

Wagend Infra Venture Limited

(FORMERLY KNOWN AS AGARWAL HOLDINGS LIMITED)

107, A. S. Dias Bldg., 1st Floor, 268/272, Dr. Cawasji Hormasji Street, Marine Lines, Mumbai - 400 002.
Tel. : 22005905 Fax : 66373116 E-mail : agarwalholdings@gmail.com

Pursuant to Clause 35A of the Listing Agreement the details of Voting Results (E-Voting) are as under:

Date of the AGM/EGM:	29 th September, 2014
Total number of shareholders on record date / cut off date:	665
No. of shareholders present in the meeting either in person or through proxy:	
Promoters and Promoter Group:	1 (One)
Public:	16 (Sixteen)
No. of Shareholders attended the meeting through Video Conferencing	Not Arranged
Promoters and Promoter Group:	
Public:	

(Agenda-wise)

Resolution required: Ordinary

The mode of voting for all resolutions was E-voting.

Resolution No.1 (Ordinary Resolution) in the Notice of the Annual General Meeting:

To receive, consider and adopt the Audited Financial Statements for the year ended March 31 2014 and the statement of Profit And Loss and cash flow statement for the year ended as on that date along with reports of the Board of Directors and Auditors thereon.

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	58,91,511	14.44%	58,91,511	0	100%	0%
Total	4,71,25,000	1,22,29,911	25.95%	1,22,29,911	0	100%	0%



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Resolution No.2 (Ordinary Resolution) in the Notice of the Annual General Meeting:

To appoint a Director in place of Mr. Sanjay Minda (DIN: 00034029), who retires by rotation and being eligible, offers him for reappointment.

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	58,91,511	14.44%	58,91,511	0	100%	0%
Total	4,71,25,000	1,22,29,911	25.95%	1,22,29,911	0	100%	0%

Resolution No.3 (Ordinary Resolution) in the Notice of the Annual General Meeting:

To appoint Auditors, M/s. Gupta Saharia & Co., Chartered Accountants, Mumbai (Firm Registration No. 103446W) as 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	58,91,511	14.44%	58,91,511	0	100%	0%
Total	4,71,25,000	1,22,29,911	25.95%	1,22,29,911	0	100%	0%



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Resolution No.4 (Ordinary Resolution) in the Notice of the Annual General Meeting:

To Appoint Mr. Manojbhai Modi (DIN: 03362134) as an Independent Director of the Company for a period of five years i.e. up to March 31, 2019.

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	58,91,511	14.44%	58,91,511	0	100%	0%
Total	4,71,25,000	1,22,29,911	25.95%	1,22,29,911	0	100%	0%

Resolution No.5 (Ordinary Resolution) in the Notice of the Annual General Meeting:

To Appoint Mr. Pramod Bhelose (DIN: 02773034) as an Independent Director of the Company for a period of five years i.e. up to March 31, 2019.

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	58,91,511	14.44%	58,91,511	0	100%	0%
Total	4,71,25,000	1,22,29,911	25.95%	1,22,29,911	0	100%	0%



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Resolution No.6 (Ordinary Resolution) in the Notice of the AGM dated September 29, 2014:

To Appoint Mr. Shreyans Jain (DIN: 02318944) as an Independent Director of the Company for a period of five years i.e. up to March 31, 2019.

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	58,91,511	14.44%	58,91,511	0	100%	0%
Total	4,71,25,000	1,22,29,911	25.95%	1,22,29,911	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





PARTNER
K. C. Jain
B.COM, F.C.A.

N. K. Jain
A.C.A., LCS, LLB (Gen.) DTM, B.COM

KALYAN JAIN & CO.
CHARTERED ACCOUNTANTS

Office : 108, A.S. DIAS BLDG., 1ST FLR., 268/272,
DR. C.H. STREET, MARINE LINES, MUMBAI - 400 002.
Tel : 2206 1232 / 2200 1972 Telefax : 2209 2614
E-mail : sanmatikrupa@yahoo.in / kcjain_co@yahoo.co.in
Mobile : 9821216424

REPORT OF THE SCRUTINIZER

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

To,
Shri Sanjay Minda,
Chairman,
Wagend Infra Venture Limited
(Formerly known as Agarwal Holdings Limited)
107, A. S. Dias Building,
262/272 Dr. Cawasji Harmousji Street,
Marine Lines, Mumbai – 400 021

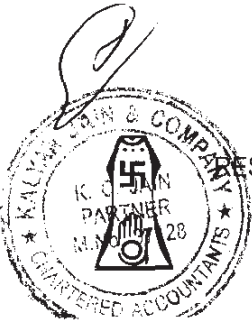
Dear Sir,

I, K. C. Jain, of Kalyan Jain & Co, Practicing Chartered Accountants, have been appointed by the Board of Directors of Wagend Infra Ventures Limited (the Company) as Scrutinizer for the purpose of scrutinizing the e-voting process and ascertaining the requisite majority on e-voting carried out in terms of the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (Rules) in a fair and transparent manner for the resolution(s) as contained in the Notice of the 32nd Annual General Meeting of the Company scheduled to be held on Monday, 29th September, 2014, submit my report as under:

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 on the resolutions contained in the Notice of the 32nd Annual General Meeting (AGM) of the members of the Company. My Responsibility as a scrutinizer for the e-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 stated above, based on the reports generated from the e-voting system provided by Central Depository Services Limited (hereinafter CDSL), the authorized agency to provide e-voting facility, engaged by the Company.

1. The e-voting period commenced on Monday, 22nd September, 2014 at 9:00 a.m. and concluded on Wednesday, 24th September, 2014 at 6:00 p. m. on <https://www.evotingindia.com/>.

1



RESIDENCE : FLAT NO. 1003 - A, GHASWALA TOWER, P.G. SOLANKI PATH, OFF LAMINGTON ROAD,
MUMBAI - 400 007. Tel. :2301 5263

उत्तम आहार शाकाहार



PARTNER
K. C. Jain
B.COM. F.C.A.

N. K. Jain
A.C.A., LCS, LLB (Gen.) DTM, B.COM

KALYAN JAIN & CO.
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E-mail : sanmatikrupa@yahoo.in / kcjain_co@yahoo.co.in
Mobile : 9821216424

2. The shareholders holding shares as on the "cut-off" i.e. Friday, 22nd August, 2014 were entitled to vote on the proposed resolutions as stated in the Notice of 32nd AGM of the Company.
3. The votes were unblocked on Thursday, 24th September, 2014 in the presence of two witnesses Mr. Nikunj Jain and Mr. Arjun who are not in the employment of the Company, and who have signed below in confirmation of the votes being unblocked in their presence.
4. 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.
5. Based on the aforesaid the results of the e-voting are as under;

Item No. 1.

Ordinary Resolution, to adopt the audited Financial Statements together with the reports of the Directors and Auditors for the Financial Year ended 31st March, 2014.

(i). Voted in favour or against the resolution:

	No. of members voted	Number of votes cast by them	% of total valid votes cast
Voted in Favour	24	1,22,29,911	100%
Voted Against	0	0	0.00

(ii). Abstain / Invalid votes:

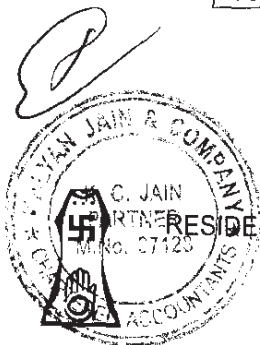
Number of members	Total number of votes
0	0

Item No. 2.

Ordinary Resolution for Re – Appointment of Mr. Sanjay Minda (DIN-00034029), who retires by rotation.

(i). Voted in favour or against the resolution:

	No. of Members voted	Number of votes cast by them	% of total valid votes cast
Voted in Favour	24	1,22,29,911	100%
Voted Against	0	0	0.0





PARTNER
K. C. Jain
B.COM, F.C.A.

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N. K. Jain
A.C.A., LCS, LLB (Gen.) DTM, B.COM

(ii). **Abstain / Invalid** votes:

Number of members	Total number of votes
0	0

Item No. 3.

Ordinary Resolution for Re-Appointment of M/s Gupta Saharia & Co., Chartered Accountants (Firm Registration No. 103446W) as Statutory Auditors of the Company and fix their remuneration.

(i). Voted **in favour** or **against** the resolution:

	No. of Members voted	Number of votes cast by them	% of total valid votes cast
Voted in Favour	24	1,22,29,911	100%
Voted Against	0	0	0.00

(ii) **Abstain / Invalid** votes:

Number of members	Total number of votes
0	0

Item No. 4.

Ordinary Resolution for Re-Appointment of Mr. Manojbhai Modi (DIN 03362134) as an Independent Director;

(i). Voted **in favour** or **against** the resolution:

	No. of Members voted	Number of votes cast by them	% of total valid votes cast
Voted in Favour	24	1,22,29,911	100%
Voted Against	0	0	0.00

(ii). **Abstain / Invalid** votes:

Number of members	Total number of votes
0	0





PARTNER
K. C. Jain
B.COM. F.C.A.

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N. K. Jain
A.C.A., LCS, LLB (Gen.) DTM, B.COM

Item No. 5.

Ordinary Resolution for Re-Appointment of Mr. Pramod Bhelose (DIN 02773034) as an Independent Director;

(i). Voted in favour or against the resolution:

	No. of Members voted	Number of votes cast by them	% of total valid votes cast
Voted in Favour	24	1,22,29,911	100%
Voted Against	0	0	0.00

Number of members	Total number of votes
0	0

Item No. 6.

Ordinary Resolution for Re-Appointment of Mr. Shreyans Jain (DIN 02318944) as an Independent Director;

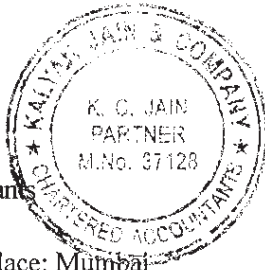
(i). Voted in favour or against the resolution:

	No. of Members voted	Number of votes cast by them	% of total valid votes cast
Voted in Favour	24	1,22,29,911	100%
Voted Against	0	0	0.00

Number of members	Total number of votes
0	0

Thanking You,
Yours faithfully,

K. C. Jain
Practicing Chartered Accountant
Membership No. 037128
Date : 27th September, 2014 Place: Mumbai



We the undersigned witnesses that the votes were unblocked from e-voting website of CDSL in our presence on 25th September, 2014.

Nikunj Jain

Arjun

