

December 19, 2017

Listing Department
BSE Limited
Floor 25, P.J. Towers
Dalal Street
Mumbai – 400 001

Listing Department
National Stock Exchange of India Limited
Exchange Plaza, Bandra Kurla Complex,
Bandra (East)
Mumbai – 400 051

Scrip Code: 539940

Name of Scrip: MAXVIL

Sub.: Declaration of Postal Ballot Result with respect to the Postal Ballot Notice dated November 07, 2017

Dear Sir/Madam,

In continuation to our earlier communication dated November 16, 2017 and November 17, 2017 on the captioned subject and in terms of Regulation 30 and 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015, please find enclosed the details of voting results in **Annexure – 1** with respect to the following resolutions approved by the shareholders of the Company as specified in the Postal Ballot Notice dated November 07, 2017:

1. Ordinary Resolution for cancellation of Area Purchase Agreement executed between Boulevard Projects Private Limited [erstwhile holding company of Wise Zone Builders Private Limited (**'Wise'**) which is, at present, a step down wholly owned subsidiary of the Company] and Piveta Estates Private Limited, an entity forming part of the Promoter group (**'Piveta'**) on such terms and conditions as may be mutually agreed between Wise and Piveta under Area Cancellation Agreement entailing a refund of an amount aggregating to Rs. 245.10 crores from Wise to Piveta on account of cancellation of the aforesaid agreement(s), and
2. Ordinary Resolution for increase in the Authorised Share Capital of the Company from the existing Rs.1,10,00,00,000/- (Rupees One Hundred and Ten Crores Only) divided into 11,00,00,000 (Eleven Crores) equity shares of Rs. 10/- (Rupees Ten Only) each to Rs.1,50,00,00,000/- (Rupees One Hundred and Fifty Crores Only) divided into 15,00,00,000 (Fifteen Crores) equity shares of Rs. 10/- (Rupees Ten Only) each, by creation of additional 4,00,00,000 (Four Crores) equity shares of Rs. 10/- (Rupees Ten Only) each and consequent alteration of the capital clause in the Memorandum of Association of the Company.

The Report of the Scrutinizer is enclosed herewith as **Annexure – 2**.

The results alongwith the Scrutinizers' Report are also available on the website of the Company viz. www.maxvil.com.

This is for your information and records.

Thanking you,

Yours faithfully,
For **Max Ventures and Industries Limited**

Nitin Kumar Kansal

Nitin Kumar Kansal
Chief Financial Officer

Encl. as above

Results of Postal Ballot										
Details of Postal Ballot and remote E-voting results as per regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 in respect of the following resolutions:										
Date of declaration of result of Postal Ballot			19.12.2017							
Total number of shareholders on record date			40,662							
No. of shareholders present in the meeting either in person or through proxy: Promoters and Promoter Group: Public:			Not Applicable							
No. of Shareholders attended the meeting through Video Conferencing Promoters and Promoter Group: Public:			Not Applicable							
Resolution No. 1			Approval for cancellation of Area Purchase Agreement entered between Piveta Estates Private Limited and Boulevard Projects Private Limited [Erstwhile Holding Company of Wise Zone Builders Private Limited, a step down Wholly Owned Subsidiary of the Company].							
Whether promoter/ promoter group are interested in the Agenda/resolution										
Category	Mode of Voting	No. of shares held	No of Valid Votes Polled	% 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	Yes	
Promoters and Promoter Group	E-voting Postal Ballot Total	(1) 27,675,509	(2) - -	0.0000 - 0.0000	- -	(5) -	0.0000 0.0000	0.0000 0.0000		
Public-Institutions	E-voting Postal Ballot Total	19,796,310	18,135,131	91.6086	17,949,552	185,579	98.9767	1.0233		
Public-Non Institutions	E-voting Postal Ballot Total	25,176,286	106,076 129,466 235,542	0.4213 0.5142 0.9356	91471 129,392 220,863	14605 74 14,679	86.2316 99.9428 93.7680	13.7684 0.0572 6.2320		
Total		72,648,105	18,370,673	25.2872	18,170,415	200,258	98.9099	1.0901		
Resolution No. 2										
Increase in the Authorised Share Capital and consequent Alteration of the Capital Clause in the Memorandum of Association of the Company.										
Whether promoter/ promoter group are interested in the Agenda/resolution										
Category	Mode of Voting	No. of shares held	No of Valid Votes Polled	% 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	No	
Promoters and Promoter Group	E-voting Postal Ballot Total	(1) 27,675,509	(2) 27,675,509 -	100.0000 0.0000	27,675,509 -	(5) -	100.0000 0.0000	0.0000 0.0000		
Public-Institutions	E-voting Postal Ballot Total	19,796,310	18,135,131 18,135,131	91.6086 0.0000	18,135,131 -	-	100.0000 0.0000	0.0000 0.0000		
Public-Non Institutions	E-voting Postal Ballot Total	25,176,286	99,476 129,601 229,077	0.3951 0.5148 0.9099	97,950 129,162 46,037,752	1526 439 1,965	98.4660 99.6613 99.9957	1.5340 0.3387 0.0043		
Total		72,648,105	46,039,717	63.3736	46,037,752	1,965	99.9957	0.0043		

For MAX VENTURES AND INDUSTRIES LIMITED

W. Humal.

AUTHORISED SIGNATORY

SANJAY GROVER & ASSOCIATES

COMPANY SECRETARIES

B-88, 1st Floor, Defence Colony, New Delhi - 110 024
 Tel. : (011) 4679 0000, Fax : (011) 4679 0012
 e-mail : contact@cssanjaygrover.in
 website : www.cssanjaygrover.in

Scrutinizer Report

To,

The Chairman

Max Ventures and Industries Limited

419, Bhai Mohan Singh Nagar, Village Railmajra,

Tehsil Balachaur, Nawanshahr, Punjab - 144 533

Dear Sir,

In terms of the provisions of Sections 108 and 110 of the Companies Act, 2013 (the "Act") read with the Rules 20 and 22 of the Companies (Management and Administration) Rules, 2014, as amended from time to time, the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, Secretarial Standard-2 on "General Meetings" issued by the Institute of the Company Secretaries of India and approved by the Central Government and other applicable laws and regulations (including any statutory modification or re-enactment thereof for the time being in force), I have been appointed as Scrutinizer by the Board of Directors of **Max Ventures and Industries Limited** ('the Company') in their meeting held on October 31, 2017 to conduct the Postal Ballot/ e-voting process in a fair and transparent manner in respect of the following resolutions:

S.No.	Type of Resolution	Particulars
1.	Ordinary Resolution	Approval for cancellation of Area Purchase Agreement entered between Piveta Estates Private Limited and Boulevard Projects Private Limited [Erstwhile Holding Company of Wise Zone Builders Private Limited, a step



		down Wholly Owned Subsidiary of the Company].
2.	Ordinary Resolution	Increase in the Authorised Share Capital and consequent Alteration of the Capital Clause in the Memorandum of Association of the Company.

I submit my report as under:

1. The Company completed the dispatch of postal ballot notice and forms along with all requisite documents on Thursday, November 16, 2017 to its Members whose names appeared in the Register of Members/ list of beneficial owners as on Friday, November 10, 2017, in the following manner:
 - a) through e-mail to the members whose e-mail addresses were registered with the Company/ the Depositories/Registrar and Share Transfer Agent; and
 - b) through physical mode, along with a self-addressed postage prepaid business reply envelope to the other members (whose e-mail addresses were not registered with the Company/ the Depositories/Registrar and Share Transfer Agent).
2. The Company published an advertisement regarding dispatch of postal ballot forms, notices etc. in English Daily "Financial Express", all editions and in Punjabi Daily "Desh Sewak" on Friday, November 17, 2017.
3. The shareholders of the Company had an option to vote either through the postal ballot forms or through the e-voting facility. Shareholders who opted for e-voting facility have cast their votes on the e-voting platform provided by National Securities Depository Limited (NSDL) at www.evoting.nsdl.com.
4. The physical Postal Ballots forms received by post/courier were kept under my safe custody in sealed and tamper proof ballot box before commencing the scrutiny of such postal ballot forms. The e-voting was maintained by NSDL in electronic registry.
5. I monitored the process of electronic voting through the scrutinizer's secured link provided by NSDL on its designated website viz. www.evoting.nsdl.com.



6. The votes were unblocked on Sunday, December 17, 2017 after 5:00 P.M. in the presence of two witnesses, Mr. Arjun Singh R/o Quarter No.100 Lane-4 Andrew Ganj, New Delhi-110024 and Ms. Suruchi Jassi R/o 80/301, Sector-1, Gol Market, New Delhi-110001 who are not in the employment of the Company. They have signed below in confirmation of the votes being unblocked in their presence.


Arjun Singh


Suruchi Jassi

7. The particulars of all Postal Ballot forms received from the members as well as e-voting report generated from electronic registry of NSDL have been entered in a separate register maintained for that purpose.
8. All Postal Ballot forms received on or before Sunday, December 17, 2017 (5 p.m.) i.e. the last date fixed by the Company for casting votes through Postal Ballot forms were considered and none of the envelopes containing Postal Ballot forms received after Sunday, December 17, 2017 (5 p.m.), were considered for the purpose of this report.
9. The Postal Ballot forms received and e-votes cast on or before Sunday, December 17, 2017 (5 p.m.), were matched with the Register of Members/ beneficiary data of the Company as on Friday, November 10, 2017, as provided by NSDL Computer Share Private Limited, the Registrar and Share Transfer Agent (RTA) of the Company. It is further submitted that in case of mis-match of the shareholding as mentioned in the Postal Ballot forms and RTA records, the shareholding as per the RTA records as on Friday, November 10, 2017, was considered.
10. There were 455 (Four Hundred and Fifty Five) envelopes containing Postal Ballot form(s)/ notice(s), which were returned undelivered and these envelopes were not opened and they were separately kept.
11. I did not find any defaced or mutilated ballot paper(s).
12. The shareholders exercised their voting either by e-voting or physical mode and there was no shareholder who opted for both the facilities.



13. The total Issued and Paid up Equity Share Capital of the Company as on Friday, November 10, 2017 was Rs.72,64,81,050/- (Rupees Seventy Two Crore Sixty Four Lakh Eighty One Thousands Fifty Only) divided into 7,26,48,105 (Seven Crore Twenty Six Lakh Forty Eight Thousand One Hundred Five) Equity Shares of Rs. 10/- (Rupees Ten Only) each.
14. A summary of the postal ballots/ e-voting are as under:

- I. Approval for cancellation of Area Purchase Agreement entered between Piveta Estates Private Limited and Boulevard Projects Private Limited [Erstwhile Holding Company of Wise Zone Builders Private Limited, a step down Wholly Owned Subsidiary of the Company].

Ordinary Resolution				
Particulars	Number of Valid Votes			Percentage
	e-Votes	Postal-Ballot	Total	
Assent	1,80,41,023	1,29,392	1,81,70,415	98.9099
Dissent	2,00,184	74	2,00,258	1.0901
Total	1,82,41,207	1,29,466	1,83,70,673	100.00

The detailed break up of voting through e-voting and voting through postal ballot forms in respect of the above Resolution is attached to this report and marked as 'Annexure A'.

Therefore, the above-mentioned Ordinary Resolution has been passed with requisite majority.

- II. Increase in the Authorised Share Capital and consequent Alteration of the Capital Clause in the Memorandum of Association of the Company.

Ordinary Resolution				
Particulars	Number of Valid Votes			Percentage
	e-Votes	Postal-Ballot	Total	
Assent	4,59,08,590	1,29,162	4,60,37,752	99.9957
Dissent	1,526	439	1,965	0.0043
Total	4,59,10,116	1,29,601	4,60,39,717	100.00



The detailed break up of voting through e-voting and voting through postal ballot forms in respect of the above Resolution is attached to this report and marked as 'Annexure B'.

Therefore, the above-mentioned Ordinary Resolution has been passed with requisite majority.

15. I will hand over the postal ballot forms and other related papers/registers and records to the Company after signing of minutes by the Chairman of the Company.
16. You may accordingly declare the result of the voting by Postal Ballot.

For Sanjay Grover & Associates
(Company Secretaries)



(Sanjay Grover)
Managing Partner
Scrutinizer
C.P. No.: 3850



Date: December 19, 2017
Place: New Delhi

Countersigned by:
For MAX VENTURES AND INDUSTRIES LIMITED


AUTHORISED SIGNATORY 19th Dec 2017

Annexure-A

A detailed summary of the postal ballot result is given herein below:

A1. VOTING THROUGH E-VOTING:			
Particulars	No. of Share-Holders	No. of Equity Shares	Paid-up value of the Equity Shares (In Rs.)
(a) Total Votes	170	1,82,41,207	18,24,12,070
(b) Less: Abstained Votes	0	0	0
(c) Total Valid Votes Received	170	1,82,41,207	18,24,12,070
(d) Votes with Assent	156	1,80,41,023	18,04,10,230
(e) Votes with dissent	14	2,00,184	20,01,840

A 2. VOTING THROUGH POSTAL BALLOT FORM:			
Particulars	No. of Share-Holders	No. of Equity Shares	Paid-up value of the Equity Shares (In Rs.)
(a) Total Votes	114	1,38,035	13,80,350
(b) Less: Abstained Votes	1	135	1,350
(c) Less: Invalid Votes	11	8,434	84,340
(c) Net Valid Votes	102	1,29,466	12,94,660
(d) Votes with assent	100	1,29,392	12,93,920
(e) Votes with dissent	2	74	740



Annexure-B

A detailed summary of the postal ballot result is given herein below:

B 1. VOTING THROUGH E-VOTING:			
Particulars	No. of Share-Holders	No. of Equity Shares	Paid-up value of the Equity Shares (In Rs.)
(a) Total Votes	199	4,59,10,116	45,91,01,160
(b) Less: Abstained Votes	0	0	0
(c) Total Valid Votes Received	199	4,59,10,116	45,91,01,160
(d) Votes with Assent	193	4,59,08,590	45,90,85,900
(e) Votes with dissent	6	1,526	15,260

B 2. VOTING THROUGH POSTAL BALLOT FORM:			
Particulars	No. of Share-Holders	No. of Equity Shares	Paid-up value of the Equity Shares (In Rs.)
(a) Total Votes	114	1,38,035	13,80,350
(b) Less: Abstained Votes	0	0	0
(c) Less: Invalid Votes	11	8,434	84,340
(c) Net Valid Votes	103	1,29,601	12,96,010
(d) Votes with assent	99	1,29,162	12,91,620
(e) Votes with dissent	4	439	4,390

