ARSS INFRASTRUCTURE PROJECTS LIMITED

Registered Office- Plot No-38, Sector-A, Zone-D, Mancheswar Industrial Estate
Bhubaneswar-751010, Orissa, India, CIN: L14103OR2000PLC006230
Tel No.: +91-0674-2588552, 2588554 Fax: +91-0674-2585074,
E-mail: response@arssgroup.in, Website: www.arssgroup.in

As per the provisions of the Companies Act, 2013 as also the Listing Agreement, the Company had provided the facility of e-voting to the Shareholders to enable them to cast their vote electronically on the resolutions proposed in the Notice of the Extra -Ordinary General Meeting (EGM) dated December 17th, 2014. The e-voting was open from Monday, 08th December, 2014 (at 9.00 A.M) to 09th December, 2014 (at 9.00 A.M).

In line with the provisions of the Companies Act, 2013 and in terms of the clarification issued by MCA, voting by Show of Hands was not permitted at the general meeting where e-voting has been offered to the Shareholders. Therefore, at the Extra- Ordinary General Meeting (EGM), voting was conducted by means of poll.

The Board of Directors had appointed M/s. Adesh Tandon & Associates, Practicing Company Secretary as the Scrutinizer for e-voting and poll to be conducted at the Extra- Ordinary General Meeting (EGM). The Scrutinizer(s) have carried out the scrutiny of all the electronic votes received up to 9.00 A. M on 09th December, 2014 and poll received till the conclusion of the meeting and submitted their Report on 17th December, 2014.

The Consolidated Results as per the Scrutinizers' Report dated December 17th, 2014 is as follows:

Sr. No.	Resolutions	% Votes In favour	% Votes Against
1.	Appointment of Statutory Auditors to fill casual vacancy caused by resignation of existing auditors (Ordinary Resolution)	100	0
2.	Appointment of Mrs. Rima Dhawan as Women/ Independent director up to 16th December, 2015. (Ordinary Resolution)	100	0
3	Appointment of Mr. Upendra Nath Challu as an Independent Director up to 31st March, 2016. (Ordinary Resolution)	99.99911	00.00089
4	Appointment of Mr. Swarup Chandra Parija as an Independent Director up to 31st March, 2016. (Ordinary Resolution)	99.99911	00.00089
5	Preferential issue of 6318365 Equity Shares to promoters & their associates. (Special Resolution)	99.99595	00.00405

Based on the consolidated Report of the Scrutinizer(s), all Resolutions as set out in the Notice of an Extra- Ordinary General Meeting (EGM) have been duly approved by the Shareholders.

For ARSS Infrastructure Projects Ltd.

17.12.14

Company Secretary

ARSS INFRASTRUCTURE PROJECTS LIMITED

Outcome of Voting of an Extra- Ordinary General Meeting (As per Clause 35A of Listing Agreement)

Date of an Extra- Ordinary General Meeting (EGM)	December 17th , 2014		
Total number of Shareholders as on record date	21778 Shareholders as on 14th November, 2014		
No. of Shareholders present in the meeting either in persons or through proxy.	**Promoter & Promoter Group**	**Public**	
	In Person	In Person	Through Proxy
	13	23	0
No. of Shareholders attend the meeting through Video Conferencing	**Promoter & Promoter Group**	**Public**	
	N.A.	**N.A**	

Agenda wise

The mode of voting for all the resolution was:

1. The e-voting was open from Monday, 08th December, 2014 (at 9.00 A.M) to 09th December, 2014 (at 9.00 A.M).
2. Poll conducted at the Meeting.

Outcome of the Extra- Ordinary General Meeting (EGM) of the Company

An Extra- Ordinary General Meeting (EGM) of the Company was held on Wednesday, the 17th day of December, 2014 at 11.00 A.M, at the Registered Office of the Company at Plot No. 38, Sector- A, Zone- D, Mancheswar Industrial Estate, Bhubaneswar- 751010. The Mode of Voting was by of poll/ E- Voting. The Shareholders transacted the business as provide in **Annexure- 1.**

Request you to kindly take the same on record.

Thanking You,

Your's Sincerely

For ARSS Infrastructure Projects Limited.

17.12.14

ARSS Infrastruture Projects Ltd. BBSR

(Company Secretary)

ARSS INFRASTRUCTURE PROJECTS LIMITED

Annexure- I

Resolution -1 Appointment of Statutory Auditors to fill casual vacancy caused by resignation of existing auditors (Ordinary Resolution)

Promoter/ Public	No. of Shares held (1)	Nos. 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 in against on votes polled 7= [(5)/(2)*100
Promoter and Promoter Group	2799732	2799732	100	2799732	0	100	0
Public- Institutional Holders	-	-	-	-	-	-	-
Public- Others	12043498	13892	0.115	13892	0	100	0
TOTAL	14843230	2813624		2813624	0		0

For ARSS Infrastructure Projects Ltd.

17.12.14

Company Secretary

ARSS INFRASTRUCTURE PROJECTS LIMITED

Resolution -2 Appointment of Mrs. Rima Dhawan as Women/ Independent director up to 16th December, 2015 (Ordinary Resolution)

Promoter/ Public	No. of Shares held (1)	Nos. 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 in against on votes polled 7= [(5)/(2)*100
Promoter and Promoter Group	2799732	2799732	100	2799732	0	100	0
Public- Institutional Holders	-	-	-	-	-	-	-
Public- Others	12043498	13892	0.115	13892	0	100	0
TOTAL	14843230	2813624		2813624	0		0

For ARSS Infrastructure Projects Ltd.

17.12.14

Company Secretary

ARSS INFRASTRUCTURE PROJECTS LIMITED

Resolution -3 Appointment of Mr. Upendra Nath Challu as an Independent Director up to 31st March, 2016 (Ordinary Resolution)

Promoter/ Public	No. of Shares held (1)	Nos. 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 in against on votes polled 7= [(5)/(2)*100
Promoter and Promoter Group	2799732	2799732	100	2799732	0	100	0
Public- Institutional Holders	-	-	-	-	-	-	-
Public- Others	12043498	10892	0.090	10867	25	99.77047	0.22952
TOTAL	14843230	2810624		2810599	25		0

For ARSS Infrastructure Projects Ltd.

17.12.14

Company Secretary

ARSS INFRASTRUCTURE PROJECTS LIMITED

Resolution -4 Appointment of Mr. Swarup Chandra Parija as an Independent Director upto 31st March, 2016 (Ordinary Resolution)

Promoter/ Public	No. of Shares held (1)	Nos. 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 in against on votes polled 7= [(5)/(2)*100
Promoter and Promoter Group	2799732	2799732	100	2799732	0	100	0
Public- Institutional Holders	-	-	-	-	-	-	-
Public- Others	12043498	13892	0.11535	13867	25	99.8200	0.17996
TOTAL	14843230	2813624		2813599	25		0

For ARSS Infrastructure Projects Ltd.

17.12.14

Company Secretary

ARSS INFRASTRUCTURE PROJECTS LIMITED

Resolution -5 Preferential issue of 6318365 equity shares to promoters & their associates (Special Resolution)

Promoter/ Public	No. of Shares held (1)	Nos. 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 in against on votes polled 7= [(5)/(2)*100
Promoter and Promoter Group	2799732	2799732	100	2799732	0	100	0
Public- Institutional Holders	-	-	-	-	-	-	-
Public- Others	12043498	14842	0.12324	14728	114	99.2319	0.76809
TOTAL	14843230	2814574		2814460	114		0.76809

For ARSS Infrastructure Projects Ltd.

17.12.14

Company Secretary