Punj Lloyd Ltd
Corporate Office I, 78 Institutional Area, Sector 32, Gurugram 122 001, India
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Punj Lloyd™

September 28, 2018

National Stock Exchange of India Limited
Exchange Plaza
Bandra Kurla Complex
Bandra (East)
Mumbai – 400051

Symbol: **PUNJLLOYD**

BSE Limited
Department of Corporate Services
25th Floor, P J Towers
Dalal Street
Mumbai – 400001

Scrip Code: **532693** / Scrip ID: **PUNJLLOYD**

Re: Proceedings of the Annual General Meeting ('the AGM') along with Voting Results and Scrutinizer's Report

Dear Sir/Madam,

We are enclosing herewith the following with respect to the Annual General Meeting ('the AGM') of the Company held on Friday, the 28th day of September, 2018 at 10:30 A.M. at Kamani Auditorium, 1, Copernicus Marg, New Delhi -110001:-

1. Summary of Proceedings of the AGM as required under Regulation 30 read with Para A of Part A of Schedule -III of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (Annexure-I).

2. Voting results pursuant to Regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (Annexure –II).

3. Scrutinizer's Report dated September 28, 2018 pursuant to Section 108 of the Companies Act, 2013 and Rule 20 and 21 of the Companies (Management and Administration Rules, 2014 (Annexure – III).

This is for your information and records.

Thanking You,

Yours faithfully,

For PUNJ LLOYD LIMITED

Dinesh Thairani
Group President – Legal & Company Secretary

Encl: as above

Registered Office
Punj Lloyd House, 17-18 Nehru Place, New Delhi 110 019, India
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CIN: L74899DL1988PLC033314

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ANNEXURE - I

SUMMARY OF PROCEEDINGS OF THE ANNUAL GENERAL MEETING OF PUNJ LLOYD LIMITED AND DECLARATION OF RESULTS OF E-VOTING AND POLL

The Annual General Meeting ('the AGM') of the Members of Punj Lloyd Limited ('the Company') was held on Friday, the 28th day of September, 2018 at 10:30 A.M. at Kamani Auditorium, 1, Copernicus Marg, New Delhi -110001.

Mr. Atul Punj, Chairman and Managing Director of the Company chaired the meeting. Mr. Phiroz Vandrevala, Mr. Uday Walia and Mr. Shravan Sampath, Directors also attended the meeting. The Chairman declared that the requisite quorum was present and proceeded with the business of the meeting.

The Chairman informed that as per the provisions of the Companies Act, 2013 and also in terms of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company had provided the facility of remote e-voting to its members to enable them to cast their vote electronically on all the resolutions proposed in the Notice of the AGM. The e-voting was open from 9.00 a.m. on September 25, 2018 (Tuesday) to 5.00 p.m. on September 27, 2018 (Thursday) and shareholders/ beneficiary owners holding shares either in physical or in dematerialized mode, as on the Cut-off date i.e. September 21, 2018 (Friday) were allowed to vote through remote e-voting and at the AGM by means of poll. The necessary documents including a copy of certificate of M/s. BGJC & Associates LLP, Statutory Auditors of the Company as required in terms of Regulation 13 of the SEBI (Share Based Employee Benefits) Regulations, 2014 and the Statutory Registers as required under the provisions of Companies Act, 2013 were kept at the meeting for inspection by the members.

The Chairman explained the members about the objective and implications of the resolutions proposed in the Notice of the AGM. In line with the provisions of the Companies Act, 2013 and the Rule 20 & 21 of the Companies (Management and Administration) Rules, 2014, as amended up to date, members who were present at the AGM and had not cast their vote electronically were provided an opportunity to cast their vote by means of poll on all items forming part of the Notice of the AGM.

The Board of Directors had appointed Mr. Ashok Kumar Verma as the Scrutinizer for remote e-voting and poll. The Chairman authorized Mr. Dinesh Thairani, Group President - Legal & Company Secretary to declare the consolidated results of remote e-voting and poll.

PUNJ LLOYD LIMITED
Punj Lloyd

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CIN: L74899DL1988PLC033314

Punj Lloyd

The Consolidated Results as per the Scrutinizer's Report dated September 28, 2018 is as follows :-

Particulars	% of Votes in favour	% of Votes Against
Resolution 1 : To receive, consider and adopt: (a) the audited Financial Statements of the Company for the year ended March 31, 2018 including the audited Balance Sheet as at March 31, 2018 and the Statement of Profit and Loss and Cash Flow Statement for the year ended March 31, 2018 and the Reports of the Auditors and Board of Directors in respect thereof; and (b) the audited Consolidated Financial Statements of the Company for the year ended March 31, 2018 and the Report of the Auditors in respect thereof **(Ordinary Resolution)**	86.69	13.31
Resolution 2: To appoint a Director in place of Mr. Atul Punj (DIN: 00005612), who retires by rotation and being eligible, offers himself for re-appointment. **(Ordinary Resolution)**	86.68	13.32
Resolution 3: To approve the re-appointment of Mr. Atul Punj (DIN: 00005612) as Chairman & Managing Director of the Company for a period of five years w.e.f. July 01, 2018 and payment of remuneration to him. **(Special Resolution)**	86.68	13.32
Resolution 4: To authorize Board of Directors to appoint Branch Auditors. **(Ordinary Resolution)**	86.68	13.32
Resolution 5: To ratify the payment of remuneration to the Cost Auditors. **(Ordinary Resolution)**	100	0.00

Based on the Scrutinizer's Report, all the resolutions as set out in the Notice of the AGM have been duly approved by the members with requisite majority.

For Punj Lloyd Limited

Dinesh Thairani
Group President – Legal & Company Secretary

Date: September 28, 2018

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ANNEXURE-II

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Format for Voting Results

VOTING RESULTS OF ANNUAL GENERAL MEETING OF PUNJ LLOYD LIMITED

Date of the AGM/EGM	September 28, 2018
Total number of shareholders on record date (ie. September 21, 2018)	300923
No. of shareholders present in the meeting either in person or through proxy:	
Promoters and Promoter Group:	7
Public:	1487
No. of Shareholders attended the meeting through Video Conferencing	NO VIDEO CONFERENCE
Promoters and Promoter Group:	Not Applicable
Public:	Not Applicable
Agenda- wise disclosure (to be disclosed separately for each agenda item)	
The mode of voting for all the items/resolutions were:	
1. E-voting conducted between September 25, 2018 (9.00 A.M.) to September 27, 2018 (5.00 P.M.) and	
2. Poll conducted at the Annual General Meeting (AGM)	
Given below is the combined result of e-voting and poll in respect of all the items/resolutions proposed in the Notice of the AGM:	
Resolution No. 1 : To receive, consider and adopt: (a) the audited Financial Statements of the Company for the year ended March 31, 2018 including the audited Balance Sheet as at March 31, 2018 and the Statement of Profit and Loss and Cash Flow Statement for the year ended March 31, 2018 and the Reports of the Auditors and Board of Directors in respect thereof; and (b) the audited Consolidated Financial Statements of the Company for the year ended March 31, 2018 and the Report of the Auditors in respect thereof	
Resolution required: (Ordinary/ Special)	Ordinary
Whether promoter/ promoter group are interested in the agenda/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	119458771	119458771	100.00	119458771	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total	119458771	119458771	100.00	119458771	0	100.00	0.00
Public-Institutions	E-Voting	22208108	18352746	82.64	45	18352701	0.00	100.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total	22208108	18352746	82.64	45	18352701	0.00	100.00
Public-Non Institutions	E-Voting	193928866	50644	0.03	49082	1562	96.92	3.08
	Poll		2531	0.00	2531	0	100.00	0.00
	Postal Ballot (if applicable)		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total	193928866	53175	0.03	51613	1562	97.06	2.94
Total		335595745	137864692	41.08	119510429	18354263	86.69	13.31

For PUNJ LLOYD LIMITED

DINESH THAIRANI
Group President-Legal & Company Secretary

Registered Office
Punj Lloyd House, 17-18 Nehru Place, New Delhi 110 019, India
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CIN: L74899DL1988PLC033314

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Resolution No. 2 : To appoint a Director in place of Mr. Atul Punj (DIN: 00005612), who retires by rotation and being eligible, offers himself for re-appointment.								
Resolution required: (Ordinary/ Special)			Ordinary					
Whether promoter/ promoter group are interested in the agenda/resolution?			It is not a related party transaction under Section 188 of the Companies Act, 2013 or Regulation 23 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015					
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	119458771	119458771	100.00	119458771	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total	119458771	119458771	100.00	119458771	0	100.00	0.00
Public-Institutions	E-Voting	22208108	18352746	82.64	45	18352701	0.00	100.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total	22208108	18352746	82.64	45	18352701	0.00	100.00
Public-Non Institutions	E-Voting	193928866	50644	0.03	40606	10038	80.18	19.82
	Poll		2531	0.00	2531	0	100.00	0.00
	Postal Ballot (if applicable)		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total	193928866	53175	0.03	43137	10038	81.12	18.88
Total		335595745	137864692	41.08	119501953	18362739	86.68	13.32

Resolution No. 3 : To approve the re-appointment of Mr. Atul Punj (DIN: 00005612) as Chairman & Managing Director of the Company for a period of five years w.e.f. July 01, 2018 and payment of remuneration to him.								
Resolution required: (Ordinary/ Special)			Special					
Whether promoter/ promoter group are interested in the agenda/resolution?			It is not a related party transaction under Section 188 of the Companies Act, 2013 or Regulation 23 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015					
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	119458771	119458771	100.00	119458771	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total	119458771	119458771	100.00	119458771	0	100.00	0.00
Public-Institutions	E-Voting	22208108	18352746	82.64	45	18352701	0.00	100.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total	22208108	18352746	82.64	45	18352701	0.00	100.00
Public-Non Institutions	E-Voting	193928866	50644	0.03	40469	10175	79.91	20.09
	Poll		2531	0.00	2531	0	100.00	0.00
	Postal Ballot (if applicable)		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total	193928866	53175	0.03	43000	10175	80.87	19.13
Total		335595745	137864692	41.08	119501816	18362876	86.68	13.32

Resolution No. 4 : To authorize Board of Directors to appoint Branch Auditors.								
Resolution required: (Ordinary/ Special)			Ordinary					
Whether promoter/ promoter group are interested in the agenda/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	119458771	119458771	100.00	119458771	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total	119458771	119458771	100.00	119458771	0	100.00	0.00
Public-Institutions	E-Voting	22208108	18352746	82.64	45	18352701	0.00	100.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total	22208108	18352746	82.64	45	18352701	0.00	100.00
Public-Non Institutions	E-Voting	193928866	50644	0.03	45232	5412	89.31	10.69
	Poll		2531	0.00	2531	0	100.00	0.00
	Postal Ballot (if applicable)		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total	193928866	53175	0.03	47763	5412	89.82	10.18
Total		335595745	137864692	41.08	119506579	18358113	86.68	13.32

For PUNJ LLOYD LIMITED

DINESH THAIRANI
Group President-Legal & Company Secretary

Punj Lloyd

Resolution No. 5 : To ratify the payment of remuneration to the Cost Auditors.								
Resolution required: (Ordinary/ Special)		Ordinary						
Whether promoter/ promoter group are interested in the agenda/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	119458771	119458771	100.00	119458771	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total	119458771	119458771	100.00	119458771	0	100.00	0.00
Public-Institutions	E-Voting	22208108	18352746	82.64	18352746	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total	22208108	18352746	82.64	18352746	0	100.00	0.00
Public-Non Institutions	E-Voting	193928866	50644	0.03	45232	5412	89.31	10.69
	Poll		2531	0.00	2531	0	100.00	0.00
	Postal Ballot (if applicable)		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total	193928866	53175	0.03	47763	5412	89.82	10.18
Total		335595745	137864692	41.08	137859280	5412	100.00	0.00

For PUNJ LLOYD LIMITED

DINESH THAIRANI
Group President-Legal & Company Secretary

ANNEXURE - III

KUMAR VERMA & ASSOCIATES
Chartered Accountants
807, New Delhi House, Barakhamba Road
Connaught Place, New Delhi-110001
Tel/Fax : 23318038-39, 23753793-94
e-mail : info@kvaca.com

Consolidated Report of Scrutinizer(s) on voting through Ballot paper and through remote e-voting

To,

The Chairman
Annual General Meeting of the Equity Shareholders
Of Punj Lloyd Limited held on 28th Day of September, 2018 at 10.30 A.M.
At The Kamani Auditorium, 1, Copernicus Marg, New Delhi -110001.

Dear Sir,

1 I, Ashok Kumar Verma, Partner of Kumar Verma & Associates, a Chartered Accountant Firm having its registered office at 807, New Delhi House, Barakhamba Road, Connaught Place, New Delhi-110001, have been appointed by the Board of Directors of Punj Lloyd Limited ("the company") as Scrutinizer for the purpose of scrutinizing the:-

i) remote e-voting process under the provisions of Section 108 of the Companies Act, 2013 ("the 2013 Act") read with Rule 20 of the Companies (Management & Administration) Rules, 2014 as amended ("Rules") and

ii) process of voting by poll under the provisions of Section 109 of the 2013 Act read with Rule 21 of Rules, on the proposed resolutions contained in the notice of the Annual General Meeting of the Equity Shareholders of Punj Lloyd Limited held on 28th September, 2018 at 10.30 A.M. at The Kamani Auditorium, 1, Copernicus Marg, New Delhi -110001 (AGM).

2 The management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and Rules relating to remote e-voting and for poll at the AGM on the resolutions contained in the Notice of the AGM of the members of the Company. My responsibility as a scrutinizer for the remote e-voting process and poll is restricted to make a Scrutinizer's Report of the votes cast "in favour" or "against" the resolutions stated in the AGM Notice. In case of remote e-voting, our report is based on the reports generated from the e-voting platform provided by Karvy Computershare Pvt. Ltd. (Karvy), the authorized agency engaged by the company to provide remote e-voting facilities and in case of poll at AGM, our report is based on counting of votes cast by the members through ballot paper.

3 The remote e-voting period remained opened from 25th September, 2018 (9.00 A.M.) to 27th September, 2018 (5.00 P.M.) (both days inclusive) and was disabled therafter.

4 The members holding shares as on the "cut off" date i.e. 21st September, 2018 were entitled to vote on the proposed resolutions by remote e-voting or voting through ballot paper at the AGM.

5 The member's details, such as their names, folios/DP ID CLIENT ID, number of shares held, who have cast votes through remote e-voting, were downloaded from the e-voting website of Karvy (https://evoting.karvy.com), in order to ensure that such members did not vote again through ballot paper at the AGM.

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

7 The locked ballot box was subsequently opened by me in the presence of two witnesses not in the employment of the Company viz. Mr. Sumit Aggarwal and Mr. Mohit Arora and poll papers were diligently scrutinized. The poll papers were reconciled with the records maintained by M/s. Karvy Computershare Private Limited, the Registrar & Share Transfer Agent of the Company ('the RTA') and the authorizations / proxies lodged with the Company.

8 The poll papers which were incomplete and / or which were otherwise found defective have been treated as invalid and kept separately. Further, no poll paper was found to be incomplete / illegible & whose details were not found in members register as on cut off date (i.e. 21st September, 2018) and therefore no rejection has been made.

KUMAR VERMA & ASSOCIATES * FRN. 04872N New Delhi * Chartered Accountants

PUNJ LLOYD LIMITED Punj Lloyd

9 After counting the votes caste by the members and proxy holders present at the AGM through Ballot paper, the votes caste through remote e-voting were unblocked on 28th September, 2018 at around 10:50 A.M. in the presence of two witnesses, Mr. Sumit Aggarwal and Mr. Mohit Arora who are not in the employment of the company. They have signed below in confirmation of the votes being unblocked in their presence.

i) Sumit Aggarwal
(SUMIT AGGARWAL)
S/O HARISH CHANDRA AGARWAL
E-2/11, MODEL TOWN-2
DELHI-110009

ii) MOHIT ARORA
E-355 Mandir Marg
St. No. 6, Chhajjupur, Shahdara
Delhi-110032

10 In the case of e-voting, e-votes by none of the members were treated as invalid due to non submission of relevant Board Resolution / Authority letter etc. together with attested specimen signature of the duly authorized signatory (ies) who are authorized to vote.

11 The Consolidated Report of Scrutinizer(s) on the result of voting through Ballot paper and through remote e-voting is as under :-

i) **Consolidated Results of E-Voting & Poll at the AGM on Item No. 1 - Ordinary Resolution**

To receive, consider and adopt:

(a) the audited Financial Statements of the Company for the year ended March 31, 2018 including the audited Balance Sheet as at March 31, 2018 and the Statement of Profit and Loss and Cash Flow Statement for the year ended March 31, 2018 and the Reports of the Auditors and Board of Directors in respect thereof; and

(b) the audited Consolidated Financial Statements of the Company for the year ended March 31, 2018 and the Report of the Auditors in respect thereof

Particulars	No. of members voted			No. of votes cast by them			
	Remote - evoting	Ballot paper at AGM	Total	Remote - evoting	Ballot paper at AGM	Total	% of total number of valid votes cast
Number	106	31	137	137862161	2531	137864692	
Less: Invalid votes	0	0	0	0	0	0	
Less: Abstained from Voting	0	0	0	0	0	0	
Valid votes	106	31	137	137862161	2531	137864692	
Assent / Favour	89	31	120	119507898	2531	119510429	86.69
Dissent / Against	17	0	17	18354263	0	18354263	13.31
	106	31	137	137862161	2531	137864692	100.00

Accordingly, out of 137864692 E-votes and Poll polled; 119510429 votes were cast ASSENTING to the Ordinary Resolution constituting 86.69 % of the votes polled; 18354263 votes were cast DISSENTING to the Ordinary Resolution constituting 13.31 % of the votes polled on the Ordinary Resolution.

Thus, the Ordinary Resolution as contained in Item No. 1 is passed with requisite majority.

KUMAR VERMA & ASSOCIATES * Chartered Accountants * FRN. 04872N New Delhi

PUNJ LLOYD LIMITED Punj Lloyd

ii) **Consolidated Results of E-Voting & Poll at the AGM on Item No. 2 - Ordinary Resolution**

To appoint a Director in place of Mr. Atul Punj (DIN: 00005612), who retires by rotation and being eligible, offers himself for re-appointment

Particulars	No. of members voted			No. of votes cast by them			
	Remote -	Ballot	Total	Remote -	Ballot	Total	% of total number
Number	106	31	137	137862161	2531	137864692	
Less: Invalid votes	0	0	0	0	0	0	
Less: Abstained from Voting	0	0	0	0	0	0	
Valid votes	106	31	137	137862161	2531	137864692	
Assent / Favour	83	31	114	119499422	2531	119501953	86.68
Dissent / Against	23	0	23	18362739	0	18362739	13.32
	106	31	137	137862161	2531	137864692	100.00

Accordingly, out of 137864692 E-votes and Poll polled; 119501953 votes were cast ASSENTING to the Ordinary Resolution constituting 86.68 % of the votes polled; 18362739 votes were cast DISSENTING to the Ordinary Resolution constituting 13.32 % of the votes polled on the Ordinary Resolution.

Thus, the Ordinary Resolution as contained in Item No. 2 is passed with requisite majority.

iii) **Consolidated Results of E-Voting & Poll at the AGM on Item No. 3 - Special Resolution**

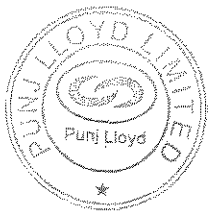
To approve the re-appointment of Mr. Atul Punj (DIN: 00005612) as Chairman & Managing Director of the Company for a period of five years w.e.f. July 01, 2018 and payment of remuneration to him.

Particulars	No. of members voted			No. of votes cast by them			
	Remote -	Ballot	Total	Remote -	Ballot	Total	% of total number
Number	106	31	137	137862161	2531	137864692	
Less: Invalid votes	0	0	0	0	0	0	
Less: Abstained from Voting	0	0	0	0	0	0	
Valid votes	106	31	137	137862161	2531	137864692	
Assent / Favour	81	31	112	119499285	2531	119501816	86.68
Dissent / Against	25	0	25	18362876	0	18362876	13.32
	106	31	137	137862161	2531	137864692	100.00

Accordingly, out of 137864692 E-votes and Poll polled; 119501816 votes were cast ASSENTING to the Special Resolution constituting 86.68 % of the votes polled; 18362876 votes were cast DISSENTING to the Special Resolution constituting 13.32 % of the votes polled on the Special Resolution.

Thus, the Special Resolution as contained in Item No. 3 is passed with requisite majority.





iv) **Consolidated Results of E-Voting & Poll at the AGM on Item No. 4 - Ordinary Resolution**
To authorize Board of Directors to appoint Branch Auditors.

Particulars	No. of members voted			No. of votes cast by them			
	Remote -	Ballot	Total	Remote -	Ballot	Total	% of total number
Number	106	31	137	137862161	2531	137864692	
Less: Invalid votes	0	0	0	0	0	0	
Less: Abstained from Voting	0	0	0	0	0	0	
Valid votes	106	31	137	137862161	2531	137864692	
Assent / Favour	86	31	117	119504048	2531	119506579	86.68
Dissent / Against	20	0	20	18358113	0	18358113	13.32
	106	31	137	137862161	2531	137864692	100.00

Accordingly, out of 137864692 E-votes and Poll polled; 119506579 votes were cast ASSENTING to the Ordinary Resolution constituting 86.68 % of the votes polled; 18358113 votes were cast DISSENTING to the Ordinary Resolution constituting 13.32 % of the votes polled on the Ordinary Resolution.

Thus, the Ordinary Resolution as contained in Item No. 4 is passed with requisite majority.

v) **Consolidated Results of E-Voting & Poll at the AGM on Item No. 5 - Ordinary Resolution**
To ratify the payment of remuneration to the Cost Auditors.

Particulars	No. of members voted			No. of votes cast by them			
	Remote -	Ballot	Total	Remote -	Ballot	Total	% of total number
Number	106	31	137	137862161	2531	137864692	
Less: Invalid votes	0	0	0	0	0	0	
Less: Abstained from Voting	0	0	0	0	0	0	
Valid votes	106	31	137	137862161	2531	137864692	
Assent / Favour	97	31	128	137856749	2531	137859280	100.00
Dissent / Against	9	0	9	5412	0	5412	-
	106	31	137	137862161	2531	137864692	100.00

Accordingly, out of 137864692 E-votes and Poll polled; 137859280 votes were cast ASSENTING to the Ordinary Resolution constituting 100 % of the votes polled; 5412 votes were cast DISSENTING to the Ordinary Resolution constituting 0 % of the votes polled on the Ordinary Resolution.

Thus, the Ordinary Resolution as contained in Item No. 5 is passed with requisite majority.

12 The register and all other papers and relevant records relating to electronic voting shall remain in our safe custody until the chairman considers, approves and signs the minutes of the aforesaid Annual General Meeting and thereafter, the same will be handed over to the Company.

Thanking you,

Yours faithfully,
For Kumar Verma & Associates
Chartered Accountants

Ashok Kumar Verma
Partner, Kumar Verma & Associates
(M. No. 081700 & FRN 004872N)

Place: New Delhi
Date: September 28, 2018

KUMAR VERMA & ASSOCIATES * Chartered Accountants * FRN. 04872N New Delhi

For PUNJ LLOYD LIMITED

DINESH THAIRANI
Group President-Legal & Company Secretary

PUNJ LLOYD LIMITED Punj Lloyd