

September 30, 2014

To,
The Manager,
Listing Department,
National Stock Exchange of India Ltd.
Exchange Plaza, Bandra Kurla Complex,
Bandra (East), Mumbai – 400 051

To,
The Manager,
Listing Department,
The Calcutta Stock Exchange Ltd.
7, Lyons Range,
Kolkata – 700 001

NSE Symbol: SKIL

CSE Security Code No.: 18039

Dear Sir,

Sub: Outcome of 31st Annual General Meeting ("AGM") held today i.e. Tuesday, September 30, 2014.

This is to inform you that the 31st Annual General Meeting of the Company was held on Tuesday, September 30, 2014 at 1400 hours at Babasaheb Dahanukar Hall, Orion House, 12, K. Dubhash Marg, Kala Ghoda, Fort, Mumbai 400 001.

Please note that In compliance with provisions of Section 108 of the Companies Act, 2013 read with Rules made thereunder and Clause 35B of the Listing Agreement, the Company had provided e-voting facility to the members of the Company in respect the businesses to be transacted at the 31st AGM. The E-voting commenced on Wednesday, September 24, 2014 at 900 hours and ended on Friday, September 26, 2014 at 1800 hours. Mr. Virendra G. Bhatt, Practicing Company Secretary, was appointed as scrutinizer by the Board for scrutinizing the e-voting process.

The meeting was attended by the requisite quorum. All the resolutions contained in the Notice of 31st AGM were approved by the overwhelming majority of shareholders through e-voting, based on the Scrutinizer's Report on e-voting furnished by Mr. Virendra G. Bhatt. Accordingly all the resolutions are declared to be passed on September 30, 2014 which is the date of the AGM.

A brief summary of the resolutions passed are as under:

Ordinary Business:

1. Adoption of Audited Balance Sheet as at March 31, 2014, the Statement of Profit and Loss for the year ended on that date and the Reports of the Board of Directors and Auditors thereon (Ordinary Resolution).
2. Re-appointment of Mr. Nikhil Gandhi, Director, who retires by rotation and being eligible, offers himself for re-appointment (Ordinary Resolution).
3. Appointment of Auditor and fixing their remuneration (Ordinary Resolution).

SKIL Infrastructure Limited

(Erstwhile Horizon Infrastructure Limited)

CIN No. L36911MH1983PLC178299

E-mail: skil@skilgroup.co.in

www.skilgroup.co.in

Registered Office:-

SKIL House, 209 Bank Street Cross Lane,

Fort, Mumbai - 400 023,

Tel : +91 22 6619 9000

Fax: +91 22 2269 6023

Correspondence Address:-

13/14, 3rd Floor, Khetan Bhavan, 198

JRD Tata Road, Churchgate, Mumbai - 400 020.

Tel : +91 22 6715 8000

Fax: +91 22 6715 8099

Special Business:

4. Considering appointment of Mr. Bhavesh Gandhi, as retiring Director(Ordinary Resolution).
5. Appointment of Mr. J. Alexander as an Independent Director of the Company under Section 149 of the Companies Act, 2013(Ordinary Resolution).
6. Appointment of Mr. V. Ramanan as an Independent Director of the Company under Section 149 of the Companies Act, 2013(Ordinary Resolution).
7. Appointment of Ms. Gayathri Ramachandran as an Independent Director of the Company under Section 149 of the Companies Act, 2013(Ordinary Resolution).
8. Appointment of Mr. Ajay Khera as a Director (Ordinary Resolution).
9. Appointment of Mr. Ajay Khera as a Managing Director and Chief Executive Officer (Special Resolution).
10. Approval of borrowing power under Section 180(1)(c) of the Companies Act, 2013 an amount not exceeding Rs. 6500 Crores(Special Resolution).
11. Alteration in Articles of Association of the Company (Special Resolution).
12. Alteration in Memorandum of Association of the Company (Special Resolution).

The copy of the report on e-voting submitted by the Scrutinizer, Mr. Virendra G. Bhatt, Practicing Company Secretary is enclosed herewith for your reference and record.

You are requested to take note of the above.

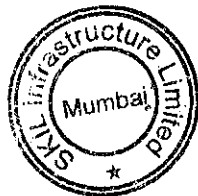
Thanking you,

Yours faithfully,

**For SKIL Infrastructure Limited
(Erstwhile Horizon Infrastructure Limited)**

Nilesh Mehta

**Nilesh Mehta
Company Secretary**



Virendra Bhatt

Company Secretary

Office :

602, Tardeo Airconditioned Market,
Tardeo Main Road, Tardeo,
Mumbai-400 034.

Tel. : 2351 4867 / 2351 2412

Mobile : 98200 48670

e-mail : bhattivirendra1945@yahoo.co.in

Scrutinizer's report

[Pursuant to section 108 of the Companies Act, 2013 and Rule 20 (3) (xi) of the Companies (Management and Administration) Rules, 2014]

To,
The Chairman
SKIL INFRASTRUCTURE LIMITED
Babasaheb Dahanukar Hall
Oricon House, 12 K.Dubhash Marg
Kala Ghoda, Fort
Mumbai – 400001

SUBJECT: SCRUTINIZER'S REPORT ON THE ELETRONIC VOTING IN RESPECT OF MATTERS SET - OUT IN THE NOTICE OF 31st ANNUAL GENERAL MEETING.

Dear Sir,

I VIRENDRA G. BHATT, a Company Secretary in whole-time practice, have been appointed by the Board of Directors of **SKIL INFRASTRUCTURE LIMITED** (the Company) as a Scrutinizer for the purpose of Scrutinizing the e-voting process and ascertaining the requisite majority on e-voting carried out as per the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (Rules) on the resolutions contained in the notice to the Thirty First Annual General Meeting of the members of the Company, to be held on Tuesday 30, 2014 at 2.00 p.m. at Babasaheb Dahanukar Hall Oricon House, 12 K.Dubhash Marg Kala Ghoda, Fort Mumbai – 400001

- i. The management of the Company is responsible to ensure the compliance with the requirement of the Companies Act, 2013 and Rules relating to voting through electronic means on the resolution contained in the Notice to the 31st 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" or "against" the resolution stated above, based on the reports generated from the e-voting system provided by Central Depository Services Limited (CDSL), the authorized agency to provide e-voting facilities, engaged by the Company.
- ii. Further to the above, I submit my report as under :-
 - i. The e-voting remained open from on 24th September, 2014 (9.00 a.m.) to 26th September, 2014 (6.00 p.m.).



- ii. The members of the Company as on the " cut off " date i.e. 29th August, 2014 were entitled to vote on the resolutions .(Resolutions No. 1 to 12 as set out in the notice of the Twenty Fourth AGM of the Company)
- iii. The votes cast were unblocked on 27th September, 2014 around 6 p.m. in the presence of 2 witnesses, **Rasna Patel** and **Dolly Mehta** who are not in the employment of the Company. They have signed below in confirmation of the votes being unblocked in their presence.

Signature : R Patel
Name: Rasna Patel

Signature : D Mehta
Name: Dolly Mehta

- iv. Thereafter the details containing, inter – alia, list of Equity Share Holders, who voted "For" and "Against", each of the resolutions that were put to vote, generated from the e-voting website of Central Depository Services Limited (CDSL) i.e www.evotingindia.com and based on such reports generated, the results of the e-voting is as under:

A. Resolution No. 1:-

Adoption of Audited Financial Statements, Directors' Report & Auditors' Report for the year ended March 31, 2014.

(i). Voted in favour of the resolution:

Number of members voted	No of votes casted by them	% of total number of valid votes cast
25	180025181	100%

(ii). Voted against the resolution:

Number of members voted	No of votes casted by them	% of total number of valid votes cast
0	0	0%

(iii) Not voted :

Total number of members (in person or by proxy) who have not voted	Total number of votes cast by them
0	0

The above Resolution is passed by unanimously.



B. Resolution No. 2:-

Re-appointment of Mr.Nikhil Gandhi who retires by rotation.

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

Number of members voted	No of votes casted by them	% of total number of valid votes cast
21	122671119	99.81%

(ii) Voted **against** the resolution

Number of members voted	No of votes casted by them	% of total number of valid votes cast
1	227799	0.19%

(iii) Not voted :

Total number of members (in person or by proxy) who have not voted	Total number of votes cast by them
3	57126263

The above Resolution is passed by majority.

C. Resolution No.3:-

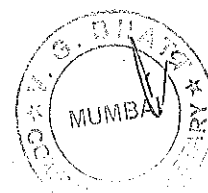
Appointment of Auditors and to fix their remuneration

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

Number of members voted	No of votes casted by them	% of total number of valid votes cast
25	180025181	100%

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

Number of members voted	No of votes casted by them	% of total number of valid votes cast
0	0	0%



(iii) **Not voted :**

Total number of members (in person or by proxy) who have not voted	Total number of votes cast by them
0	0

The above Resolution is passed by majority.

D. Resolution No.4:-

Change in Office of Mr.Bhavesh Gandhi form non rotational Director to rotation Director

(i). Voted in favour of the resolution

Number of members voted	No of votes casted by them	% of total number of valid votes cast
22	122898918	100%

(ii). Voted against the resolution

Number of members voted	No of votes casted by them	% of total number of valid votes cast
0	0	0%

(iii) **Not voted :**

Total number of members (in person or by proxy) who have not voted	Total number of votes cast by them
0	57126263

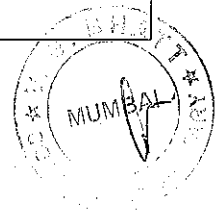
The above Resolution is passed by majority.

E. Resolution No.5:

Appointment of Mr. J Alexander as an Independent Director

(i). Voted in favour of the resolution

Number of members voted	No of votes casted by them	% of total number of valid votes cast
25	180025181	100%



(ii). Voted against the resolution

Number of members voted	No of votes casted by them	% of total number of valid votes cast

(iii) Not voted :

Total number of members (in person or by proxy) who have not voted	Total number of votes cast by them

The above Resolution is passed by unanimously.

F. Resolution No.6:-

Appointment of Mr. V Ramanan as an Independent Director.

(i) Voted in favour of the resolution

Number of members voted	No of votes casted by them	% of total number of valid votes cast
25	180025181	100%

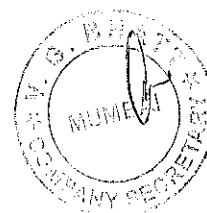
(ii) Voted against the resolution

Number of members voted	No of votes casted by them	% of total number of valid votes cast
0	0	0%

(iii) Not voted :

Total number of members (in person or by proxy) who have not voted	Total number of votes cast by them
0	0

The above Resolution is passed by unanimously.



G. Resolution No.7:-

Appointment of Ms. Gayathari Ramachandran as an Independent Director

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

Number of members voted	No of votes casted by them	% of total number of valid votes cast
25	180025181	100%

(ii). Voted against the resolution

Number of members voted	No of votes casted by them	% of total number of valid votes cast
0	0	0%

(iii) **Not voted :**

Total number of members (in person or by proxy) who have not voted	Total number of votes cast by them
0	0

The above Resolution is passed by unanimously.

H. Resolution No.8:-

Appointment of Mr.Ajay Khera as an Director

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

Number of members voted	No of votes casted by them	% of total number of valid votes cast
25	180025181	100%

(ii). Voted against the resolution

Number of members voted	No of votes casted by them	% of total number of valid votes cast
0	0	0%



(iii) **Not voted :**

Total number of members (in person or by proxy) who have not voted	Total number of votes cast by them
0	0

The above Resolution is passed by unanimously.

I. **Resolution No.9:-**

Appointment of Mr.Ajay Khara as a Managing Director & Chief Executive Officer

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

Number of members voted	No of votes casted by them	% of total number of valid votes cast
25	180025181	100%

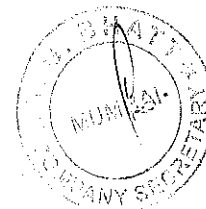
(ii). Voted **against** the resolution

Number of members voted	No of votes casted by them	% of total number of valid votes cast
0	0	0%

(iii) **Not voted :**

Total number of members (in person or by proxy) who have not voted	Total number of votes cast by them
0	0

The above Resolution is passed by unanimously.



J. Resolution No.10:-

Approval of the Borrowing Limits of the Company

i. Voted in favour of the resolution

Number of members voted	No of votes casted by them	% of total number of valid votes cast
25	180025181	100%

ii. Voted against the resolution

Number of members voted	No of votes casted by them	% of total number of valid votes cast
0	0	0%

iii. Not voted :

Total number of members (in person or by proxy) who have not voted	Total number of votes cast by them
0	0

The above Resolution is passed by unanimously.

K. Resolution No.11:-

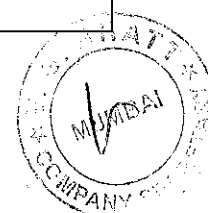
Alteration of Articles of Association

i. Voted in favour of the resolution

Number of members voted	No of votes casted by them	% of total number of valid votes cast
25	180025181	100%

ii. Voted against the resolution

Number of members voted	No of votes casted by them	% of total number of valid votes cast
0	0	0%



iii. Not voted :

Total number of members (in person or by proxy) who have not voted	Total number of votes cast by them
0	0

The above Resolution is passed by unanimously.

L. Resolution No.12:-

Alteration of Memorandum of Association

i. Voted in favour of the resolution

Number of members voted	No of votes casted by them	% of total number of valid votes cast
25	180025181	100%

ii. Voted against the resolution

Number of members voted	No of votes casted by them	% of total number of valid votes cast
0	0	0%

iii. Not voted :

Total number of members (in person or by proxy) who have not voted	Total number of votes cast by them
0	0

The above Resolution is passed by unanimously.

Thanking You

Your's Faithfully

Virendra G. Bhatt
Practicing Company Secretary
C.P. No. 124 / ACS 1157

Date: 30/09/2014
Place: Mumbai