

Anant Raj Limited

(Formerly Anant Raj Industries Limited)

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CS/ARL/12688

October 01, 2015

The Secretary
National Stock Exchange of India Ltd
"Exchange Plaza", 5th Floor,
Plot No. C/1, G - Block,
Bandra - Kurla Complex,
Bandra (E), Mumbai-400051

Sub: Disclosure under Clause 35 A of the Listing Agreement

Dear Sir,

We hereby submit the details in the prescribed format regarding the voting on matters transacted at the 30th Annual General Meeting (AGM) of the Company held on September 30, 2015:

Date of Annual General Meeting: Wednesday, 30th September, 2015
Total number of shareholders on record date: 46233

Number of shareholders present in the meeting either in person or in proxy:

Category of Shareholder	Present in person	Present through proxy	Total
Promoters & Promoter Group	7	9	16
Public	26	1	27
Total	33	10	43

No. of shareholders who attended the meeting through Video Conferencing: N.A.

The following business was transacted at the Annual General Meeting:

Item No.	Description	Resolution required	Mode of Voting	Result
1.	Adoption of Audited Financial Statements of the Company for the financial year ended 31 st March, 2015 including audited Balance Sheet (Standalone and Consolidated) as at March 31, 2015 and Statement of Profit and Loss (Standalone & Consolidated) for the year ended on that date and the report of the Board of Directors and Auditors thereon.	Ordinary Resolution	E-Voting & Poll	Passed with requisite majority



Regd. Office : CP-1, Sector-8, IMT Manesar, Haryana-122051 Telefax : (0124) 4265816

2.	Declaration of dividend on equity shares of the Company for the financial year ended March 31, 2015	Ordinary Resolution	E-Voting & Poll	Passed with requisite majority
3.	Reappointment of Shri Amit Sarin (DIN: 00015837) as Director who retires by rotation at the Annual General Meeting, and being eligible offers himself for re-appointment.	Ordinary Resolution	E-Voting & Poll	Passed with requisite majority
4.	Ratification of the Appointment of M/s B. Bhushan & Co., Chartered Accountants (Registration No. 001596N) as Statutory Auditors of the Company and to authorize Board of Directors to fix their remuneration.	Ordinary Resolution	E-Voting & Poll	Passed with requisite majority
5.	Appointment of Ms. Priya Singh Aggarwal (DIN: 00535042) as an Independent Director of the Company.	Ordinary Resolution	E-Voting & Poll	Passed with requisite majority
6.	To Approve the borrowing limits of the Company upto Rs. 1650 Crores, under Section 180(1)(c) of the Companies Act, 2013.	Special Resolution	E-Voting & Poll	Passed with requisite majority
7.	Ratification of the remuneration payable to M/s Kabra & Associates, Cost Auditors of the Company.	Ordinary Resolution	E-Voting & Poll	Passed with requisite majority
8.	Approval of increase in the remuneration of Shri Aman Sarin, Chief Operating Officer (Operations) upto Rs. 5,00,000/- (Rupees Five Lacs) per month u/s 188 of the Companies Act, 2013	Special Resolution	E-Voting & Poll	Passed with requisite majority
9.	Approval of increase in the remuneration of Shri Ashim Sarin, Chief Operating Officer (Construction) upto Rs. 5,00,000/- (Rupees Five Lacs) per month u/s 188 of the Companies Act, 2013	Special Resolution	E-Voting & Poll	Passed with requisite majority
10.	Approval of increase in the remuneration of Shri Amar Sarin, Chief Operating Officer. (Business Development) upto Rs. 5,00,000/- (Rupees Five Lacs) per month u/s 188 of the Companies Act, 2013	Special Resolution	E-Voting & Poll	Passed with requisite majority



We hereby submit the agenda wise voting details as per Annexure-A along with the Scrutinizer's Report.

The above is for your information and records.

For **Anant Raj Limited**



Manoj Pahwa
Company Secretary



Encl: Annexure-A & Scrutinizer's Report

ANNEXURE-A

**AGENDA-WISE VOTING RESULT UNDER CLAUSE 35A (PHYSICAL AND E-VOTING)
OF LISTING AGREEMENT**

Resolution No. 01: Adoption of Audited Financial Statements of the Company for the financial year ended March 31, 2015 including audited Balance Sheet (Standalone & Consolidated) as at March 31, 2015 and Statement of Profit and Loss (Standalone & Consolidated) for the year ended on that date and the report of the Board of Directors and Auditors thereon : (Ordinary Resolution)

Category	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 & Promoter Group	187214396	187214396	100	187214396	0	100	0
Public-Institutional holders	27337519	9118863	33.356	9118863	0	100	0
Public- Others	80544420	447529	0.556	446570	959	99.786	0.214
TOTAL	295096335	196780788	66.684	196779829	959	99.9995	0.0005

Resolution No. 02: Declaration of dividend on equity shares: (Ordinary Resolution)

Category	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 & Promoter Group	187214396	187214396	100	187214396	0	100	0
Public-Institutional holders	27337519	9118863	33.356	9118863	0	100	0
Public- Others	80544420	447679	0.556	447420	259	99.942	0.058
TOTAL	295096335	196780938	66.684	196780679	259	99.9999	0.0001



Resolution No. 03: To appoint a Director in place of Shri Amit Sarin (DIN: 00015837), who retires by rotation at the Annual General Meeting, and being eligible, offers himself for re-appointment: (Ordinary Resolution)

Category	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 & Promoter Group	187214396	187214396	100	187214396	0	100	0
Public-Institutional holders	27337519	9118863	33.356	9118863	0	100	0
Public-Others	80544420	447408	0.555	445568	1840	99.589	0.411
TOTAL	295096335	196780667	66.684	196778827	1840	99.999	0.001

Resolution No. 04: To ratify the appointment of M/s B. Bhushan & Co. Chartered Accountants (Registration No. 001596N) as a Statutory Auditors of the Company and to fix their remuneration: (Ordinary Resolution)

Category	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 & Promoter Group	187214396	187214396	100	187214396	0	100	0
Public-Institutional holders	27337519	9118863	33.356	9118863	0	100	0
Public-Others	80544420	446702	0.555	444743	1959	99.561	0.439
TOTAL	295096335	196779961	66.683	196778002	1959	99.999	0.001



Resolution No. 05: To appoint Ms. Priya Singh Aggarwal (DIN: 00535042) as an Independent Director of the Company: (Ordinary Resolution)

Category	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 & Promoter Group	187214396	187214396	100	187214396	0	100	0
Public-Institutional holders	27337519	9118863	33.356	9118863	0	100	0
Public-Others	80544420	421564	0.526	418098	3466	99.178	0.822
TOTAL	295096335	196754823	66.675	196751357	3466	99.998	0.002

Resolution No. 06: To approve the borrowing limits of the Company upto Rs. 1650 Cores (Rupees One Thousand Six Hundred Fifty Crores Only) u/s 180(1)(c) of the Companies Act, 2013: (Special Resolution)

Category	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 & Promoter Group	187214396	187214396	100	187214396	0	100	0
Public-Institutional holders	27337519	9118863	33.356	9118863	0	100	0
Public-Others	80544420	447678	0.556	387035	60643	86.454	13.546
TOTAL	295096335	196780937	66.684	196720294	60643	99.969	0.031



Resolution No. 07: To ratify the remuneration payable to M/s Kabra & Associates, Cost Auditors of the Company: (Ordinary Resolution)

Category	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 & Promoter Group	187214396	187214396	100	187214396	0	100	0
Public-Institutional holders	27337519	9118863	33.356	9118863	0	100	0
Public-Others	80544420	446002	0.554	419304	26698	94.014	5.986
TOTAL	295096335	196779261	66.683	196752563	26698	99.986	0.014

Resolution No. 08: To approve the increase in remuneration of Shri Aman Sarin, Chief Operating Officer (Operations) upto Rs. 5,00,000/- (Rupees Five Lacs Only) per month.: (Special Resolution)

Category	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 & Promoter Group	187214396	0	0	0	0	0	0
Public-Institutional holders	27337519	9118863	33.356	9118863	0	100	0
Public-Others	80544420	426528	0.530	369804	56724	86.701	13.299
TOTAL	295096335	9545391	3.235	9488667	56724	99.406	0.594



Resolution No. 09: To approve the increase in remuneration of Shri Ashim Sarin, Chief Operating Officer (Construction) upto Rs. 5,00,000/- (Rupees Five Lacs Only) per month.: (Special Resolution)

Category	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 & Promoter Group	187214396	0	0	0	0	0	0
Public-Institutional holders	27337519	9118863	33.356	9118863	0	100	0
Public- Others	80544420	434428	0.539	369704	64724	85.101	14.899
TOTAL	295096335	9553291	3.237	9488567	64724	99.322	0.678

Resolution No. 10: To approve the increase in remuneration of Shri Amar Sarin, Chief Operating Officer (Business Development) upto Rs. 5,00,000/- (Rupees Five Lacs Only) per month.: (Special Resolution)

Category	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 & Promoter Group	187214396	0	0	0	0	0	0
Public-Institutional holders	27337519	9118863	33.356	9118863	0	100	0
Public- Others	80544420	434329	0.539	369705	64624	85.121	14.879
TOTAL	295096335	9553192	3.237	9488568	64624	99.324	0.676

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Rajesh Lakhanpal
Practicing Company Secretary

3/31, 1st Floor, West Patel Nagar,
New Delhi – 110 008
Mobile No.: 9873318964
Telefax No. 011 – 45063990
Email– rajesh@drassociates.org

SCRUTINIZER'S REPORT – COMBINED

To,

The Chairman,
Anant Raj Limited
CP – 1, Sector – 8, IMT, Manesar, Haryana

Dear Sir,

1. I, Rajesh Lakhanpal, Company Secretary in practice, partner of DR Associates, Company Secretaries, have been appointed as a scrutinizer by the Board of Directors of Anant Raj Limited ("the Company") in its meeting held on August 12, 2015 for the purpose of scrutinizing the e – voting process and Poll Process under the provisions of section 108 of the Companies Act, 2013 read with Companies (Management and Administration) Rules, 2014, at the Annual General Meeting (AGM) of the members of the Company held on Wednesday, 30th September, 2015 at 10.00 A.M. at CP – 1, Sector – 8, IMT, Manesar, Gurgaon – 122 051, Haryana.
2. The Management of the Company is responsible to ensure the Compliance with the requirements of the Companies Act, 2013 and the rules relating to voting through electronic means and poll on the resolutions contained in the notice of above – said Annual General Meeting. My responsibility as a scrutinizer for e-voting process and for the poll at the AGM is restricted to make a scrutinizer's report and to follow the duties and responsibilities as mentioned under the applicable provisions of the Companies Act., 2013 and rules and regulations made thereunder.
3. I have issued separate Scrutinizer's report dated 30th September, 2015 on the E – Voting and on Poll dated 30th September 2015, on the resolutions contained in the notice of the AGM. As requested by the Management, I hereby submit my combined report on the results of e – voting together with that of Poll as under:

Item No. of the Notice	Voted in favour of the resolution		Votes against the resolution		Invalid Votes
	No. of Shares	% of total number of valid votes cast (Favour and Against)	No of Shares	% of total number of valid votes cast (Favour and Against)	
Item No. 1 of the Notice (Ordinary Resolution)	196779829	99.999	959	-	-
Item No. 2 of the Notice (Ordinary Resolution)	196780679	99.999	259	-	-



Rajesh Lakhnopal
Practicing Company Secretary

3/31, 1st Floor, West Patel Nagar,
New Delhi – 110 008
Mobile No.: 9873318964
Telefax No. 011 – 45063990
Email– rajesh@drassociates.org

Item No. 3 of the Notice (Ordinary Resolution)	196778827	99.999	1840	-	-
Item No. 4 of the Notice (Ordinary Resolution)	196778002	99.999	1959	-	-
Item No. 5 of the Notice (Ordinary Resolution)	196751357	99.998	3466	0.002	-
Item No. 6 of the Notice (Special Resolution)	196720294	99.97	60643	0.030	-
Item No. 7 of the Notice (Ordinary Resolution)	196752563	99.986	26698	0.014	-
Item No. 8 of the Notice (Special Resolution)	9488667	99.41	56724	0.59	-
Item No. 9 of the Notice (Special Resolution)	9488567	99.32	64724	0.68	-
Item No. 10 of the Notice (Special Resolution)	9488568	99.32	64624	0.68	-

4. The electronic data and all other relevant records relating to the e-voting is under my safe custody and will be handed over to the Company Secretary for preserving safely after the Chairman considers, approves and signs the Minutes of AGM.

Thanking you,

Yours Truly


Rajesh Lakhnopal
FCS
Membership No: F5679
Partner



DR Associates
Company Secretaries

Place: New Delhi
Date: October 1, 2015



Countersigned by Chairman of AGM
Ashok Sarin
DIN: 00016199

Combined Scrutinizer's Report



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