BSEL INFRASTRUCTURE REALTY LIMITED

CIN : L99999MH1995PLC094498

Regd. Office : 737, 7th Floor, The Bombay Oilseeds & Oils Exchange Premises Co-op, Soc. Ltd., The Commodity Exchange, Plot No. 2,3 & 4, Sector-19-A, Vashi, Navi Mumbai-400 705.
Tel. : +91-22-6512 3124, Tele fax : +91 22 2784 4401, webside : www. bsel.com

Date: 29th September, 2017

To, The Corporate Relation Department, Bombay Stock Exchange Limited, P.J.Towers, Dalal Street, Mumbai – 400 001	To, Listing Department, National Stock Exchange of India Ltd., Exchange Plaza, Bandra-KurlaComplex, Bandra (East), Mumbai-400 051

- **Subject: Outcome of 22nd Annual General Meeting convened on 29th September, 2017**

- **Reference : Stock Code -BSE : 532123**
  NSE: BSELINFRA

Dear Sir,

We write to inform you that the businesses, as set out in the notice convening the 22nd Annual General Meeting of the members of the Company ("AGM"), were transacted at the AGM held on 29th September, 2017, at Hotel Abbott, Sector-2, Vashi, Navi Mumbai-400703, Maharashtra, India at 09.30 A.M.

The voting on the above resolutions was conducted through electronic means and physical ballots were provided in the meeting to those who had not casted their votes through Electronic platform.

The Voting Results shall be made available to the Stock Exchange and on the Company's website after receipt of the Scrutinizer's Report.

Kindly take the above on record and oblige.

Thanking You.

For BSEL Infrastructure Realty Ltd.

Kirit R Kanakiya
Director
DIN : 00266631

BSEL Infrastructure Realty Ltd. Navi Mumbai

BSEL INFRASTRUCTURE REALTY LIMITED

CIN : L99999MH1995PLC094498

Regd. Office : 737, 7th Floor, The Bombay Oilseeds & Oils Exchange Premises Co-op, Soc. Ltd.,
The Commodity Exchange, Plot No. 2,3 & 4, Sector-19-A, Vashi, Navi Mumbai-400 705.
Tel. : +91-22-6512 3124, Tele fax : +91 22 2784 4401, webside : www. bsel.com

Date: 29th September, 2017

To, The Corporate Relation Department, Bombay Stock Exchange Limited, P.J.Towers, Dalal Street, Mumbai – 400 001	To, Listing Department, National Stock Exchange of India Ltd., Exchange Plaza, Bandra-KurlaComplex, Bandra (East), Mumbai-400 051

- **Subject: SCRUTINIZER'S REPORT (MGT-13) AND REGULATION 44 OF SEBI (LODR) REGULATIONS, 2015**

- **Reference : Stock Code -BSE : 532123**
  NSE: BSELINFRA

Dear Sir,

The 22nd Annual General Meeting of the Company was held on 29th September, 2017 at 09.30 A.M. In relation to the mentioned, we hereby forward you the following:

1. Scrutinizer's Report on Poll & E-voting

2. Report under Regulation 44 of SEBI (LODR) Regulations, 2015

Kindly take the above on record and oblige.

Thanking You.

For BSEL Infrastructure Realty Ltd.

BSEL Infrastructure Realty Ltd. Navi Mumbai

Kirit R Kanakiya
Director
DIN : 00266631

H V Gor & Co
Practicing Company Secretaries

FORM No. MGT-13

Report of Scrutinizer

[Pursuant to rule section 109 of the Companies Act, 2013 and Rule 21(2) of Companies (Management and Administration) Rules, 2014]

To,
Mr. Kirit Kanakiya
Chairman
22nd Annual General Meeting
BSEL Infrastructure Realty Limited
Held on 29th September, 2017 at Hotel Abbott , Sector-2,Vashi, Navi Mumbai - 400 703.

Dear Sir,

I, Mr. Harsh Vijay Gor, Partner of H V Gor & Co, Practicing Company Secretaries appointed as Scrutinizer for the purpose of the poll & E-voting taken on the below mentioned resolution(s), at the 22nd Annual General Meeting of the Equity Shareholders of **BSEL Infrastructure Realty Limited,** held on 29th September, 2017 at Hotel Abbott , Sector-2, Vashi, Navi Mumbai - 400 703, submit our report as under:

1. After the time fixed for closing of the poll by the Chairman, One (1) ballot box kept for polling were locked in my presence with due identification marks placed by me.

2. The locked ballot box was subsequently opened in my presence and poll papers were diligently scrutinized. The poll 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. I did not find any poll papers invalid.

4. Votes were cast through E-voting facility provided by Company.

5. The result of the Poll is as under:

(a) To consider and adopt the Balance Sheet as at 31st March, 2017, the Profit and Loss Account for the year ended on that date including notes thereto, together with Reports of Directors & Auditors thereon.

OFFICE-1: 37, Shree Manoshi Complex, Plot No.5 & 6, Sector 3, Opp. Ghansoli Railway Station, Ghansoli, Navi Mumbai – 400701. Maharashtra (India). Tel. No.: 022-27547907. E-mailpcshvgor@gmail.com

OFFICE-2: B3-001, Shankeshwar Nagar, Near Shani Mandir, Manpada Rd., Dombivli (E) 4210 201 +91-8108750605 (w), +91-8450967900. E-mail : pcshvgor@gmail.com

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

Particulars of Business	Number of members present and voting (in person or by proxy)/e-voting	Number of votes cast by them	% of total number of valid votes cast
E-voting	14	20,270	0.09%
Poll	33	22,944,288	99.91%
Total	47	22,964,558	100%

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

Particulars of Business	Number of members present and voting (in person or by proxy)/e-voting	Number of votes cast by them	% of total number of valid votes cast
E-voting	2	110	0
Poll	0	0	0
Total	2	0	0

(iii) **Invalid** votes :

Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
0	0

(b) To consider and if thought fit, to pass with or without modifications, the following, resolution as an Ordinary Resolution:

"RESOLVED THAT Mrs. Disha Devrukhkar (DIN: 05156891), a Director liable to retire by rotation pursuant to section 152(6) of the Companies Act, 2013 , who seek re-appointment, be re-appointed as the director of the Company.

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

Particulars of Business	Number of members present and voting (in person or by proxy)/e-voting	Number of votes cast by them	% of total number of valid votes cast
E-voting	12	19,720	0.09%
Poll	33	22,944,288	99.91%
Total	45	22,964,008	100%

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

Particulars of Business	Number of members present and voting (in person or by proxy)/e-voting	Number of votes cast by them	% of total number of valid votes cast
E-voting	4	660	0
Poll	0	0	0
Total	4	0	0

(iii) **Invalid** votes :

Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
0	0

(C) To approve re- appointment of Statutory Auditors and fix their remuneration. In this regard consider and if thought fit to pass the following resolution as an Ordinary Resolution:

"RESOLVED THAT pursuant to the provisions of Section 139(1) of the Companies Act, 2013 read with Rule 3 of Companies (Audit and Auditors) Rules, 2014, the consent of the members of the Company be and is, hereby, accorded to re-appoint M/s. Deepak Vekaria & Associates, Chartered Accountants, Mumbai, (Membership No. 35908) as the Statutory Auditors of the Company till the conclusion of next Annual General Meeting of the Company."

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

Particulars of Business	Number of members present and voting (in person or by proxy)/e-voting	Number of votes cast by them	% of total number of valid votes cast
E-voting	14	20,270	0.09%
Poll	33	22,944,288	99.91%
Total	47	22,964,558	100%

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

Particulars of Business	Number of members present and voting (in person or by proxy)/e-voting	Number of votes cast by them	% of total number of valid votes cast
E-voting	2	110	0
Poll	0	0	0
Total	2	0	0

(iii) **Invalid** votes :

Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
0	0

(D) To consider and if thought fit, to pass following resolution, with or without modification, as **SPECIAL RESOLUTION:**

"**RESOLVED THAT**, subject to the provisions under Sections 149,152 and other applicable provisions, if any, of the Companies Act, 2013 and the rules made there under (including any statutory modifications or re-enactment thereof, for time being in force, read with Schedule IV of the Companies Act, 2013 and clause 49 of the listing agreement and Article 153 of the Articles of Association of the company, Mrs. Disha Devrukhkar, be and is hereby appointed as the Whole-Time Director of the Company, for period of one (1) year

commencing from 28th December, 2016 to 27th December, 2017 at a remuneration which will, including all perquisites, not be exceeding Rs. 1,80,000/- p.a. (Rupees One Lakh Eighty Thousand only) and a copy of the Draft Letter of Appointment as placed before this meeting be and is hereby specifically approved and sanctioned with the liberty to the Board of Directors to alter and vary terms and conditions.

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

Particulars of Business	Number of members present and voting (in person or by proxy)/e-voting	Number of votes cast by them	% of total number of valid votes cast
E-voting	12	19,720	0.09%
Poll	33	22,944,288	99.91%
Total	45	22,964,008	100%

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

Particulars of Business	Number of members present and voting (in person or by proxy)/e-voting	Number of votes cast by them	% of total number of valid votes cast
E-voting	4	660	0
Poll	0	0	0
Total	4	0	0

(iii) **Invalid** votes :

Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
0	0

OFFICE-1: 37, Shree Manoshi Complex, Plot No.5 & 6, Sector 3, Opp. Ghansoli Railway Station, Ghansoli, Navi Mumbai – 400701. Maharashtra (India). Tel. No.: 022-27547907. E-mailpcshvgor@gmail.com
OFFICE-2: B3-001, Shankeshwar Nagar, Near Shani Mandir, Manpada Rd., Dombivli (E) 4210 201 +91-8108750605 (w), +91-8450967900. E-mail : pcshvgor@gmail.com

H V Gor & Co
Practicing Company Secretaries

6. 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.

7. The poll papers and all other relevant records were sealed and handed over to the Director authorized by the Board for safe keeping.

Thanking you,
Yours faithfully,

For H V GOR AND CO
PRACTICING COMPANY SECRETARIES

Harsh Kishwani

H.V. GOR & CO. 14269 MUMBAI

Mr. Harsh Vijay Gor
Partner
ACS No. 38377
COP No. 14269

Date: 29th September, 2017
Place: Navi Mumbai

Countersigned and received the report

Mr. Kirit Kanakiya
Chairman

BSEL Infrastructure Realty Ltd. Navi Mumbai

OFFICE-1: 37, Shree Manoshi Complex, Plot No.5 & 6, Sector 3, Opp. Ghansoli Railway Station, Ghansoli, Navi Mumbai – 400701. Maharashtra (India). Tel. No.: 022-27547907. E-mailpcshvgor@gmail.com

OFFICE-2: B3-001, Shankeshwar Nagar, Near Shani Mandir, Manpada Rd., Dombivli (E) 4210 201 +91-8108750605 (w), +91-8450967900. E-mail : pcshvgor@gmail.com

BSEL INFRASTRUCTURE REALTY LIMITED

[CIN: L99999MH1995PLC094498]

ANNUAL GENERAL MEETING REPORT

[Regulation 44 of SEBI (LODR) Regulations, 2015]

Date of AGM	**29th September, 2017**
Total number of shareholders on record date	**44,065**
No. of shareholders present in the meeting either in person or through proxy: Promoter and Promoter Group: Public:	 **13** **20**
No. of shareholders attended the meeting through Video Conferencing: Promoter and Promoter Group: Public:	 **0** **0**

Agenda-wise disclosure:

Resolution required: (Ordinary Resolution)			**1. Adoption of Financial Statement for the year ended on March 31, 2017**					
Whether promoter/promoter group are interested in the resolution?			**NO**					
Category	**Mode of Voting**	**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	**E-voting**	**0**	**0**	**0**	**0**	**0**	**0**	**0**
	Poll	**22,920,051**	**22,920,051**	**100%**	**22,920,051**	**0**	**100%**	**0**
	Total	**22,920,051**	**22,920,051**	**100%**	**22,920,051**	**0**	**100%**	**0**
Public - Institutions	**E-voting**	**0**	**0**	**0**	**0**	**0**	**0**	**0**
	Poll	**0**	**0**	**0**	**0**	**0**	**0**	**0**
	Total	**0**	**0**	**0**	**0**		**0**	**0**
Public- Non Institutions	**E-voting**	**20,380**	**20,380**	**100%**	**20,270**	**110**	**99.46%**	**0.54%**
	Poll	**24,237**	**24,237**	**100%**	**24,237**	**0**	**100%**	**0**
	Total	**44,617**	**44,617**	**100%**	**44,507**	**0**	**99.75%**	**0**
Total		**22,964,668**	**22,964,668**	**-**	**22,964,558**	**110**	**99.99%**	**0**

Resolution required: (Ordinary Resolution)			2. Reappointment of Mrs. Disha Devrukhkar as Director					
Whether promoter/promoter group are interested in the resolution?			NO					
Category	Mode of Voting	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	E-voting	0	0	0	0	0	0	0
	Poll	22,920,051	22,920,051	100%	22,920,051	0	100%	0
	Total	22,920,051	22,920,051	100%	22,920,051	0	100%	0
Public - Institutions	E-voting	0	0	0	0	0	0	0
	Poll	0	0	0	0	0	0	0
	Total	0	0	0	0	0	0	0
Public- Non Institutions	E-voting	20,380	20,380	100%	19,720	660	96.76%	3.24%
	Poll	24,237	24,237	100%	24,237	0	100%	0
	Total	44,617	44,617	100%	43,957	0	98.52%	0
Total		22,964,668	22,964,668	100%	22,963,978	660	99.99%	0

Resolution required: (Ordinary Resolution)			3. Appointment of M/s Deepak Vekaria And Associates, Chartered Accountants, as Statutory Auditor of the Company and fix their Remuneration					
Whether promoter/promoter group are interested in the resolution?			NO					
Category	Mode of Voting	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	E-voting	0	0	0	0	0	0	0
	Poll	22,920,051	22,920,051	100%	22,920,051	0	100%	0
	Total	22,920,051	22,920,051	100%	22,920,051	0	100%	0
Public - Institutions	E-voting	0	0	0	0	0	0	0
	Poll	0	0	0	0	0	0	0
	Total	0	0	0	0		0	0
Public-	E-voting	20,380	20,380	100%	20,270	110	99.46%	0.54%

Non Institutions	Poll	24,237	24,237	100%	24,237	0	100%	0
	Total	44,617	44,617	100%	44,507	0	99.75%	0
Total		22,964,668	22,964,668	100%	22,964,558	110	99.99%	0

Resolution required: (Special Resolution)			4. Appointment of Mrs. Disha Devrukhkar (DIN: 05156891) as a Whole-Time Director of the Company					
Whether promoter/promoter group are interested in the resolution?			NO					
Category	Mode of Voting	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	E-voting	0	0	0	0	0	0	0
	Poll	22,920,051	22,920,051	100%	22,920,051	0	100%	0
	Total	22,920,051	22,920,051	100%	22,920,051	0	100%	0
Public - Institutions	E-voting	0	0	0	0	0	0	0
	Poll	0	0	0	0	0	0	0
	Total	0	0	0	0	0	0	0
Public- Non Institutions	E-voting	20,380	20,380	100%	20,020	360	98.23%	1.77%
	Poll	24,237	24,237	100%	24,237	0	100%	0
	Total	44,617	44,617	100%	44,257	0	99.19%	0
Total		22,964,668	22,964,668	100%	22,964,308	360	99.99%	0

For BSEL INFRASTRUCTURE REALTY LIMITED

Mr. Kirit R Kanakiya
(DIN: 00266631)
Director

BSEL Infrastructure Realty Ltd. Navi Mumbai