



MAN INFRACONSTRUCTION LIMITED

12th Floor, Krushal Commercial Complex, Above Shoppers Stop, G. M. Road, Chembur (West), Mumbai - 400089. India
T: 91 22 42463999 | F: 91 22 25251589 | E: office@maninfra.com | W: www.maninfra.com | FB: www.facebook.com/maninfra

Date: 12th August, 2016

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 14th Annual General Meeting held on 11th August, 2016

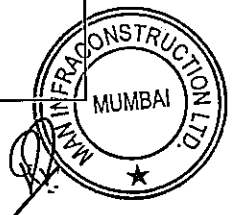
Dear Sir/Madam,

Pursuant to the provisions of Section 96 of the Companies Act, 2013, the 14th Annual General Meeting (AGM) of the Company was convened on 11th August, 2016 at Balbhawan, Ghatkopar Balkan-Ji-Bari Marg, Opposite Rajawadi Garden, Ghatkopar East, Mumbai - 400077 at 10.00 A.M. IST to seek the approval of members of the Company on the resolutions set out in the Notice dated 6th July, 2016.

Further, pursuant to the provisions of Section 108 of the Companies Act, 2013 ("Act") read with Rule 20 and Rule 21 of the Companies (Management and Administration) Rules, 2014 as amended from time to time and Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Regulations"), 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 financial statements, including audited consolidated financial statements of the Company for the financial year ended 31 st March, 2016 together with the Reports of the Board of Directors and Auditors thereon.	100.00	0
2.	To confirm Interim Dividends paid during the Financial Year ended 31 st March, 2016 as Final Dividend.	100.00	0*
3.	To appoint a Director in place of Mr. Manan Shah (DIN 06500239); who retires by rotation at this Annual General Meeting and being eligible, offers himself for re-appointment.	99.99	0.01



4.	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*
5.	To approve payment of remuneration to Cost Auditors.	99.99	0.01
6.	To approve related party transactions.	99.99	0.01

* Less than 0.01%

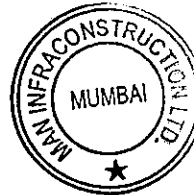
Accordingly, we declare that all 6 (Six) resolutions as set out in the Notice of AGM, have been passed with requisite majority by the Members of the Company.

Further, in accordance with the provisions of Regulation 44 of the SEBI Regulations, 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

August 12, 2016

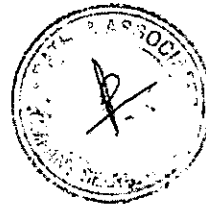
To,
The Managing Director
Man Infraconstruction Limited
12th Floor, Krushal Commercial Complex,
Above Shoppers Stop, G. M. Road,
Chembur(West), Mumbai- 400 089

Dear Sir,

Sub: Scrutinizer's Report on the remote e-voting and physical voting through ballots at the 14th Annual General Meeting of the Members of Man Infraconstruction Limited

Man Infraconstruction Limited ("the Company") at their Board meeting held on May 19, 2016, appointed the undersigned as the Scrutinizer to ensure that the process of remote e-voting and physical voting through ballots on the resolutions contained in the Notice of Annual General Meeting dated July 06, 2016, 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 Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, 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 regulations of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, relating to remote e-voting and physical ballot voting on the resolutions contained in the aforesaid Notice of the 14th Annual General Meeting (AGM) of the Members of the Company. 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 (NSDL) and of voting through ballot as provided by Link Intime (India) Private Limited, the agencies engaged by the Company to provide remote e-voting facilities at the AGM.



As required under Section 101 of the Act, a notice along with explanatory statement under Section 102 of the Act 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 Audited Financial Statements, including Audited Consolidated Financial Statements of the Company for the financial year ended March 31, 2016 together with the Reports of the Board of Directors and Auditors.
2. **Resolution No.2** as an Ordinary Resolution to confirm first and second interim dividend on Equity Shares paid during the financial year ended March 31, 2016 as Final Dividend.
3. **Resolution No.3** as an Ordinary Resolution for appointment of Mr. Manan P. Shah (DIN 06500239) as Director of the Company, who retired by rotation and being eligible, offered himself for re-appointment.
4. **Resolution No.4** as an Ordinary Resolution for ratification of appointment of M/s. G.M. Kapadia & Co., Chartered Accountants, Mumbai (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.
5. **Resolution No. 5** as an Ordinary Resolution for approval of appointment of M/s. Shekhar Joshi & Company, Cost Accountants (Firm Registration Number 100448), as the Cost Auditors of the Company for the financial year ending March 31, 2017 and for payment of remuneration to them.
6. **Resolution No. 6** as an Ordinary Resolution for approval under Section 188 of the Companies Act, 2013 read with Regulation 23 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 for transactions with Man Realtors and Holdings Private Limited ('Related Party').

The Company provided the remote e-voting facility offered by NSDL to cast votes on aforesaid resolutions for the members of the Company. The Company had also made available the physical ballots at the 14th AGM to enable the members to cast their votes on the aforesaid resolutions.

Remote e-voting facility was made available to shareholders of the Company to exercise their voting rights from 9:00 a.m. of Monday, August 8, 2016 upto 5.00 p.m. of Wednesday, August



10, 2016. Accordingly, e-votes casted upto 5.00 p.m. of August 10, 2016 have been considered for my scrutiny. The facility of voting at the Annual General Meeting through physical ballot has also been considered for the scrutiny.

After the conclusion of the 14th Annual General Meeting, first the voting conducted through physical ballot 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. Ganapati Haligouda and Ms. Manasi Shah A summary of the votes cast by shareholders through remote e-voting and physical ballots at the 14th 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 14th 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 authorised 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 Physical Ballot and through remote e-voting confirmations received for each of the resolutions is given below:

For Resolution 1:

Sr. No.	Particulars	Resolution 1	
		No. of Ballots/ Remote E-Voting	No. of Shares voted
a.	Votes cast through physical ballot	17	52,559
b.	Remote e-voting confirmations received	95	17,72,96,474
	Total	112	17,73,49,033
c.	Less: Invalid Ballot/Remote e-voting confirmations	2	4,000
d.	Net Valid Physical Ballot Forms/Remote e-Voting	110	17,73,45,033
	(i) Physical Ballot Forms/Remote e-voting with assent for the Resolution	110	17,73,45,033
% of Assent			100%
	(ii) Physical Ballot Forms/Remote e-voting with dissent for the Resolution	-	-
% of Dissent			-



For Resolution 2:

Sr. No.	Particulars	Resolution 2	
		No. of Ballots/Remote E-Voting	No. of Shares voted
a.	Votes cast through physical ballot	17	52,559
b.	Remote e-voting confirmations received	95	17,72,96,474
	Total	112	17,73,49,033
c.	Less: Invalid Ballot/Remote e-voting confirmations	2	4,000
d.	Net Valid Physical Ballot Forms/Remote e-Voting	110	17,73,45,033
	(i) Physical Ballot Forms/Remote e-voting with assent for the Resolution	108	17,73,43,933
% of Assent*			*100%
	(ii) Physical Ballot Forms/Remote e-voting with dissent for the Resolution	2	1100
% of Dissent*			0%

* Rounded off to nearest number



For Resolution 3:

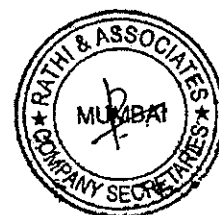
Sr. No.	Particulars	Resolution 3	
		No. of Ballots/Remote E-Voting	No. of Shares voted
a.	Votes cast through physical ballot	17	52,559
b.	Remote e-voting confirmations received	87	2,58,37,963
	Total	104	2,58,90,522
c.	Less: Invalid Ballot/Remote e-voting confirmations	2	4,000
d.	Net Valid Physical Ballot Forms/Remote e-Voting	102	2,58,86,522
	(i) Physical Ballot Forms/Remote e-voting with assent for the Resolution	101	2,58,84,293
% of Assent			99.99%
	(ii) Physical Ballot Forms/Remote e-voting with dissent for the Resolution	1	2,229
% of Dissent			0.01%



For Resolution 4:

Sr. No.	Particulars	Resolution 4	
		No. of Ballots/Remote E-Voting	No. of Shares voted
a.	Votes cast through physical ballot	17	52,559
b.	Remote e-voting confirmations received	95	17,72,96,474
	Total	112	17,73,49,033
c.	Less: Invalid Ballot/Remote e-voting confirmations	2	4,000
d.	Net Valid Physical Ballot Forms/Remote e-Voting	110	17,73,45,033
	(i) Physical Ballot Forms/Remote e-voting with assent for the Resolution	109	17,73,43,968
% of Assent*			*100%
	(ii) Physical Ballot Forms/Remote e-voting with dissent for the Resolution	1	1,065
% of Dissent*			0%

* Rounded off to nearest number



For Resolution 5:

Sr. No.	Particulars	Resolution 5	
		No. of Ballots/Remote E-Voting	No. of Shares voted
a.	Votes cast through physical ballot	17	52,559
b.	Remote e-voting confirmations received	95	17,72,96,474
	Total	112	17,73,49,033
c.	Less: Invalid Ballot/Remote e-voting confirmations	2	4,000
d.	Net Valid Physical Ballot Forms/Remote e-Voting	110	17,73,45,033
	(i) Physical Ballot Forms/Remote e-voting with assent for the Resolution	109	17,73,42,804
% of Assent		99.99%	
	(ii) Physical Ballot Forms/Remote e-voting with dissent for the Resolution	1	2,229
% of Dissent		0.01%	



For Resolution 6:

Sr. No.	Particulars		Resolution 6	
			No. of Ballots/Remote E-Voting	No. of Shares voted
a.	Votes cast through physical ballot		17	52,559
b.	Remote e-voting confirmations received		76	1,87,96,398
	Total		93	1,88,48,957
c.	Less: Invalid Ballot/Remote e-voting confirmations		2	4,000
d.	Net Valid Physical Ballot Forms/Remote e-Voting		91	1,88,44,957
	(i)	Physical Ballot Forms/Remote e-voting with assent for the Resolution	88	1,88,42,326
% of Assent			99.99%	
	(ii)	Physical Ballot Forms/Remote e-voting with dissent for the Resolution	3	2,631
% of Dissent			0.01%	





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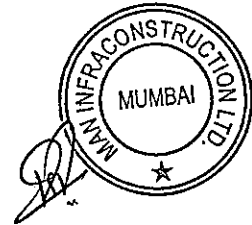
DETAILS OF VOTING RESULTS

Date of AGM	11.08.2016
Total number of shareholders on record date (cutoff date): 04.08.2016	20620
No. of shareholders present in the meeting either in person or through proxy:	
Promoters and Promoter Group:	5
Public	50
No. of shareholders attended the meeting through Video Conferencing	Not arranged
Promoters and Promoter Group:	
Public:	

AGENDA-WISE

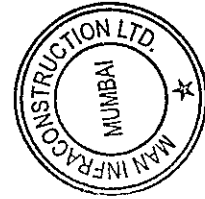
The mode of voting on all the resolutions:

1. Remote E-voting facility was made available from 9.00 AM on Monday, 8th August, 2016 up to 5.00 PM on Wednesday, 10th August, 2016; 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

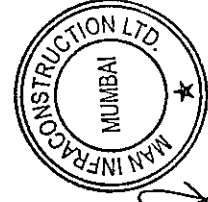
Resolution Required : (Ordinary)		1 - To receive, consider and adopt the Audited financial statements, including audited consolidated financial statements of the Company for the financial year ended 31st March, 2016 together with the Reports of the Board of Directors and Auditors thereon.													
Whether promoter/ promoter group are interested in the agenda/resolution?		NO													
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes - in favour	No. of Votes -Against	% of Votes in favour on votes polled	% of Votes against on votes polled	[1]	[2]	[3]=[2]/[1]*100	[4]	[5]	[6]=[4]/[2]*100	[7]=[5]/[2]*100
Promoter and Promoter Group	E-Voting		151480201	100.0000	151480201	0	100.0000	0.0000							
	Poll		0	0.0000	0	0	0.0000	0.0000							
	Postal Ballot	151480201	0	0.0000	0	0	0.0000	0.0000							
	Total			151480201	100.0000	151480201	0	100.0000	0.0000						
Public Institutions	E-Voting		0	0.0000	0	0	0.0000	0.0000							
	Poll		0	0.0000	0	0	0.0000	0.0000							
	Postal Ballot	3521679	0	0.0000	0	0	0.0000	0.0000							
	Total														
Public Non Institutions	E-Voting		25812773	27.9062	25812773	0	100.0000	0.0000							
	Poll		52059	0.0563	52059	0	100.0000	0.0000							
	Postal Ballot	92498390	0	0.0000	0	0	0.0000	0.0000							
	Total			25864832	27.9625	25864832	0	100.0000	0.0000						
Total		247500270	177345033	71.6545	177345033	0	100.0000	0.0000							



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Man Infraconstruction Limited

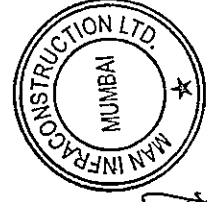
Resolution Required : (Ordinary)		2 - To confirm Interim Dividends paid during the Financial Year ended 31st March, 2016 as Final Dividend.						
Whether promoter/ promoter group are interested in the agenda/resolution?		NO						
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes –Against	% of Votes in favour on votes polled	% of Votes against on votes polled
		[1]	[2]	[3] = {[2]/[1]}*100	[4]	[5]	[6] = {[4]/[2]}*100	[7] = {[5]/[2]}*100
Promoter and Promoter Group	E-Voting		151480201	100.0000	151480201	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot	151480201	0	0.0000	0	0	0.0000	0.0000
	Total		151480201	100.0000	151480201	0	100.0000	0.0000
Public Institutions	E-Voting		0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot	3521679	0	0.0000	0	0	0.0000	0.0000
	Total		3521679	0.0000	0.0000	0	0.0000	0.0000
Public Non Institutions	E-Voting		25812773	27.9062	25811673	1100	99.9957	0.0043
	Poll		52059	0.0563	52059	0	100.0000	0.0000
	Postal Ballot	92498390	0	0.0000	0	0	0.0000	0.0000
	Total		247500270	27.9625	25863732	1100	99.9957	0.0043
Total		247500270	177345033	71.6545	177343933	1100	99.9994	0.0006



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Man Infraconstruction Limited

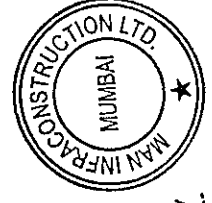
Resolution Required : (Ordinary)		3 - To appoint a Director in place of Mr. Manan Shah (DIN 06500239); who retires by rotation at this Annual General Meeting and being eligible, offers himself for re-appointment.									
Whether promoter/ promoter group are interested in the agenda/resolution?		YES- Only immediate relatives									
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		21690	0.0143	21690	0	100.0000	0.0000			
	Poll		0	0.0000	0	0	0.0000	0.0000			
	Postal Ballot	151480201	0	0.0000	0	0	0.0000	0.0000			
	Total		21690	0.0143	21690	0	100.0000	0.0000			
Public Institutions	E-Voting		0	0.0000	0	0	0.0000	0.0000			
	Poll		0	0.0000	0	0	0.0000	0.0000			
	Postal Ballot	3521679	0	0.0000	0	0	0.0000	0.0000			
	Total		0	0.0000	0	0	0.0000	0.0000			
Public Non Institutions	E-Voting		25812773	27.9062	25810544	2229	99.9914	0.0086			
	Poll		52059	0.0563	52059	0	100.0000	0.0000			
	Postal Ballot	92498390	0	0.0000	0	0	0.0000	0.0000			
	Total		25864832	27.9625	25862603	2229	99.9914	0.0086			
Total		247500270	25886522	10.4592	25884293	2229	99.9914	0.0086			



(Signature)

Man Infraconstruction Limited

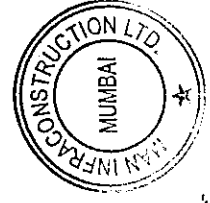
Resolution Required : (Ordinary)		4 - To ratify appointment of M/s G. M. Kapadia & Co, Chartered Accountants (Firm Registration No. 104767W) as the Statutory Auditors of the Company.						
Whether promoter/ promoter group are interested in the agenda/resolution?		NO						
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes - in favour	No. of Votes -Against	% of Votes in favour on votes polled	% of Votes against on votes polled
		[1]	[2]	[3]=[2]/[1]*100	[4]	[5]	[6]=[4]/[2]*100	[7]=[5]/[2]*100
Promoter and Promoter Group	E-Voting	151480201	151480201	100.0000	151480201	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot	151480201	0	0.0000	0	0	0.0000	0.0000
	Total		151480201	100.0000	151480201	0	100.0000	0.0000
Public Institutions	E-Voting		0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot	3521679	0	0.0000	0	0	0.0000	0.0000
	Total		0	0.0000	0	0	0.0000	0.0000
Public Non Institutions	E-Voting		25812773	27.9062	25811708	1065	99.9959	0.0041
	Poll		52059	0.0563	52059	0	100.0000	0.0000
	Postal Ballot	92498390	0	0.0000	0	0	0.0000	0.0000
	Total		25864832	27.9625	25863767	1065	99.9959	0.0041
Total		247500270	177345033	71.6545	177343968	1065	99.9994	0.0006



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Man Infraconstruction Limited

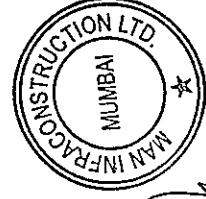
Resolution Required : (Ordinary)		5 - To approve payment of remuneration to Cost Auditors.						
Whether promoter/ promoter group are interested in the agenda/resolution?		NO						
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes –Against	% of Votes in favour on votes polled	% of Votes against on votes polled
		[1]	[2]	[3] = {[2]/[1]}*100	[4]	[5]	[6] = {[4]/[2]}*100	[7] = {[5]/[2]}*100
Promoter and Promoter Group	E-Voting		151480201	100.0000	151480201	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot	151480201	0	0.0000	0	0	0.0000	0.0000
	Total		151480201	100.0000	151480201	0	0	100.0000
Public Institutions	E-Voting		0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot	3521679	0	0.0000	0	0	0.0000	0.0000
	Total		3521679	0	0.0000	0	0	0.0000
Public Non Institutions	E-Voting		25812773	27.9062	25810544	2229	99.9914	0.0086
	Poll		52059	0.0563	52059	0	100.0000	0.0000
	Postal Ballot	92498390	0	0.0000	0	0	0.0000	0.0000
	Total		25864832	27.9625	25862603	2229	99.9914	0.0086
Total		247500270	177345033	71.6545	177342804	2229	99.9987	0.0013



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Man Infraconstruction Limited

Resolution Required : (Ordinary)									
6 - To approve related party transactions.									
Whether promoter/ promoter group are interested in the agenda/resolution?									
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes - in favour	No. of Votes -Against	% of Votes in favour on votes polled	% of Votes against on votes polled	
		[1]	[2]	[3]=([2]/[1])*100	[4]	[5]	[6]=([4]/[2])*100	[7]=([5]/[2])*100	
Promoter and Promoter Group	E-Voting		0	0.0000	0	0	0.0000	0.0000	
	Poll		0	0.0000	0	0	0.0000	0.0000	
	Postal Ballot	151480201							
	Total								
Public Institutions	E-Voting		0	0.0000	0	0	0.0000	0.0000	
	Poll		0	0.0000	0	0	0.0000	0.0000	
	Postal Ballot	3521679							
	Total								
Public Non Institutions	E-Voting		18792898	20.3170	18790267	2631	99.9860	0.0140	
	Poll		52059	0.0563	52059	0	100.0000	0.0000	
	Postal Ballot	92498390							
	Total		18844957	20.3733	18842326	2631	99.9860	0.0140	
		247500270	18844957	7.6141	18842326	2631	99.9860	0.0140	



[Handwritten Signature]