

H. P. Sanghvi & Company

Company Secretaries

401, K Building, Walchand Hirachand Road, Ballard Estate, Fort, Mumbai- 400 001
Phone: 022-4002 1712 – 022-3294 6465; e-mail: hpsanghivico@gmail.com

The Chairman
29th Annual General Meeting of the Equity Shareholders of
Ajmera Realty & Infra India Limited

Held on the 26th August , 2016 at Activity Hall, Ground Floor, Juhu Vile Parle Gymkhana Club, N.S Road, JVPD Scheme, Vile Parle (West), Mumbai - 400049 at 10:30 AM

Dear Sir,

Re: Consolidated Report on voting pursuant to the provisions of Section 108 of the Companies Act, 2013 read with the Companies (Management and Administration) Rules, 2014 (as amended)

1. I, Haresh Sanghvi of H P Sanghvi & Co., Company Secretaries in practice, Mumbai, has been appointed by the Board of Directors of **Ajmera Realty & Infra India Limited** ("the Company") at its meeting held on 30th June, 2016 for the purpose of:
 - i. Scrutinizing the e-voting process under the provisions of section 108 of the Companies Act, 2013 and the Companies (Management and Administration) Rules, 2014; and
 - ii. Voting through Ballot paper under the provisions of section 109 of the Companies Act, 2013 read with Rule 21 of the rules

on the resolutions contained in the Notice of the 29th Annual General Meeting (AGM) of the Equity shareholders of the Company held on the 26th August, 2016 at 10.30 AM at Activity Hall, Ground Floor, Juhu Vile Parle Gymkhana Club, N.S Road, JVPD Scheme, Vile Parle (West), Mumbai - 400049.

2. The Management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and rules relating to e-voting and voting by Ballot papers on the resolution contained in the notice of 29th Annual General Meeting (AGM) of the members of the Company. My responsibility as a scrutinizer for the e-voting process and voting by Ballot papers at the AGM are restricted to ensure that the voting process by e-voting and voting by Ballot papers are conducted in a fair and transparent manner and presenting Consolidated Scrutinizer's report of the total votes cast "in favour" or "Against" to the Chairman of the AGM on the resolutions, based on the reports generated from the e-voting system provided by Central Depository Services (India) Limited (CDSL), an agency appointed by the Company to provide e-voting facilities and the report generated on voting through ballot forms received in lieu of e-voting and voting by Ballot papers at the AGM.



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- I have issued separate Scrutinizer's report dated 27th August, 2016 for the remote e-voting and on the voting by Ballot papers at the AGM on the resolutions contained in the Notice of the AGM.
- I submit herewith my consolidated Scrutinizer's Report on the results of voting through remote e-voting and voting by Ballot papers at the AGM as under:

Item No. 1a & 1b: Adoption of the Audited Financial Statement and Reports thereon for the year ended March 31, 2016 and Audited Consolidated Financial Statements for the year ended March 31, 2016

Particulars	Remote E-Votes		Voting at AGM		Total		Percentage
	Number	Votes	Number	Votes	Number	Votes	
Assent	58	23650541	46	302454	104	23952995	100.00
Dissent	-	-	2	2	2	2	0.00
Invalid Votes / Abstained from voting	-	-	5	8	5	8	0.00
Total	58	23650541	53	302464	111	23953005	100.00

Based on the aforesaid results, we report that the Ordinary Resolution as contained in Item No. 1 of the Notice of the 29th AGM dated 30th June, 2016 has been carried with requisite majority.

Item No. 2: Declare dividend on Equity shares for the financial year 2015-16

Particulars	Remote E-Votes		Voting at AGM		Total		Percentage
	Number	Votes	Number	Votes	Number	Votes	
Assent	58	23650541	46	302454	104	23952995	100.00
Dissent	-	-	2	2	2	2	0.00
Invalid Votes / Abstained from voting	-	-	5	8	5	8	0.00
Total	58	23650541	53	302464	111	23953005	100.00

Based on the aforesaid results, we report that the Ordinary Resolution as contained in Item No. 2 of the Notice of the 29th AGM dated 30th June, 2016 has been carried with requisite majority.



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Item No. 3: Re-appointment of Shri Rajnikant S. Ajmera (DIN: 00010833) as Director who retires by rotation.

Particulars	Remote E-Votes		Voting at AGM		Total		Percentage
	Number	Votes	Number	Votes	Number	Votes	
Assent	51	18581825	46	302454	97	18884279	78.84
Dissent	-	-	2	2	2	2	0.00
Invalid Votes / Abstained from voting	7	5068716	5	8	12	5068724	21.16
Total	58	23650541	53	302464	111	23953005	100.00

Based on the aforesaid results, we report that the Ordinary Resolution as contained in Item No. 3 of the Notice of the 29th AGM dated 30th June, 2016 has been carried with requisite majority.

Item No. 4: Ratification of Appointment of M/s V. Parekh & Associates, Chartered Accountants (Reg. No. 107488W) and to fix their remuneration.

Particulars	Remote E-Votes		Voting at AGM		Total		Percentage
	Number	Votes	Number	Votes	Number	Votes	
Assent	58	23650541	46	302454	104	23952995	100.00
Dissent	-	-	2	2	2	2	0.00
Invalid Votes / Abstained from voting	-	-	5	8	5	8	0.00
Total	58	23650541	53	302464	111	23953005	100.00

Based on the aforesaid results, we report that the Ordinary Resolution as contained in Item No. 4 of the Notice of the 29th AGM dated 30th June, 2016 has been carried with requisite majority.

Item No. 5: Ratification of remuneration of Cost Auditors for F.Y.16-17.

Particulars	Remote E-Votes		Voting at AGM		Total		Percentage
	Number	Votes	Number	Votes	Number	Votes	
Assent	58	23650541	46	302454	104	23952995	100.00
Dissent	-	-	2	2	2	2	0.00
Invalid Votes /	-	-	5	8	5	8	0.00



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Particulars	Remote E-Votes		Voting at AGM		Total		Percentage
	Number	Votes	Number	Votes	Number	Votes	
Abstained from voting							
Total	58	23650541	53	302464	111	23953005	100.00

Based on the aforesaid results, we report that the Ordinary Resolution as contained in Item No. 5 of the Notice of the 29th AGM dated 30th June, 2016 has been carried with requisite majority.

Item No. 6: Revision of the terms of remuneration of Shri Rajnikant S. Ajmera, Chairman & Managing Director of the Company.

Particulars	Remote E-Votes		Voting at AGM		Total		Percentage
	Number	Votes	Number	Votes	Number	Votes	
Assent	50	18581819	46	302454	96	18884273	78.84
Dissent	1	6	2	2	3	8	0.00
Invalid Votes / Abstained from voting	7	5068716	5	8	12	5068724	21.16
Total	58	23650541	53	302464	111	23953005	100.00

Based on the aforesaid results, we report that the Special Resolution as contained in Item No. 6 of the Notice of the 29th AGM dated 30th June, 2016 has been carried with requisite majority.

Item No. 7: Re-Appointment of Mr. Manoj I. Ajmera (DIN: 00013728) as Managing Director of the Company

Particulars	Remote E-Votes		Voting at AGM		Total		Percentage
	Number	Votes	Number	Votes	Number	Votes	
Assent	52	21869504	46	302454	98	22171958	92.56
Dissent	1	6	2	2	3	8	0.00
Invalid Votes / Abstained from voting	5	1781031	5	8	10	1781039	7.44
Total	58	23650541	53	302464	111	23953005	100.00



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Based on the aforesaid results, we report that the Special Resolution as contained in Item No. 7 of the Notice of the 29th AGM dated 30th June, 2016 has been carried with requisite majority.

Item No. 8: Re-Appointment of Mr. Sanjay C. Ajmera (DIN: 00012496) as Whole-time Director of the Company.

Particulars	Remote E-Votes		Voting at AGM		Total		Percentage
	Number	Votes	Number	Votes	Number	Votes	
Assent	51	20549238	46	302454	97	20851692	87.05
Dissent	1	6	2	2	3	8	0.00
Invalid Votes / Abstained from voting	6	3101297	5	8	11	3101305	12.95
Total	58	23650541	53	302464	111	23953005	100.00

Based on the aforesaid results, we report that the Special Resolution as contained in Item No. 8 of the Notice of the 29th AGM dated 30th June, 2016 has been carried with requisite majority.

Item No. 9: Adoption of the new set of Articles of Association for the Company.

Particulars	Remote E-Votes		Voting at AGM		Total		Percentage
	Number	Votes	Number	Votes	Number	Votes	
Assent	57	23650535	46	302454	103	23952989	100.00
Dissent	1	6	2	2	3	8	0.00
Invalid Votes / Abstained from voting	-	-	5	8	5	8	
Total	58	23650541	53	302464	111	23953005	100.00

Based on the aforesaid results, we report that the Special Resolution as contained in Item No. 9 of the Notice of the 29th AGM dated 30th June, 2016 has been carried with requisite majority.



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5. I hereby confirm that I am maintaining the registers received from the service providers both electronically / manually, in respect of the votes cast through e-voting and voting by Ballot papers at the AGM by the shareholders of the Company. I shall be arranging to handover this record to the Company Secretary for safe keeping as authorized by you.

H. P. SANGHVI & COMPANY
Practising Company Secretaries



Hareesh Sanghvi
HARESH SANGHVI
Proprietor

CoP No. 3675/ FCS 2259

Place: Mumbai

Date: 27th August, 2016