



Nagreeka[®] CAPITAL & INFRASTRUCTURE LTD.

REGD. OFFICE : 18, R. N. MUKHERJEE ROAD, 6TH FLOOR, KOLKATA - 700 001, INDIA
Phone : 2210-8828, 2248-4922/4943, Fax : 91-33-22481693, E-mail : sushil@nagreeka.com

10th September, 2014

The Manager
Listing Department
National Stock Exchange of India Ltd.
Exchange Plaza, C-, Block G,
Bandra-Kurla Complex,
Bandra (E),
Mumbai-400 051.

Dear Sir,

Subject: Proceeding of Annual General Meeting

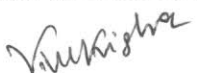
The Annual General Meeting of Nagreeka Capital and Infrastructure Limited was held on Wednesday, 10 September 2014 at 11.30 a.m. at Bengal National Chamber of Commerce and Industry, 23 R.N.Mukherjee Road, Kolkata-700001.

Pursuant to Clause 35A of the Listing Agreement disclosure of voting results of the meeting and business considered and approved by the shareholders with requisite majority is enclosed, together with the Scrutinizer's Report on e-voting.

You are requested to take the same on your record.

Thanking You.

Yours faithfully,
For **NAGREEKA CAPITAL & INFRASTRUCTURE LIMITED**


Vivek Mishra
(Company Secretary)

Encl.: As above

DETAILS AS PER CLAUSE 35A OF THE LISTING AGREEMENT REGARDING
VOTING RESULTS OF THE ANNUAL GENERAL MEETING OF
NAGREEKA CAPITAL AND INFRASTRUCTURE LIMITED
HELD ON 10 SEPTEMBER 2014

Date of the Annual General Meeting	:	September 10, 2014
Book Closure Date	:	4 th September 2014 to 10 th September 2014 (both days inclusive)
Total number of shareholders on record date	:	10634
No. of shareholders present in the meeting either in person or through proxy:	:	
• Promoter and Promoter Group		25
• Public		10609
No. of shareholders attended the meeting through Video-Conferencing	:	
• Promoter and Promoter Group		NIL
• Public		NIL

Agenda-wise

The mode of voting for all resolutions was E-voting conducted between 1st September, 2014 (from 9.30 a.m) to 3rd September, 2014 (up to 05.30 p.m) (both days inclusive) and which included Physical Ballot forms sent in advance.



RESOLUTION NO.1

Details of the Agenda: To receive, consider and adopt the Audited Financial Statements and Consolidated Financial Statements for the financial year that ended on March 31, 2014, together with the reports of the auditors thereon and the report by the Board of Directors for the financial year that ended on that date.

Resolution required: Ordinary Resolution

Mode of vote: E-voting + Poll

Promoter/ Public	No. of shares held	No. of votes polled	% of votes polled on outstanding shares	No. of votes in favour	No. of votes against	% of votes in favour on votes polled	% of votes against on votes polled
	(1)	(2)	(3)=[(2)/(1)] *100	(4)	(5)	(6)=[(4)/(2)] *100	(7)= [(5)/(2)] *100
Promoter & promoter group	6713086	6578086	97.98	6578086	-	100	-
Public- Institutional holders	4000	-	-	-	-	-	-
Public others	5898214	1345215	22.81	1345215	-	100	-
Total	12615300	7923301	62.81	7923301	0	100	0

RESOLUTION NO.2

Details of the Agenda: To appoint a Director in place of Mr. Sushil Patwari DIN (00023980), who retires by rotation and being eligible, offers himself for re-appointment.

Resolution required: Ordinary Resolution

Mode of vote: E-voting + Poll

Promoter/ Public	No. of shares held	No. of votes polled	% of votes polled on outstanding shares	No. of votes in favour	No. of votes against	% of votes in favour on votes polled	% of votes against on votes polled
	(1)	(2)	(3)=[(2)/(1)] *100	(4)	(5)	(6)=[(4)/(2)] *100	(7)= [(5)/(2)] *100
Promoter & promoter group	6713086	6578086	97.98	6578086	-	100	-
Public- Institutional holders	4000	-	-	-	-	-	-
Public others	5898214	1345215	22.81	1345215	-	100	-
Total	12615300	7923301	62.81	7923301	0	100	0



RESOLUTION NO. 3**Details of the Agenda:** To appoint Auditors of the Company and to fix their remuneration.**Resolution required:** Ordinary Resolution**Mode of vote:** E-voting + Poll

Promoter/ Public	No. of shares held	No. of votes polled	% of votes polled on outstanding shares	No. of votes in favour	No. of votes against	% of votes in favour on votes polled	% of votes against on votes polled
	(1)	(2)	(3)=[(2)/(1)] *100	(4)	(5)	(6)=[(4)/(2)] *100	(7)= [(5)/(2)] *100
Promoter & promoter group	6713086	6578086	97.98	6578086	-	100	-
Public- Institutional holders	4000	-	-	-	-	-	-
Public others	5898214	1345215	22.81	1345215	-	100	-
Total	12615300	7923301	62.81	7923301	0	100	0

RESOLUTION NO. 4**Details of the Agenda:** To appoint Shri M.K.Ogra (DIN 01081215) as an Independent Director.**Resolution required:** Ordinary Resolution**Mode of vote:** E-voting + Poll

Promoter/ Public	No. of shares held	No. of votes polled	% of votes polled on outstanding shares	No. of votes in favour	No. of votes against	% of votes in favour on votes polled	% of votes against on votes polled
	(1)	(2)	(3)=[(2)/(1)] *100	(4)	(5)	(6)=[(4)/(2)] *100	(7)= [(5)/(2)] *100
Promoter & promoter group	6713086	6578086	97.98	6578086	-	100	-
Public- Institutional holders	4000	-	-	-	-	-	-
Public others	5898214	1345215	22.81	1345215	-	100	-
Total	12615300	7923301	62.81	7923301	0	100	0



RESOLUTION NO. 5**Details of the Agenda:** To appoint Shri B.C.Talukdar (DIN 00024015) as an Independent Director.**Resolution required:** Ordinary Resolution**Mode of vote:** E-voting + Poll

Promoter/ Public	No. of shares held	No. of votes polled	% of votes polled on outstanding shares	No. of votes in favour	No. of votes against	% of votes in favour on votes polled	% of votes against on votes polled
	(1)	(2)	(3)=[(2)/(1)] *100	(4)	(5)	(6)=[(4)/(2)] *100	(7)= [(5)/(2)] *100
Promoter & promoter group	6713086	6578086	97.98	6578086	-	100	-
Public- Institutional holders	4000	-	-	-	-	-	-
Public others	5898214	1345215	22.81	1345215	-	100	-
Total	12615300	7923301	62.81	7923301	0	100	0

RESOLUTION NO. 6**Details of the Agenda:** Borrowing money upto Rs.500 Crores over and above the aggregate of the paid up share capital and free reserves of the Company.**Resolution required:** Special Resolution**Mode of vote:** E-voting + Poll

Promoter/ Public	No. of shares held	No. of votes polled	% of votes polled on outstanding shares	No. of votes in favour	No. of votes against	% of votes in favour on votes polled	% of votes against on votes polled
	(1)	(2)	(3)=[(2)/(1)] *100	(4)	(5)	(6)=[(4)/(2)] *100	(7)= [(5)/(2)] *100
Promoter & promoter group	6713086	6578086	97.98	6578086	-	100	-
Public- Institutional holders	4000	-	-	-	-	-	-
Public others	5898214	1345215	22.81	1345210	5	100	Negligible
Total	12615300	7923301	62.81	7923296	5	100	0.00



RESOLUTION NO. 7

Details of the Agenda: Creating charge or mortgage or lien on Company's Assets not exceeding in value Of Rs.500 Crore in aggregate.

Resolution required: Special Resolution

Mode of vote: E-voting + Poll

Promoter/ Public	No. of shares held	No. of votes polled	% of votes polled on outstanding shares	No. of votes in favour	No. of votes against	% of votes in favour on votes polled	% of votes against on votes polled
	(1)	(2)	(3)=[(2)/(1)] *100	(4)	(5)	(6)=[(4)/(2)] *100	(7)= [(5)/(2)] *100
Promoter & promoter group	6713086	6578086	97.98	6578086	-	100	-
Public- Institutional holders	4000	-	-	-	-	-	-
Public others	5898214	1345215	22.81	1345210	5	100	Negligible
Total	12615300	7923301	62.81	7923296	5	100-	0.00



SCRUTINEERS' REPORT

To

The Chairman

NAGREEKA CAPITAL & INFRASTRUCTURE LIMITED

18, R. N. MUKHERJEE ROAD,

KOLKATA - 700001

Sir,

The Board of Directors, had at their meeting held on 29th May, 2014, appointed me, CA.. H. R. Agarwal, Chartered Accountant (in Practice) at 219-C, Old China Bazar Street, 1st Floor, Room no. B-6, Kolkata – 700001, as the scrutinizer for conducting the e voting process in a fair and transparent manner.

The Management of the Company is responsible to ensure the Compliance of the requirement of the Companies Act, 2013 and Rules relating to voting through electronic means on the Resolution contained in the notice of 20th Annual General Meeting (AGM) of the members of the Company. My responsibility as a Scrutinizer for the e-voting process is restricted to making a Scrutinizer's Report for the "Votes cast in favour" or "against" the resolution stated above, based on the reports generated from the e-voting system provided by CDSL, the authorized agency engaged by the Company to provide e-voting facilities for e-voting and physical ballot, if any, as received from the shareholders on the close of business hours (5.30 P.M.) on 3rd September, 2014.

The e-voting period commenced on 1st September, 2014 (9.30 A.M.) and ended on 3rd September, 2014 (5.30 P.M.). During this period, the shareholders of the Company, holding shares either in physical or dematerialized form, as on the cut-off date of 1st August, 2014 casted their vote electronically, with the conditions that

- a) once, the vote on a resolution is casted by the shareholder, the shareholder shall not be allowed to change it subsequently.
- b) The voting rights of shareholders was in proportion to their shares of the paid up equity share capital of the company as on the cut-off date of 1st August, 2014.

I, as a Scrutinizer, will within a period of not exceeding three (3) days from the conclusion of the e-voting period unblocked the votes in the presence of two (2) witnesses who are not in the employment of the company and made a Scrutinizer's Report of the votes cast in favour or against, if any, forthwith to the Chairman/ Managing Director of the Company.

The results declared alongwith the Scrutinizer's Report shall be placed on the website of the Company www.nagreeka.com and on the website of CDSL within two days of passing of the resolutions at the Annual General Meeting of the Company and communicated to the Stock Exchange(s).

Item No. of Notice	Particulars and Type of Resolution	TOTAL VOTES CASTED UNDER E VOTING	Votes in favour of the resolution		Votes against the resolution		Results
			Nos.	% of total number of valid votes casted (Favour and Against)	Nos.	% of total number of valid votes casted (Favour and Against)	
Item no.1	To receive, consider and adopt the Audited Balance Sheet as at 31 st March, 2014, the Profit and Loss Account for the year ended on that date and reports of the Directors and the Auditors thereon (Ordinary Resolution)	7923301	7923301	100%	0	0	Resolution passed unanimously
Item no.2	To appoint a Director in place of Mr. Sushil Patwari DIN (00023980), who retires by rotation and being eligible, offers himself for re-appointment. (Ordinary Resolution)	7923301	7923301	100%	0	0	Resolution passed unanimously
Item no.3	To appoint Auditors of the Company and to fix their remuneration (Ordinary Resolution)	7923301	7923301	100%	0	0	Resolution passed unanimously
Item no.4	To appoint Shri M.K. Ogra (DIN 01081215), as an Independent Director on the Board of the Company for consecutive period of 5 (five) years, effective from 1 st April, 2014 up to 31 st March, 2019 (Ordinary Resolution)	7923301	7923301	100%	0	0	Resolution passed unanimously

Item no.5	To appoint Shri B.C. Talukdar (DIN 00024015), as an Independent Director on the Board of the Company for consecutive period of 5 (five) years, effective from 1 st April, 2014 up to 31 st March, 2019. (Ordinary Resolution)	7923301	7923301	100%	0	0	Resolution passed unanimously
Item no.6	Company to borrow such sum or sums of monies in any manner, from time to time, as may be required for the purpose of business of the Company with or without security and upon such terms and conditions as it may think fit, notwithstanding that the monies to be borrowed together with monies already borrowed by the Company (apart from temporary loans obtained or to be obtained from the Company's bankers in the ordinary course of business) may exceed the aggregate of the paid-up share capital of the Company and its free reserves, provided that the total amount so borrowed by the Board of Directors and outstanding at any time shall not exceed the sum of Rs. 500 crore (Rupees Five Hundred Crore)". (Special Resolution)	7923301	7923296	100%	5	0	Resolution passed with requisite majority
Item no. 7	The Board to exercise its powers including the powers conferred by this Special Resolution and that the power to delegate such authority to any person(s) to create such charges an/or mortgages and hypothecations in addition to the existing charges, mortgages and hypothecation created by the Company, on any of	7923301	7923296	100%	5	0	Resolution passed with requisite majority

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	<p>the Company's moveable and immoveable properties and assets, in favour of the Lenders, viz Financial/ Investment Institutions, Bank or Banks and Trustees for the holders of debentures/ bonds/ other instruments to secure the repayment of loans/ borrowings sanctioned and/or to be sanctioned by them from time to time for a sum not exceeding Rs. 500 crore (Rupees Five Hundred Crore) at any point of time apart from temporary loans.</p> <p>(Special Resolution)</p>						
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Hence, all the resolutions passed unanimously / with requisite majority.

Thanking You,

Yours Faithfully,



CA. HARI RAM AGARWAL
Practicing Chartered Accountant
M. No: FCA 057625

KOLKATA
4th September, 2014

SUMMARY	No. OF SHARES E VOTED	% OF TOTAL No. OF SHARES	No. of Votes for Yes	No. of Votes for No	No. of Votes for Abstain
RESOLUTION No. 1	7923301	62.81	7923301	0	0
RESOLUTION No. 2	7923301	62.81	7923301	0	0
RESOLUTION No. 3	7923301	62.81	7923301	0	0
RESOLUTION No. 4	7923301	62.81	7923301	0	0
RESOLUTION No. 5	7923301	62.81	7923301	0	0
RESOLUTION No. 6	7923301	62.81	7923296	5	0
RESOLUTION No. 7	7923301	62.81	7923296	5	0

Prepared
(CA. HARI RAM AGARWAL)

WITNESS TO UNBLOCKING OF E VOTES

1. *Sagatwal,*
SHYAM SUN DHR Agarwal
219-C, old CEINA Trade Street
KOLKATA - 700001

2. *Sagatwal*
(SHRUTI AGARWAL)
31/3 B.C. LANE, HOBRAH-1