

H P Sanghvi & Co.
COMPANY SECRETARIES

401-406, K Building, 24 Walchand Hirachand Marg, Ballard Estate, CST, Mumbai – 400 001
Phone: 022-4002 1712; 022-2263 1149 e-mail: hpsanghviso@gmail.com

Combined Scrutinizer Report for e-voting and Poll for Ajmera Realty & Infra India Limited

The Chairman
**27th Annual General Meeting of Equity Shareholders of
Ajmera Realty & Infra India Limited**

Dear Sir,

**Re: Passing of Resolution through electronic AND poll conducted at the
27th AGM of Ajmera Realty & Infra India Limited**

1. I, Haresh Sanghvi of H P Sanghvi & Co., Company Secretaries, Mumbai, have been appointed as Scrutinizer by the Board of Directors of **Ajmera Realty & Infra India Limited** ("the Company") for the purpose of scrutinizing the e-voting process under the provisions of Section 108 of the Companies Act, 2013 (the Act) read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (the Rules) held between 23rd September 2014 at 09.00 a.m. to 25th September 2014 at 6.00 pm and the Chairman of the 27th Annual General Meeting (AGM) has appointed me as the Scrutinizer for the Poll under the provisions of Section 109 of the Act read with Rule 21 of the Rules held at the 27th AGM of the Company on the 27th September 2014.
2. The Company has appointed National Securities Depository Limited (NSDL) as a service provider for extending the facility of electronic voting to the shareholders of the Company The e-voting period commenced on 23rd September 2014 at 09.00 a.m. to 25th September 2014 at 6.00 pm. For further details my report dated 26th September 2014 may be referred.
3. At the 27th AGM of the Company held on 27th September 2014, the Chairman of the Company *suo motto* called for a Poll to facilitate the members present in the meeting who could not participate in the e-voting to record their votes through the poll process. The Chairman of the AGM had appointed me as the Scrutinizer for the same. For further details kindly refer to my report dated 29th September 2014.
4. 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 poll and clauses of the Listing agreement relating thereto on the resolution contained in the notice of 27th Annual General Meeting (AGM) of the members of the Company. My responsibility as a scrutinizer for the e-voting process and poll at the AGM is restricted to presenting a Scrutinizer's report of the votes cast "in favour" or "Against" the resolution stated above based on the reports generated from the e-voting system provided by National Securities Depository Limited (NSDL) and ballot voting.
5. The result of the e-voting together with that of the Poll is as under:



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A. RESOLUTION NO.1 – ORDINARY RESOLUTION

Consider and Adopt Audited Financial Statements, Reports of the Board and that of Auditors and Audited consolidated Financial Statements for the financial year ended 31st March, 2014.

Particulars	Numbers			Number of votes contained in			Percentage
	Polling Papers	E-votes	Total	Polling Papers	E-Votes	Total	
Received	07	78	85	836521	27020482	27857003	100.000
Assent	07	75	82	836521	27020324	27856845	99.999
Dissent	00	3	03	000000	158	158	00.001
Total	07	78	85	836521	27020482	27857003	100.000

B. RESOLUTION NO.2: ORDINARY RESOLUTION

Declaration of dividend for the financial year 2013-14

Particulars	Numbers			Number of votes contained in			Percentage
	Polling Papers	E-votes	Total	Polling Papers	E-Votes	Total	
Received	07	77	84	836521	27020477	27857003	100.000
Assent	07	75	82	836521	27020324	27856845	99.999
Dissent	00	02	02	000000	153	153	00.001
Total	07	77	84	836521	27020477	27857003	100.000

C. RESOLUTION NO.3: ORDINARY RESOLUTION

Re-appointment of Shri Sanjay C Ajmera who retires by rotation.

Particulars	Numbers			Number of votes contained in			Percentage
	Polling Papers	E-votes	Total	Polling Papers	E-Votes	Total	
Received	07	69	76	836521	21685764	22522285	100.000
Assent	07	64	71	836521	21440195	22276716	098.910
Dissent	00	05	05	000000	245569	245569	001.090
Total	07	69	76	836521	21685764	22522285	100.000



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D. RESOLUTION NO.4: ORDINARY RESOLUTION

Appointment of Auditors and fixing their Remuneration

Particulars	Numbers			Number of votes contained in			Percentage
	Polling Papers	E-votes	Total	Polling Papers	E-Votes	Total	
Received	07	78	85	836521	27020482	27857003	100
Assent	07	73	80	836521	26774913	27611434	99.118
Dissent	00	05	05	000000	245569	245569	00.882
Total	07	78	85	836521	27020482	27857003	100

E. RESOLUTION NO.5: SPECIAL RESOLUTION

Re-appointment of Shri R S Ajmera as Chairman and Managing Director and approving payment of Remuneration to him

Particulars	Numbers			Number of votes contained in			Percentage
	Polling Papers	E-votes	Total	Polling Papers	E-Votes	Total	
Received	07	68	75	836521	20117488	20954009	100
Assent	07	63	70	836521	19871919	20708440	98.828
Dissent	00	05	05	000000	245569	245569	01.172
Total	07	68	75	836521	20117488	20954009	100

F. RESOLUTION NO.6: SPECIAL RESOLUTION

Approve payment of remuneration to Manoj I Ajmera as Managing Director

Particulars	Numbers			Number of votes contained in			Percentage
	Polling Papers	E-votes	Total	Polling Papers	E-Votes	Total	
Received	07	72	79	836521	24795191	25631712	100
Assent	07	66	73	836521	24549615	25386136	99.042
Dissent	00	06	06	000000	245576	245576	00.958
Total	07	72	79	836521	24795191	25631712	100



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G. RESOLUTION NO.7: SPECIAL RESOLUTION

Approve payment of remuneration to Sanjay C Ajmera as Whole time Director

Particulars	Numbers			Number of votes contained in			Percentage
	Polling Papers	E-votes	Total	Polling Papers	E-Votes	Total	
Received	07	69	76	836521	21685764	22522285	100
Assent	07	63	70	836521	21440188	22276709	98.910
Dissent	00	06	06	000000	245576	245576	01.090
Total	07	69	76	836521	21685764	22522285	100

H. RESOLUTION NO.8: ORDINARY RESOLUTION

Appointment of Smt. Aarti Ramani as an Independent Director, for a period of five years, not liable to retire by rotation.

Particulars	Numbers			Number of votes contained in			Percentage
	Polling Papers	E-votes	Total	Polling Papers	E-Votes	Total	
Received	07	78	85	836521	27020482	27857003	100
Assent	07	72	79	836521	26774907	27611428	99.118
Dissent	00	06	06	000000	245575	245575	00.882
Total	07	78	85	836521	27020482	27857003	100

I. RESOLUTION NO.9: ORDINARY RESOLUTION

Appointment of Shri Ambalal C Patel as an Independent Director, for a period of five years, not liable to retire by rotation

Particulars	Numbers			Number of votes contained in			Percentage
	Polling Papers	E-votes	Total	Polling Papers	E-Votes	Total	
Received	07	78	85	836521	27020482	27857003	100
Assent	07	72	79	836521	26774907	27611428	99.118
Dissent	00	06	06	000000	245575	245575	00.882
Total	07	78	85	836521	27020482	27857003	100



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J. RESOLUTION NO.10: ORDINARY RESOLUTION

Appointment of Mr Jagdish J Doshi as an Independent Director, for a period of five years, not liable to retire by rotation.

Particulars	Numbers			Number of votes contained in			Percentage
	Polling Papers	E-votes	Total	Polling Papers	E-Votes	Total	
Received	07	77	84	836521	27020332	27856853	100
Assent	07	72	79	836521	26774907	27611428	99.119
Dissent	00	05	05	000000	245425	245425	00.881
Total	07	77	84	836521	27020332	27856853	100

K. RESOLUTION NO.11: SPECIAL RESOLUTION

Consent and authority of Board of Directors for the borrowing power of the company pursuant to Sec 180(1)(C) of the Companies Act, 2013.

Particulars	Numbers			Number of votes contained in			Percentage
	Polling Papers	E-votes	Total	Polling Papers	E-Votes	Total	
Received	07	77	84	836521	27020332	27856853	100
Assent	07	74	81	836521	27020317	27856838	100
Dissent	00	03	03	000000	15	15	000
Total	07	77	84	836521	27020332	27856853	100

L. RESOLUTION NO.12: SPECIAL RESOLUTION

Consent and authority of Board of Directors to create charge on the assets of the company pursuant to Sec 180(1)(a) of the Companies Act, 2013

Particulars	Numbers			Number of votes contained in			Percentage
	Polling Papers	E-votes	Total	Polling Papers	E-Votes	Total	
Received	07	77	84	836521	27020332	27856853	100
Assent	07	73	80	836521	27020311	27856832	100
Dissent	00	04	04	000000	21	21	000
Total	07	77	84	836521	27020332	27856853	100



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M. RESOLUTION NO.13 ORDINARY RESOLUTION


Appointment of Cost Auditor and payment of remuneration.

Particulars	Numbers			Number of votes contained in			Percentage
	Polling Papers	E-votes	Total	Polling Papers	E-Votes	Total	
Received	07	75	82	836521	27020313	27856834	100
Assent	07	69	76	836521	26774884	27611405	99.119
Dissent	00	06	06	000000	245429	245429	00.881
Total	07	75	82	836521	27020313	27856834	100

I hereby confirm that I am maintaining the registers received from the service providers both electronically and manually, in respect of the votes cast through e-voting and poll by the shareholders of the Company. I shall be arranging to handover this record to you or such other person as authorized by you.

H. P. SANGHVI & COMPANY
Practicing Company Secretaries
H.P. SANGHVI FCS 2259




HARESH SANGHVI
Proprietor
CoP No. 3675

Place : Mumbai

Date : 29th September, 2014.

