax : 4076 4466 • E-mail : associates.rathi8@gmail.com

12th August, 2015

To,
The Managing Director
Man Infraconstruction Limited
12th Floor, Krushal Commercial Complex,
Above Shoppers Stop, G. M. Road,
Chembur (West), Mumbai – 400 089

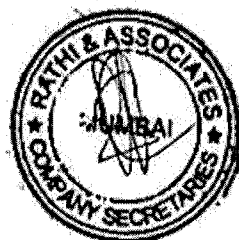
Dear Sir,

Sub: Scrutinizer's Report on the remote e-voting and physical voting through ballots at 13th Annual General Meeting of the members of Man Infraconstruction Limited

Man Infraconstruction Limited ("the Company") at their Board meeting held on 27th May, 2015 appointed the undersigned as the Scrutinizer to ensure that the process of remote e-voting and physical voting through ballots as prescribed under Section 108 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 of the Companies Act, 2013 ("the Act") as amended from time to time and Clause 35B of the Listing Agreement, at the 13th Annual General Meeting ("13th AGM") on the resolutions contained in the Notice dated 3rd July, 2015 for 13th AGM, placed for the approval of Members of the Company, be carried out in a fair and transparent manner.

The management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and rules made thereunder and the applicable provisions of the Listing Agreement, relating to remote e-voting and physical ballots on the resolutions as contained in the aforesaid notice. My responsibility as a Scrutinizer is to scrutinize and ensure that the voting done through remote e-voting and physical ballots is done in a fair and transparent manner and to make a Consolidated Scrutinizer's Report of the votes cast "in favour" or "against" the resolutions, based on the reports generated from the remote e-voting system of National Securities Depository Limited and of voting through ballots as provided by Link Intime India Private Limited, the agencies engaged by the Company to provide remote e-voting facilities.

As required under Section 101 of the Act, a notice along with explanatory statement under Section 102 of the Act for the 13th AGM was sent to the Members by permitted means, for seeking approval of members on following resolutions:

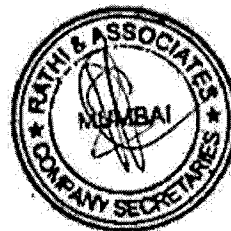


1. Resolution No. 1 as an Ordinary Resolution for consideration and adoption of the Audited Balance Sheet as at 31st March, 2015 and the Statement of Profit and Loss for the year ended on that date together with the Reports of the Board of Directors and Auditors thereon;
2. Resolution No. 2 as an Ordinary Resolution to appoint Mr. Suketu R. Shah (DIN: 00063124), who retired by rotation at this Annual General Meeting and being eligible, offered himself for re-appointment;
3. Resolution No. 3 as an Ordinary Resolution for ratification of appointment of M/s G.M. Kapadia & Co, Chartered Accountants (Firm Registration No. 104767W) as the Statutory Auditors of the Company, which had been approved at the 12th Annual General Meeting of the Company held on September 18, 2014 for a term of three financial years i.e upto the conclusion of 15th Annual General Meeting.
4. Resolution No. 4 as a Special Resolution for approval under Section 188 of the Companies Act, 2013 read with Clause 49(VII)(E) of the Listing Agreement for transactions with Man Vastucon LLP ('Related Party') in terms of Clause 49 of the Listing Agreement for the financial year 2015-16 and for every financial year thereafter.

The Company provided the remote e-Voting facility offered by National Securities Depository Limited to cast votes on aforesaid resolutions by the members of the Company.

Remote e-voting facility was made available to shareholders of the Company to exercise their voting rights from 9.00 a.m. of Sunday, 9th August, 2015 upto 5.00 p.m. of Tuesday, 11th August, 2015. Accordingly, e-votes casted upto 5.00 p.m. of Tuesday, 11th August, 2015 have been considered for my scrutiny.

After the conclusion of the 13th AGM, first the voting conducted through physical ballots at the meeting, and thereafter through remote e-voting had been unblocked in the presence of two witnesses not in employment of the Company, namely Mr. Rishit Shah and Mr. Ganapati Haligouda. A summary of the votes cast by shareholders through remote e-voting and physical ballots at the Annual General Meeting with their pattern of voting is as per Annexure annexed to this Report.



The results of the voting by members through remote e-voting and physical ballots at the 13th Annual General Meeting in respect of the above mentioned resolutions may accordingly be declared by the Company Secretary of the Company (who has been so authorized by the Chairman in writing) and who has also countersigned this report.

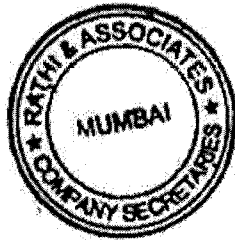
Thanking you,

Yours sincerely,

For RATHI & ASSOCIATES
COMPANY SECRETARIES



HIMANSHU S. KAMDAR
PARTNER
FCS NO. 5171
COP NO. 3030



COUNTERSIGNED BY
FOR MAN INFRACONSTRUCTION LIMITED



DURGESH SUHAS DINGANKAR
COMPANY SECRETARY
Membership Number FCS 7007

ANNEXURE

The summary of the votes cast through e-Voting and physical ballots received for each of the resolutions is given below:

For Resolution No. 1:

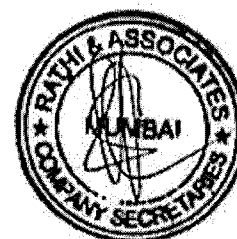
Sr. No.	Particulars	Resolution 1	
		No. of Ballots / Remote E-Voting	No. of Shares voted
a.	Votes cast through physical ballot	20	87,670
b.	Remote e-Voting Confirmations received	90	196,510,298
	Total	110	196,597,968
c.	Less: Invalid Ballot / Remote e-Voting confirmations	1	600
d.	Net Valid Physical Ballot Forms / Remote e-Voting	109	196,597,368
	(i) Physical Ballot Forms / Remote e-Voting with assent for the Resolution	108	196,597,343
% of Assent			100%
	(ii) Physical Ballot Forms / Remote e-Voting with dissent for the Resolution	1	25
% of Dissent			0%

* Rounded off to the nearest number

For Resolution No.2:

Sr. No.	Particulars	Resolution 2	
		No. of Ballots / Remote E-Voting	No. of Shares voted
a.	Votes cast through physical ballot	20	87,670
b.	Remote e-Voting Confirmations received	88	190,742,658
	Total	108	190,830,328
c.	Less: Invalid Ballot / Remote e-Voting confirmations	1	600
d.	Net Valid Physical Ballot Forms / Remote e-Voting	107	190,829,728
	(i) Physical Ballot Forms / Remote e-Voting with assent for the Resolution	101	190,829,268
% of Assent			100%
	(ii) Physical Ballot Forms / Remote e-Voting with dissent for the Resolution	6	460
% of Dissent			0%

* Rounded off to the nearest number



For Resolution No. 3:

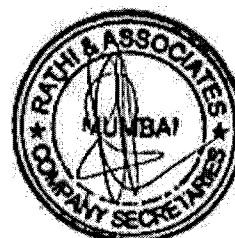
Sr. No.	Particulars	Resolution 3	
		No. of Ballots / Remote E-Voting	No. of Shares voted
a.	Votes cast through physical ballot	20	87,670
b.	Remote e-Voting Confirmations received	90	196,510,298
	Total	110	196,597,968
c.	Less: Invalid Ballot / Remote e-Voting confirmations	1	600
d.	Net Valid Physical Ballot Forms / Remote e-Voting	109	196,597,368
	(i) Physical Ballot Forms / Remote e-Voting with assent for the Resolution	106	196,597,288
	% of Assent		100%
	(ii) Physical Ballot Forms / Remote e-Voting with dissent for the Resolution	3	80
	% of Dissent		0%

* Rounded off to the nearest number

For Resolution No. 4:

Sr. No.	Particulars	Resolution 4	
		No. of Ballots / Remote E-Voting	No. of Shares voted
a.	Votes cast through physical ballot	20	87,670
b.	Remote e-Voting Confirmations received	76	27,010,083
	Total	96	27,097,753
c.	Less: Invalid Ballot / Remote e-Voting confirmations	1	600
d.	Net Valid Physical Ballot Forms / Remote e-Voting	95	27,097,153
	(i) Physical Ballot Forms / Remote e-Voting with assent for the Resolution	87	27,096,491
	% of Assent		100%
	(ii) Physical Ballot Forms / Remote e-Voting with dissent for the Resolution	8	662
	% of Dissent		0%

* Rounded off to the nearest number





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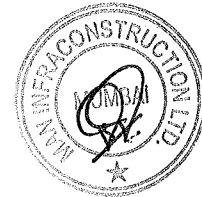
DETAILS OF VOTING RESULTS

Date of AGM	12.08.2015
Total number of shareholders on record date (cutoff date): 05.08.2015	18010
No. of shareholders present in the meeting either in person or through proxy:	
Promoters and Promoter Group:	5
Public	55
No. of shareholders attended the meeting through Video Conferencing	Not arranged
Promoters and Promoter Group:	
Public:	

AGENDA-WISE

The mode of voting on all the resolutions:

1. Remote E-voting facility was made available from 9.00 AM on Sunday, 9th August, 2015 up to 5.00 PM on Tuesday, 11th August, 2015; and
2. Voting through physical ballots was made available at the Annual General Meeting for those shareholders who did not avail remote e-voting facility.



Man Infraconstruction Limited

Promoter /Public	Number of Shares held	Number of Votes polled	% of Votes polled on Outstanding shares	Number of Votes in favour	Number of Votes Against	% of Votes in favour on Votes polled	% of Votes Against on Votes polled
Resolution No 1: Adoption of Audited Balance Sheet as at 31st March, 2015 and the Statement of Profit and Loss for the year ended on that date together with the Reports of the Board of Directors and Auditors thereon							
Mode of Voting: (E-voting)							
Promoter and Promoter Group	163675175	163675175	100.0000	163675175	0	100.0000	0.0000
Public Institutional Holders	4101991	1415412	34.5055	1415412	0	100.0000	0.0000
Public-Others	79723104	31419711	39.4110	31419686	25	99.9999	0.0001
Total(A)	247500270	196510298	79.3980	196510273	25	100.0000	0.0000
Mode of Voting: (Poll)							
Promoter and Promoter Group	163675175	0	0.0000	0	0	0.0000	0.0000
Public Institutional Holders	4101991	0	0.0000	0	0	0.0000	0.0000
Public-Others	79723104	87070	0.1092	87070	0	100.0000	0.0000
Total(B)	247500270	87070	0.0352	87070	0	100.0000	0.0000
Result (A+B)	247500270	196597368	79.4332	196597343	25	100.0000	0.0000



Man Infraconstruction Limited

Promoter /Public	Number of Shares held	Number of Votes polled	% of Votes polled on Outstanding shares	Number of Votes in favour	Number of Votes Against	% of Votes in favour on Votes polled	% of Votes Against on Votes polled
Resolution No 2: Re- appointment of Mr. Suketu R. Shah (DIN 00063124), as a Director of the Company							
Mode of Voting: (E-voting)							
Promoter and Promoter Group	163675175	163675175	100.0000	163675175	0	100.0000	0.0000
Public Institutional Holders	4101991	1415412	34.5055	1415412	0	100.0000	0.0000
Public-Others	79723104	25652071	32.1765	25651611	460	99.9982	0.0018
Total(A)	247500270	190742658	77.0677	190742198	460	99.9998	0.0002
Mode of Voting: (Poll)							
Promoter and Promoter Group	163675175	0	0.0000	0	0	0.0000	0.0000
Public Institutional Holders	4101991	0	0.0000	0	0	0.0000	0.0000
Public-Others	79723104	87070	0.1092	87070	0	100.0000	0.0000
Total(B)	247500270	87070	0.0352	87070	0	100.0000	0.0000
Result (A+B)	247500270	190829728	77.1029	190829268	460	99.9998	0.0002



Man Infraconstruction Limited

Promoter /Public	Number of Shares held	Number of Votes polled	% of Votes polled on Outstanding shares	Number of Votes in favour	Number of Votes Against	% of Votes in favour on Votes polled	% of Votes Against on Votes polled
Resolution No 3: Ratification of appointment of Auditors							
Mode of Voting: (E-voting)							
Promoter and Promoter Group	163675175	163675175	100.0000	163675175	0	100.0000	0.0000
Public Institutional Holders	4101991	1415412	34.5055	1415412	0	100.0000	0.0000
Public-Others	79723104	31419711	39.4110	31419631	80	99.9997	0.0003
Total(A)	247500270	196510298	79.3980	196510218	80	100.0000	0.0000
Mode of Voting: (Poll)							
Promoter and Promoter Group	163675175	0	0.0000	0	0	0.0000	0.0000
Public Institutional Holders	4101991	0	0.0000	0	0	0.0000	0.0000
Public-Others	79723104	87070	0.1092	87070	0	100.0000	0.0000
Total(B)	247500270	87070	0.0352	87070	0	100.0000	0.0000
Result (A+B)	247500270	196597368	79.4332	196597288	80	100.0000	0.0000



Man Infraconstruction Limited

Promoter /Public	Number of Shares held	Number of Votes polled	% of Votes polled on Outstanding shares	Number of Votes in favour	Number of Votes Against	% of Votes in favour on Votes polled	% of Votes Against on Votes polled
Resolution No 4: Approval of material related party transactions							
Mode of Voting: (E-voting)							
Promoter and Promoter Group	163675175	0	0.0000	0	0	0.0000	0.0000
Public Institutional Holders	4101991	1415412	34.5055	1415412	0	100.0000	0.0000
Public-Others	79723104	25594671	32.1045	25594009	662	99.9974	0.0026
Total(A)	247500270	27010083	10.9132	27009421	662	99.9975	0.0025
Mode of Voting: (Poll)							
Promoter and Promoter Group	163675175	0	0.0000	0	0	0.0000	0.0000
Public Institutional Holders	4101991	0	0.0000	0	0	0.0000	0.0000
Public-Others	79723104	87070	0.1092	87070	0	100.0000	0.0000
Total(B)	247500270	87070	0.0352	87070	0	100.0000	0.0000
Result (A+B)	247500270	27097153	10.9484	27096491	662	99.9976	0.0024

