

September 22, 2016

To
Bombay Stock Exchange Limited
Phiroze Jeejeebhoy Towers,
Dalal Street, Mumbai-400 001.
Company Scrip Code: - 500189

To
National Stock Exchange of India Limited
Exchange Plaza, Bandra-Kurla Complex,
Bandra (East), Mumbai-400 051.
Company Script Code: HINDUJAVEN

Dear Sir/ Madam

Sub: Thirty First (31st) Annual General Meeting and Voting Results

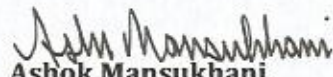
In continuation to our letter dated August 27, 2016, 31st Annual General Meeting ("AGM") of the Company was held today i.e. Thursday, September 22, 2016 and the business mentioned in the Notice dated July 22, 2016 were duly transacted.

In this regard, Please find enclosed the following-

1. Summary of proceedings as required under Regulation 30, Part-A of Schedule -III of the SEBI (Listing Obligations and Disclosure Requirements) Regulations attached as **Annexure - I.**
2. Voting results as required under Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations attached as **Annexure - II.**
3. Report of Scrutinizer dated June 18, 2016, Pursuant to Section 108 of the Companies Act, 2013 and Rule 20(4) (xii) of the Companies (Management and Administration) Rules, 2014 attached as **Annexure - III.**

Kindly take the same on your record.

Thanking You,
Yours Faithfully
For Hinduja Ventures Limited


Ashok Mansukhani
Whole-Time Director
DIN: 00143001



Cin. No.: L51900MH1985PLC036896

Hinduja Ventures Limited : In Centre, 49/50, M.I.D.C., 12th Road, Andheri (E), Mumbai - 400 093.
Phone: 6691 0945 / 2824 8379 Fax: 6691 0988 Web: www.hindujaventures.com



HINDUJA GROUP

SUMMARY OF THE PROCEEDINGS OF THE THIRTY FIRST ANNUAL GENERAL MEETING OF THE MEMBERS OF HINDUJA VENTURES LIMITED HELD ON THURSDAY, SEPTEMBER 22, 2016 AT 11.00 A.M. AT HALL OF HARMONY, NEHRU CENTRE, DR. ANNIE BESANT ROAD, WORLI, MUMBAI - 400 018.

1. Pursuant to Article 90(a) of the Articles of Association of the Company, Mr. Ashok P. Hinduja being the Chairman of the Board took the chair and welcomed the Members to the Thirty First Annual General Meeting of the Company. Since the requisite quorum was present, the Chairman called the Meeting to order.
2. 370 (Three Hundred and Seventy) Members were present in person/ proxy. 33 (Thirty Three) proxies for 15,84,714 Equity Shares representing 7.71 % of the Company's Voting Power were received, as also 5 (Five) resolutions for representation by Corporate Entities for 1,29,40,721 Equity Shares i.e. 62.96 % of the Company's Voting Power were received, aggregating to 70.67 % of the Company's Voting Power.
3. The Chairman thereafter introduced to the members the Directors present Mr. Anil Harish, Independent Director, Chairman of Audit Committee and Nomination and Remuneration Committee, Mr. Rajendra P. Chitale, Independent Director, Mr. Prashant Asher, Independent Director, Ms. Bhumika Batra, Independent Director and Chairperson of Stakeholder Relationship Committee, Mr. Sudhanshu Tripathi, Non-Executive Director, Mr. Ashok Mansukhani, Whole-Time Director, Mr. Anthony D'Silva, Director, Mr. R. Laxminarayan Partner, Deloitte Haskins & Sells Chartered Accountants and Statutory Auditor, Mr. Amar Chintopanth, Chief Financial Officer of the Company and other executives of the Company.
4. The Chairman delivered his speech followed by presentations by Mr. Ashok Mansukhani, Whole-Time Director and Mr. Anthony D'Silva, Director.
5. The Chairman confirmed that the Auditor's Report on the Financial of the Company as on March 31, 2016 does not contain any qualifications, observations or comments on financial transactions or matters which have any adverse effect on the functioning of the Company. The Chairman also confirmed that The Secretarial Auditor's Report for the financial year ended March 31, 2016 does not contain any qualifications, observations or comments
6. The Chairman informed that the Company had provided the Members the facility to cast their vote electronically, on all resolutions set forth in the Notice. Members who attended the Annual General Meeting and not cast their votes electronically were given an opportunity to cast their votes using the ballot papers.
7. The following items of business, as per the Notice of AGM dated July 22, 2016 were transacted at the meeting:
 - 1) Adoption of the audited standalone and consolidated financial statements of the Company for the financial year ended March 31, 2016 together with the Reports of the Board of Directors and the Auditors.
 - 2) Confirmation of the payment of Interim Dividend of Rs. 17.50 per equity share paid in the month of March 2016 as final dividend.
 - 3) Re-appointment of Mr. Ashok Mansukhani, Director who retires by rotation.
 - 4) Ratification of appointment of M/s. Deloitte Haskins & Sells LLP, Chartered Accountants as Statutory Auditors of the Company.
 - 5) Appointment of Mr. Anthony D'Silva as a Director of the Company.
 - 6) Ratification of remuneration payable to M/s ABK & Associates, Cost Accountants as Cost Auditors of the Company for the financial year 2016-2017.
 - 7) Adoption of new set of Articles of Association.



Cin. No.: L51900MH1985PLC036896

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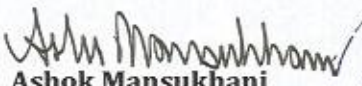
HINDUJA GROUP

The members had raised certain queries and asked for the clarifications. The Chairman provided clarification for the queries raised by the members.

8. The Board of Directors had appointed Mrs. Rupal Jhaveri, Practicing Company Secretary as scrutinizer to conduct/supervise remote e- voting and ballot voting process.
9. The Chairman authorised the Whole-Time Director to declare the results of voting within 48 hours from the conclusion of the meeting.

This is for your information and records.

For Hinduja Ventures Limited


Ashok Mansukhani
Whole-Time Director
DIN: 00143001



Cin. No.: L51900MH1985PLC036896

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HINDUJA GROUP



Date of the AGM/EGM	HINDUJA VENTURES LTD
Total number of shareholders on record date	22-09-2016
No. of shareholders present in the meeting either in person or through proxy:	9779
Promoters and Promoter Group:	17
Public:	353
No. of Shareholders attended the meeting through Video Conferencing	
Promoters and Promoter Group:	Not Applicable
Public:	Not Applicable

Resolution No.	1	ORDINARY - Receive, consider and adopt the audited standalone and consolidated financial statements of the Company for the financial year ended March 31, 2016 together with the Reports of the Board of Directors and the Auditors.									
Whether promoter/ promoter group are interested in the agenda/resolution?	No										
Category	Mode of Voting	No. of shares held (1)	No. of votes Balloted (2)	% of Votes Balloted on outstanding shares (3)=[(2)/(1)]*100	No. of Votes - in favour (4)	No. of Votes - against (5)	% of Votes in favour on votes Balloted (6)=[(4)/(2)]*100	% of Votes against on votes Balloted (7)=[(5)/(2)]*100			
Promoter and Promoter Group	E-Voting	14557906	14556951	99.9934	14556951	0	100.0000	0.0000			
	Ballot		0	0.0000	00	0	0.0000	0.0000			
	Total		14556951	99.9934	14556951	0	100.0000	0.0000			
Public- Institutions	E-voting	966041	46215	4.7840	46215	0	100.0000	0.0000			
	Ballot		0	0.0000	00	0	0.0000	0.0000			
	Total		46215	4.784	46215	0	100.0000	0.0000			
Public- Non Institutions	E-Voting	5031556	8558	0.1701	8557	1	99.9883	0.0116			
	Ballot		975994	19.3975	975994	0	100.0000	0.0000			
	Total		984552	19.5676	984551	1	99.9999	0.0001			
	Total	20555503	15587718	75.8323	15587717	1	100.0000	0.0000			

Resolution No.	2							
Resolution required: (Ordinary/ Special)	ORDINARY - Confirm the payment of Interim Dividend on Equity Shares for the financial year 2015-16 as final dividend.							
Whether promoter/ promoter group are interested in the agenda/resolution?	No							
Category	Mode of Voting	No. of shares held (1)	No. of votes Balloted (2)	% of Votes Balloted on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes – In favour (4)	No. of Votes – against (5)	% of Votes In favour on votes Balloted (6)=[(4)/(2)]*100	% of Votes against on votes Balloted (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	14557906	14556951	99.9934	14556951	0	100.0000	0.0000
	Ballot		0	0.0000	00	0	0.0000	0.0000
	Total		14556951	99.9934	14556951	0	100.0000	0.0000
Public- Institutions	E-Voting	966041	46215	4.7840	46215	0	100.0000	0.0000
	Ballot		0	0.0000	00	0	0.0000	0.0000
	Total		46215	4.784	46215	0	100.0000	0.0000
Public- Non Institutions	E-Voting	5031556	8558	0.1701	8557	1	99.9883	0.0116
	Ballot		975994	19.3975	975994	0	100.0000	0.0000
	Total		984552	19.5676	984551	1	99.9999	0.0001
	Total	20555503	15587718	75.8923	15587717	1	100.0000	0.0000

Resolution No.	3	ORDINARY - Re-appointment of Mr. Ashok Mansukhani (DIN: 00143001), Director who retires by rotation.						
Resolution required: (Ordinary/ Special)								
Whether promoter/ promoter group are interested in the agenda/resolution?	No							
Category	Mode of Voting	No. of shares held (1)	No. of votes Balloted (2)	% of Votes Balloted on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes Balloted (6)=[(4)/(2)]*100	% of Votes against on votes Balloted (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	14557906	14556951	99.9934	14556951	0	100.0000	0.0000
	Ballot		0	0.0000	00	0	0.0000	0.0000
	Total		14556951	99.9934	14556951	0	100.0000	0.0000
Public- Institutions	E-Voting	966041	46215	4.7840	00	46215	0.0000	100.0000
	Ballot		0	0.0000	00	0	0.0000	0.0000
	Total		46215	4.784	0	46215	0.0000	100.0000
Public- Non Institutions	E-Voting	5031556	8558	0.1701	7986	572	93.3161	6.6838
	Ballot		975994	19.3975	975994	0	100.0000	0.0000
	Total		984552	19.5676	983980	572	99.9419	0.0581
	Total	20555503	15587718	75.8923	15540931	46787	99.6998	0.3002





Resolution No.	4							
Resolution required: (Ordinary/ Special)	ORDINARY - Ratification of appointment of M/s. Deloitte Haskins & Sells LLP, Chartered Accountants (Firm Registration No.117366W/W-100018), as							
Whether promoter/ promoter group are interested in the agenda/resolution?	Statutory Auditors of the Company.							
No								
Category	No. of shares held (1)	No. of votes Balloted (2)	% of Votes Balloted on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes Balloted (6)=[(4)/(2)]*100	% of Votes against on votes Balloted (7)=[(5)/(2)]*100	
Promoter and Promoter Group	14557906	14556951	99.9934	14556951	0	100.0000	0.0000	
		0	0.0000	00	0	0.0000	0.0000	
Total		14556951	99.9934	14556951	0	100.0000	0.0000	
Public- Institutions	966041	46215	4.7840	46215	0	100.0000	0.0000	
		0	0.0000	00	0	0.0000	0.0000	
Total		46215	4.784	46215	0	100.0000	0.0000	
Public- Non Institutions	5031556	8558	0.1701	8557	1	99.9883	0.0116	
		975994	19.3975	975994	0	100.0000	0.0000	
Total		984552	19.5676	984551	1	99.9999	0.0001	
Total	20555503	15587718	75.8323	15587717	1	100.0000	0.0000	

Resolution No.	5	ORDINARY - Appointment of Mr. Anthony D'Silva as a Director of the Company.							1	3,00,00,000	0.0000	
Resolution required: (Ordinary/ Special)												
Whether promoter/ promoter group are interested in the agenda/resolution?	No											
Category		No. of shares held (1)	No. of votes Balloted (2)	% of Votes Balloted on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes Balloted (6)=[(4)/(2)]*100	% of Votes against on votes Balloted (7)=[(5)/(2)]*100				
Promoter and Promoter Group	Mode of Voting	14557906	14556951	99.9934	14556951	0	100.0000	0.0000				
	E-Voting			0								
	Ballot			0.0000	00	0	0.0000	0.0000				
	Total		14556951	99.9934	14556951	0	100	0.0000				
Public- Institutions	E-Voting	966041	46215	4.7840	00	46215	0.0000	100.0000				
	Ballot		0	0.0000	00	0	0.0000	0.0000				
	Total		46215	4.784	0	46215	0	100				
Public- Non Institutions	E-Voting	5031556	8558	0.1701	8557	1	99.9883	0.0116				
	Ballot		975994	19.3975	975994	0	100.0000	0.0000				
	Total		984552	19.5676	984551	1	99.9999	0.0001				
	Total	20555503	15587718	75.8323	15541502	46216	99.7035	0.2965				



Resolution No.	6	ORDINARY - Ratification of remuneration payable to M/s ABK & Associates, Cost Accountants (Firm Registration No. 000036) as Cost Auditors of the Company for the financial year 2016-2017						
Resolution required: (Ordinary/ Special)								
Whether promoter/ promoter group are interested in the agenda/resolution?	No							
Category	Mode of Voting	No. of shares held (1)	No. of votes Balloted (2)	% of Votes Balloted on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes Balloted (6)=[(4)/(2)]*100	% of Votes against on votes Balloted (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting Ballot	14557906	14556951	99.9934	14556951	0	100.0000	0.0000
	Total		0	0.0000	00	0	0.0000	0.0000
			14556951	99.9934	14556951	0	100	0
Public- Institutions	E-Voting Ballot	966041	46215	4.7840	46215	0	100.0000	0.0000
	Total		0	0.0000	00	0	0.0000	0.0000
			46215	4.784	46215	0	100	0
Public- Non Institutions	E-Voting Ballot	5031556	8558	0.1701	8557	1	99.9883	0.0116
	Total		975994	19.3975	975994	0	100.0000	0.0000
			984552	19.5676	984551	1	99.9999	0.0001
	Total	20555503	15587718	75.8323	15587717	1	100.0000	0.0000

Resolution No.	7	ORDINARY - Adoption of new set of Articles of Association.						
Resolution required: (Ordinary/ Special)								
Whether promoter/ promoter group are interested in the agenda/resolution?	No							
Category	Mode of Voting	No. of shares held (1)	No. of votes Ballotted (2)	% of Votes Ballotted on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes Ballotted (6)=[(4)/(2)]*100	% of Votes against on votes Ballotted (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	14557906	14556951	99.9934	14556951	0	100.0000	0.0000
	Ballot		0	0.0000	00	0	0.0000	0.0000
	Total		14556951	99.9934	14556951	0	100.0000	0.0000
Public- Institutions	E-Voting	966041	46215	4.7840	46215	0	100.0000	0.0000
	Ballot		0	0.0000	00	0	0.0000	0.0000
	Total		46215	4.7840	46215	0	100.0000	0.0000
Public- Non Institutions	E-Voting	5031556	8558	0.1701	8557	1	99.9883	0.0116
	Ballot		975984	19.3973	975984	0	100.0000	0.0000
	Total		984542	19.5674	984541	1	99.9999	0.0001
	Total	20555503	15587708	75.8323	15587707	1	100.0000	0.0000

RUPAL D. JHAVERI**COMPANY SECRETARY**22, Rajgir Chambers, 3rd Floor, 12-14, Shahid Bhagat Singh Road, Opp. Old Custom House, Mumbai 400 001. Tel.: 43440103 Fax:22662667**REPORT OF SCRUTINIZER**Date: 22nd September, 2016**To****The Chairman****Annual General Meeting****of Hinduja Ventures Limited ("the Company") held on 22nd September, 2016 at 11.00 a.m. at the Hall of Harmony, Nehru Centre, Dr. Annie Besant Road, Worli, Mumbai - 400018.**

Dear Sir,

I have been appointed by the Board of Directors of Hinduja Ventures Limited as the Scrutinizer under the provisions of Section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014 for Remote E-voting and Ballot process (in respect of opportunity provided to cast vote to those shareholders who have not exercise their votes by remote -e-voting) for the Annual General Meeting of the Member of Hinduja Ventures Limited held on September 22nd, 2016 at 11:00 a.m. at the Hall of Harmony, Nehru Centre, Dr. Annie Besant Road, Worli, Mumbai - 400018 and I submit my report as under:

1. After the time fixed for closing of the Ballot process by the Chairman, one ballot boxes kept for polling were locked in my presence with due identification marks placed by me.
2. The locked ballot boxes were subsequently opened in my presence and ballot papers were diligently scrutinized. The ballot papers were reconciled with the records maintained by the Company / Registrar and Transfer Agents of the Company and the authorizations / proxies lodged with the Company.
3. The ballot papers, which were incomplete and/or which were otherwise found defective have been treated as invalid and kept separately.
4. Subsequently, the votes cast through remote e-voting were unblocked at around 12:30 p.m. on 22nd September, 2016 in the presence of two witnesses after the conclusion of the Annual General Meeting and the e-voting summary statement was downloaded from Karvy (<http://evoting.karvy.com>).
5. The Company has provided remote e-voting facility on all items of the business sought to be transacted at the Annual General Meeting held on 22nd September, 2016. The same commenced on 19th September, 2016 (9.00 a.m.) onwards and concluded on 21st September, 2016 (5.00 p.m.). The remote e-voting services were provided by Karvy Computershare Private Limited (Karvy).



6. As prescribed under Rule 20 (4) (xiii) of the Companies (Management and Administration) Amendment Rules, 2015, for the purpose of ensuring that the Members who have cast their votes through remote e-voting do not vote again at the Annual General Meeting, Karvy provided us with the names, DP ID / Client ID / Folio nos. and shareholding of the members who had cast their votes through remote e-voting.
7. Voting rights of Members have been reckoned in proportion to their shares of the paid-up equity share capital of the Company as on September 15, 2016.

I hereby submit a combined report on Remote E-voting and Ballot as per statement attached herewith.

Thanking you.

R D Jhaveri

Rupal D. Jhaveri
Company Secretary in Practice
Membership No: F5441
C. P. No: 4225



Place: Mumbai

Resolution No. 1: Ordinary Resolution: To adopt the audited standalone and consolidated financial statements of the Company for the financial year ended March 31, 2016, together with the Reports of the Board of Directors and the Auditors thereon.

Voted **in favour** of the Resolution:

Mode	Number of members voted	Number of votes cast in favour of the resolution	% of total number of valid votes cast
Remote E-voting	36	1,46,11,723	100
Ballot	50	9,75,994	100
Total	86	1,55,87,717	100

(i) Voted **against** the Resolution:

Mode	Number of members voted	Number of votes cast against the resolution	% of total number of valid votes cast
Remote E-voting	1	1	0
Ballot	0	0	0
Total	1	1	0

(ii) **Invalid votes:**

Mode	Number of members whose votes were declared invalid	Number of votes cast
Remote E-voting	0	0
Ballot	9	1,627
Total	9	1,627

Resolution No. 1 is passed with requisite majority



Resolution No. 2: Ordinary Resolution: To confirm Interim Dividend of Rs. 17.50 per equity share declared and paid in the month of March, 2016, as Final Dividend.

(i) Voted in favour of the Resolution:

Mode	Number of members voted	Number of votes cast in favour of the resolution	% of total number of valid votes cast
Remote E-voting	36	1,46,11,723	100
Ballot	50	9,75,994	100
Total	86	1,55,87,717	100

(ii) Voted against the Resolution:

Mode	Number of members voted	Number of votes cast against the resolution	% of total number of valid votes cast
Remote E-voting	1	1	0
Ballot	0	0	0
Total	1	1	0

(iii) Invalid votes:

Mode	Number of members whose votes were declared invalid	Number of votes cast
Remote E-voting	0	0
Ballot	9	1,627
Total	9	1,627

Resolution No. 2 is passed with requisite majority



Resolution No. 3: Ordinary Resolution: To appoint a Director in place of Mr. Ashok Mansukhani (DIN: 00143001) who retires by rotation and being eligible, offers himself for re-appointment.

(i) Voted in favour of the Resolution:

Mode	Number of members voted	Number of votes cast in favour of the resolution	% of total number of valid votes cast
Remote E-voting	31	1,45,64,937	99.6798
Ballot	50	9,75,994	100
Total	81	1,55,40,931	99.6998

(ii) Voted against the Resolution:

Mode	Number of members voted	Number of votes cast against the resolution	% of total number of valid votes cast
Remote E-voting	6	46,787	0.3202
Ballot	0	0	0
Total	6	46,787	0.3002

(iii) Invalid votes:

Mode	Number of members whose votes were declared invalid	Number of votes cast
Remote E-voting	0	0
Ballot	9	1,627
Total	9	1,627

Resolution No. 3 is passed with requisite majority



Resolution No. 4: Ordinary Resolution: Ratification of Appointment of Auditors.

(i) Voted **in favour** of the Resolution:

Mode	Number of members voted	Number of votes cast in favour of the resolution	% of total number of valid votes cast
Remote E-voting	36	1,46,11,723	100
Ballot	50	9,75,994	100
Total	86	1,55,87,717	100

(ii) Voted **against** the Resolution:

Mode	Number of members voted	Number of votes cast against the resolution	% of total number of valid votes cast
Remote E-voting	1	1	0
Ballot	0	0	0
Total	1	1	0

(iii) **Invalid** votes:

Mode	Number of members whose votes were declared invalid	Number of votes cast
Remote E-voting	0	0
Ballot	9	1,627
Total	9	1,627

Resolution No. 4 is passed with requisite majority



Resolution No. 5: Ordinary Resolution: Appointment of Mr. Anthony D'Silva as a Director of the Company.

(i) Voted **in favour** of the Resolution:

Mode	Number of members voted	Number of votes cast in favour of the resolution	% of total number of valid votes cast
Remote E-voting	32	1,45,65,508	99.6837
Ballot	50	9,75,994	100
Total	82	1,55,41,502	99.7035

(ii) Voted **against** the Resolution:

Mode	Number of members voted	Number of votes cast against the resolution	% of total number of valid votes cast
Remote E-voting	5	46,216	0.3163
Ballot	0	0	0
Total	5	46,216	0.2965

(iii) **Invalid** votes:

Mode	Number of members whose votes were declared invalid	Number of votes cast
Remote E-voting	0	0
Ballot	9	1,627
Total	9	1,627

Resolution No. 5 is passed with requisite majority



Resolution No. 6: Ordinary Resolution: Ratification of Cost Auditor's Remuneration.

(i) Voted **in favour** of the Resolution:

Mode	Number of members voted	Number of votes cast in favour of the resolution	% of total number of valid votes cast
Remote E-voting	36	1,46,11,723	100
Ballot	50	9,75,994	100
Total	86	1,55,87,717	100

(ii) Voted **against** the Resolution:

Mode	Number of members voted	Number of votes cast against the resolution	% of total number of valid votes cast
Remote E-voting	1	1	0
Ballot	0	0	0
Total	1	1	0

(iii) **Invalid** votes:

Mode	Number of members whose votes were declared invalid	Number of votes cast
Remote E-voting	0	0
Ballot	9	1,627
Total	9	1,627

Resolution No. 6 is passed with requisite majority



Resolution No. 7: Special Resolution: Adoption of New Set of Articles of Association.

(iv) Voted **in favour** of the Resolution:

Mode	Number of members voted	Number of votes cast in favour of the resolution	% of total number of valid votes cast
Remote E-voting	36	1,46,11,723	100
Ballot	45	9,75,984	100
Total	81	1,55,87,707	100

(v) Voted **against** the Resolution:

Mode	Number of members voted	Number of votes cast against the resolution	% of total number of valid votes cast
Remote E-voting	1	1	0
Ballot	0	0	0
Total	1	1	0

(vi) **Invalid** votes:

Mode	Number of members whose votes were declared invalid	Number of votes cast
Remote E-voting	0	0
Ballot	9	1,627
Total	9	1,627

Resolution No. 7 is passed with requisite majority



A Compact Disc (CD) containing a list of equity shareholders who voted "FOR", "AGAINST" and those whose votes were declared invalid for each resolution is enclosed.

The Ballot papers and all other relevant records were sealed and handed over to the Company Secretary / Director authorized by the Board for safe keeping.

Thanking you,

Yours faithfully,



A handwritten signature in blue ink, appearing to read "R D Jhaveri", written over a horizontal line.

Place: Mumbai
Dated: 22nd September, 2016

Rupal D. Jhaveri
Company Secretary in Practice
Membership No: F5441
C.P. No: 4225

Counter Signed by
For Hinduja Ventures Limited

A handwritten signature in black ink, appearing to read "Ashok P. Hinduja", written over a horizontal line.

Ashok P. Hinduja
(Chairman)