Wagend Infra Venture Limited

CIN No. : L67120MH1981PLC025320

Regd. Off. : 117, Hubtown Solaris, N.S. Phadke Marg, Near East-West Flyover, Andheri (E), Mumbai-400 069. Maharashtra
Tel.: 022 - 2684 4495 / 97 **Email** : agarwalholdings@gmail.com Website : www.wagendinfra.com

Outcome of Annual General Meeting as per clause 35A of the Listing Agreement

Date of Annual General Meeting	September 30, 2015
Total number of shareholders on record date / cut - off date (September 23, 2015)	621
No. of shareholders casted their votes through Ballot Paper / remote E-voting	
Promoters and Promoter Group:	1
Public:	13
No. of Shareholders present in the meeting either in person or through proxy Promoters and Promoter Group: Public:	 1 14
No. of Shareholders attended the meeting through Video Conferencing Promoters and Promoter Group: Public:	Not Applicable

(Agenda-wise)

Resolution required: Ordinary

The mode of voting for all resolutions was remote e-voting and ballot papers.

Resolution No.1 (Ordinary Resolution):

Adoption of Audited Financial Statements together with the reports of the Board of Directors and Auditors for the Financial Year ended 31st March, 2015

Promoter / Public	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	63,38,400	63,38,400	100%	63,38,400	0	100%	0%
Public Institutional & Others	4,07,86,600	1,600	0.0039%	1,600	0	100%	0%
TOTAL	**4,71,25,000**	**63,40,000**	**13.45%**	**63,40,000**	**0**	**100%**	**0%**

WAGEND INFRA VENTURE LIMITED

Resolution No.2 (Ordinary Resolution):

Appointment of a Director in place of Mr. Pratik Jain (DIN: 03387613), who retires by rotation and being eligible, seeks re-appointment;

Promoter / Public	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	63,38,400	63,38,400	100%	63,38,400	0	100%	0%
Public Institutional & Others	4,07,86,600	1,600	0.0039%	1,600	0	100%	0%
TOTAL	**4,71,25,000**	**63,40,000**	**13.45%**	**63,40,000**	**0**	**100%**	**0%**

Resolution No.3 (Ordinary Resolution):

Ratification of the appointment of M/s. Gupta Saharia & Co., Chartered Accountants (Firm Registration No. 103446W) as the Statutory Auditors of the Company;

Promoter / Public	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	63,38,400	63,38,400	100%	63,38,400	0	100%	0%
Public Institutional & Others	4,07,86,600	1,600	0.0039%	1,600	0	100%	0%
TOTAL	**4,71,25,000**	**63,40,000**	**13.45%**	**63,40,000**	**0**	**100%**	**0%**



Resolution No.4 (Ordinary Resolution):

Appointment of Ms. Priyanka Jain (DIN: 07136440) as an Independent Director of the Company;

Promoter / Public	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	63,38,400	63,38,400	100%	63,38,400	0	100%	0%
Public Institutional & Others	4,07,86,600	1,600	0.0039%	1,600	0	100%	0%
TOTAL	**4,71,25,000**	**63,40,000**	**13.45%**	**63,40,000**	**0**	**100%**	0%

Note: Accordingly all the Resolutions were passed with the requisite majority.

This is for your information and record.

Thanking you,
For **Wagend Infra Venture Limited**

Sanjay Minda
Chairman & Compliance Officer

WAGEND INFRA VENTURE LIMITED

A V S & CO
Chartered Accountants

Vinod P. Jain
B.Com., F.C.A.

CONSOLIDATED REPORT OF THE SCRUTINIZER

[Pursuant to Section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended from time to time]

To,
The Chairman
Wagend Infra Venture Limited
Office No. 117, First Floor,
Hubtown Solaris, N. S. Phadke Marg,
Near East - West Flyover, Andheri (E),
Mumbai - 400 069, Maharashtra

Dear Sir,

I, Vinod Jain, of AVS & Co., Chartered Accountants, have been appointed by the Board of Directors of **Wagend Infra Venture Limited ("Company")** as Scrutinizer for the purpose of:

i. Scrutinizing the remote e-voting process in terms of the provisions of Section 108 of the Companies Act, 2013 ("the Act") read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended (Rules) and

ii. Voting by Shareholders at the 33rd Annual General Meeting held on 30th September, 2015 ("AGM") at 12.30 PM at Office No. 117, First Floor, Hubtown Solaris, N. S. Phadke Marg, Near East - West Flyover, Andheri (E), Mumbai - 400 069, Maharashtra in a fair and transparent manner for the resolution(s) as contained in the Notice of the AGM. I am pleased to submit my report as under, which is comprehensive and self explanatory in all respect.

The management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and the Rules pertaining to remote e-voting on the resolutions contained in the Notice of the AGM of the members of the Company and at the meeting. My responsibility as a scrutinizer for the voting process is restricted to make a scrutinizer's report of the votes cast "in favour", "against" or remain "abstain / invalid", if any on the resolutions contained in the Notice of AGM, based on the reports generated from the e-voting system provided by Central Depository Services (India) Limited (hereinafter "CDSL") and based on the voting conducted at the AGM.

DISPATCH OF NOTICE CONVENING THE MEETING:

The Notice of AGM dated September 30, 2015 was duly sent to the shareholders in respect of the below mentioned resolutions passed at the AGM of the Company.

CUT-OFF DATE:

The Voting rights were reckoned as on Wednesday, September 23, 2015, being the cut-off date for the purpose of deciding the entitlements of members at the remote e-voting and voting at the Meeting.



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Chartered Accountants

Vinod P. Jain
B.Com., F.C.A.

REMOTE E-VOTING:

The Company has availed services of Central Depository Services (India) Limited as the agency for providing the remote e-voting platform.

The remote e-voting period was open for four days which commenced on Saturday, September 26, 2015 at 9:00 a.m. and concluded on Tuesday, September 29, 2015 at 5:00 p.m. on www.evotingindia.com

VOTING AT THE AGM:

As prescribed under rule 20 (4)(xiii) of the Companies (Management and Administration) Amendment Rules, 2015, for the purpose of ensuring that shareholders who have cast their votes through remote e-voting do not vote again at the general meeting, the scrutinizer shall have access after closure of period of remote e-voting and before the start of general meeting, to only such details relating to members who have cast their votes through remote e-voting, such as their names, folios, number of shares held but not the manner in which they have voted.

Accordingly, CDSL, the e-voting agency provided us with the names, DP ID / folio numbers and shareholding of the members who had cast their votes through remote e-voting.

COUNTING PROCESS:

- **At the Meeting:**

  After the announcement of voting by the chairman, one ballot box kept for polling was locked / sealed in my presence. On completion of voting at the meeting, the locked ballot boxes were subsequently opened in my presence and the ballot papers were diligently scrutinized.

  The ballot papers were reconciled with the records maintained by the Registrar and share transfer agent of the company and authorisations / proxies lodged with the Company.

- **Remote E-voting:**

The remote e-voting results on the CDSL E-voting platform were unblocked and downloaded on Thursday, 1st October, 2015 in the presence of two witnesses Mr. Prashant Phatak and Mr. Rishab Sonawat who are not in the employment of the Company and who have signed below in confirmation of the votes being unblocked in their presence.

RESULTS:

The details containing *interalia*, list of Equity Shareholders, who voted "for", "against" or "abstain", if any on each of the resolutions that were put to vote, were generated from the e-voting website of CDSL. Taking into account the report from CDSL and physical voting at the AGM the consolidated result with respect to each item on the agenda as set out in the Notice of the 33rd AGM dated September 30, 2015 is enclosed;



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B.Com., F.C.A.

Based on the aforesaid results the Ordinary Resolutions as contained in item No. 1 to 4 of the Notice have been passed with requisite majority.

Thanking You,
Yours faithfully,

For AVS & Co.,
Firm Regn. No. 113109W



Vinod Jain
Chartered Accountant
M. No. 46440

Date : 01.10.2015
Place: Mumbai

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CONSOLIDATED RESULTS

ITEM NO. 1: Ordinary Resolution, to adopt the Audited Financial Statements together with the reports of the Board of Directors and Auditors for the Financial Year ended 31st March, 2015;

Particulars	Number of Votes Contained in						% of total valid votes cast
	Remote e - voting		Voting at the AGM		Total		
	No. of members voted	Number of votes cast by them	No. of members voted	Number of votes cast by them	No. of members voted	Number of votes cast by them	
Voted in Favour	4	63,39,941	10	59	14	63,40,000	100%
Voted Against	0	0	0	0	0	0	0%
Abstain / Invalid	0	0	1	25	0	0	-

Based on the aforesaid results, Ordinary Resolution as contained in item No. 1 has been passed with requisite majority.

ITEM NO. 2: Ordinary Resolution, to appoint a Director in place of Mr. Pratik Jain (DIN: 03387613), who retires by rotation and being eligible, seeks re-appointment;

Particulars	Number of Votes Contained in						% of total valid votes cast
	Remote e – voting		Voting at the AGM		Total		
	No. of members voted	Number of votes cast by them	No. of members voted	Number of votes cast by them	No. of members voted	Number of votes cast by them	
Voted in Favour	4	63,39,941	10	59	14	63,40,000	100%
Voted Against	0	0	0	0	0	0	0%
Abstain / Invalid	0	0	1	25	0	0	-

Based on the aforesaid results, Ordinary Resolution as contained in item No. 2 has been passed with requisite majority.

A V S & CO. * Firm Reg. No. 113100W * CHARTERED ACCOUNTANTS

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A V S & CO
Chartered Accountants

Vinod P. Jain
B.Com., F.C.A.

ITEM NO. 3: Ordinary Resolution to ratify the appointment of M/s. Gupta Saharia & Co., Chartered Accountants (Firm Registration No. 103446W) as the Statutory Auditors of the Company;

Particulars	Number of Votes Contained in						% of total valid votes cast
	Remote e - voting		Voting at the AGM		Total		
	No. of members voted	Number of votes cast by them	No. of members voted	Number of votes cast by them	No. of members voted	Number of votes cast by them	
Voted in Favour	4	63,39,941	10	59	14	63,40,000	100%
Voted Against	0	0	0	0	0	0	0%
Abstain / Invalid	0	0	1	25	0	0	-

Based on the aforesaid results, Ordinary Resolution as contained in item No. 3 has been passed with requisite majority.

ITEM NO. 4: Ordinary Resolution to appoint Ms. Priyanka Jain (DIN: 07136440) as a Non - Executive Director;

Particulars	Number of Votes Contained in						% of total valid votes cast
	Remote e - voting		Voting at the AGM		Total		
	No. of members voted	Number of votes cast by them	No. of members voted	Number of votes cast by them	No. of members voted	Number of votes cast by them	
Voted in Favour	4	63,39,941	10	59	14	63,40,000	100%
Voted Against	0	0	0	0	0	0	0%
Abstain / Invalid	0	0	1	25	0	0	-

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A V S & CO
Chartered Accountants

Vinod P. Jain
B.Com., F.C.A.

Based on the aforesaid results, Ordinary Resolution as contained in item No. 4 has been passed with requisite majority.

Thanking You,
Yours faithfully,

For AVS & Co.,
Firm Regn. No. 113109W



Vinod Jain
Chartered Accountant
M. No. 46440

Date : 01.10.2015
Place: Mumbai

We the undersigned witnesses that the votes were unblocked from remote e-voting website of CDSL in our presence at on 1st October, 2015 at 11.44 AM.

Prashant Phatak

Rishab Sonawat

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