Annexure - I

MAHA RASHTRA APEX CORPORATION LIMITED

72nd Annual General Meeting (AGM) Voting Results

Date of the AGM	Thursday, 29th September, 2016
Total Number of Shareholders on record date (Cut-off date for e-voting – 19th September, 2016)	11248
No. of Shareholders present in the meeting either in person or through proxy: Promoters and Promoter Group: Public:	 7 25
No. of Shareholders attended the meeting through Video Conferencing Promoters and Promoter Group: Public:	Not Arranged

Resolution No. 1:
Adoption of the Audited Standalone and Consolidated Financial Statement for the year ended 31st March, 2016 together with the reports of Directors and Auditors thereon.

Resolution required (Ordinary/Special)	**Ordinary**
Whether promoter/ promoter group are interested in the agenda/resolution?	**No**

Category	**Mode of Voting**	**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	Evoting		0	0.00	0	0	0.00	0.00
	Poll	8666719	8006822	92.39	8006822	0	100.00	0.00
	Total		**8,006,822**	**92.39**	**8,006,822**	**0**	**100.00**	**0.00**
Public – Institutions	Evoting		0	0.00	0	0	0.00	0.00
	Poll	879	0	0.00	0	0	0.00	0.00
	Total		**0**	**0.00**	**0**	**0**	**0.00**	**0.00**
Public – Non-institutions	Evoting		711	0.01	711	0	100.00	0.00
	Poll	5482502	218,744	3.99	218,744	0	100.00	0.00
	Total		**219,455**	**4.00**	**219,455**	**0**	**100.00**	**0.00**
Total		14150100	**8,226,277**	**58.14**	**8,226,277**	**0**	**100.00**	**0.00**

Resolution No. 2:
Appointment of Director in place of Mrs. Jyothi V B (DIN: 07133349), who retires by rotation and being eligible, offers herself for re-appointment.

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 & Promoter Group	Evoting		0	0.00	0	0	0.00	0.00
	Poll	8666719	8006822	92.39	8006822	0	100.00	0.00
	Total		**8,006,822**	**92.39**	**8,006,822**	**0**	**100.00**	**0.00**
Public – Institutions	Evoting		0	0.00	0	0	0.00	0.00
	Poll	879	0	0.00	0	0	0.00	0.00
	Total		**0**	**0.00**	**0**	**0**	**0.00**	**0.00**
Public – Non-institutions	Evoting		711	0.01	711	0	100.00	0.00
	Poll	5482502	218,744	3.99	218,744	0	100.00	0.00
	Total		**219,455**	**4.00**	**219,455**	**0**	**100.00**	**0.00**
Total		14150100	**8,226,277**	**58.14**	**8,226,277**	**0**	**100.00**	**0.00**

Resolution No. 3: **Ratification of appointment of M/s Rao & Swami, Chartered Accountants (ICAI Firm Registration No. 0031055W) as Statutory Auditors of the Company and to fix their remuneration.**								
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 & Promoter Group	Evoting		0	0.00	0	0	0.00	0.00
	Poll	8666719	8006822	92.39	8006822	0	100.00	0.00
	Total		**8,006,822**	**92.39**	**8,006,822**	**0**	**100.00**	**0.00**
Public – Institutions	Evoting		0	0.00	0	0	0.00	0.00

	Poll	879	0	0.00	0	0	0.00	0.00
	Total		**0**	**0.00**	**0**	**0**	**0.00**	**0.00**
Public – Non-institutions	Evoting		711	0.01	711	0	100.00	0.00
	Poll	5482502	218,744	3.99	218,744	0	100.00	0.00
	Total		**219,455**	**4.00**	**219,455**	**0**	**100.00**	**0.00**
Total		14150100	**8,226,277**	**58.14**	**8,226,277**	**0**	**100.00**	**0.00**

Resolution No. 4:

Approval of the Borrowing Limits upto Rs. 50 crores pursuant to section 180(1)(c) of the Companies Act, 2013.

Resolution required (Ordinary/Special)	**Special**							
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 & Promoter Group	Evoting		0	0.00	0	0	0.00	0.00
	Poll	8666719	8006822	92.39	8006822	0	100.00	0.00
	Total		**8,006,822**	**92.39**	**8,006,822**	**0**	**100.00**	**0.00**
Public – Institutions	Evoting		0	0.00	0	0	0.00	0.00
	Poll	879	0	0.00	0	0	0.00	0.00
	Total		**0**	**0.00**	**0**	**0**	**0.00**	**0.00**
Public – Non-institutions	Evoting		711	0.01	711	0	100.00	0.00
	Poll	5482502	218,744	3.99	218,744	0	100.00	0.00
	Total		**219,455**	**4.00**	**219,455**	**0**	**100.00**	**0.00**
Total		14150100	**8,226,277**	**58.14**	**8,226,277**	**0**	**100.00**	**0.00**

Resolution No. 5:

Approval for investing Rs. 9.50 lacs in 50,000 equity shares of E'L Dorado Investments Pvt. Ltd. pursuant to section 186 of the Companies Act, 2013.

Resolution required (Ordinary/Special)	Special							
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 & Promoter Group	Evoting		0	0.00	0	0	0.00	0.00
	Poll	8666719	8006822	92.39	8006822	0	100.00	0.00
	Total		**8,006,822**	**92.39**	**8,006,822**	**0**	**100.00**	**0.00**
Public – Institutions	Evoting		0	0.00	0	0	0.00	0.00
	Poll	879	0	0.00	0	0	0.00	0.00
	Total		**0**	**0.00**	**0**	**0**	**0.00**	**0.00**
Public – Non-institutions	Evoting		711	0.01	711	0	100.00	0.00
	Poll	5482502	218,744	3.99	218,744	0	100.00	0.00
	Total		**219,455**	**4.00**	**219,455**	**0**	**100.00**	**0.00**
Total		14150100	**8,226,277**	**58.14**	**8,226,277**	**0**	**100.00**	**0.00**

Resolution No. 6:

Approval for adoption of new set of Articles of Association of the Company.

Resolution required (Ordinary/Special)	Special							
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 & Promoter Group	Evoting		0	0.00	0	0	0.00	0.00

	Poll	8666719	8006822	92.39	8006822	0	100.00	0.00
	Total		**8,006,822**	**92.39**	**8,006,822**	**0**	**100.00**	**0.00**
Public – Institutions	Evoting		0	0.00	0	0	0.00	0.00
	Poll	879	0	0.00	0	0	0.00	0.00
	Total		**0**	**0.00**	**0**	**0**	**0.00**	**0.00**
Public – Non-institutions	Evoting		711	0.01	711	0	100.00	0.00
	Poll	5482502	218,744	3.99	218,744	0	100.00	0.00
	Total		**219,455**	**4.00**	**219,455**	**0**	**100.00**	**0.00**
Total		14150100	**8,226,277**	**58.14**	**8,226,277**	**0**	**100.00**	**0.00**

Ashish O. Lalpuria & Co.
Practising Company Secretaries
14, Adarsh, 9/83, Nehru Road, Near HDFC Bank, Vile Parle (East), Mumbai-400 057.
Tel. : 2612 1371 Fax : 2611 1371 Cell : 98204 73932 Email : ashishlalpuria@yahoo.co.in

Scrutinizer's Report

[Pursuant to Section 108 of the Companies Act, 2013 and Rule 20(4)(xii) of the Companies (Management and Administration) Rules, 2014]

To
The Chairman
Maha Rashtra Apex Corporation Limited,
3rd Floor, Front Wing, North Block, Manipal Centre,
Bangalore – 560 001.

Dear Sir,

1. I, Ashish O. Lalpuria, Practising Company Secretary, having office at 14, Adarsh, 83, Nehru Road, Near HDFC Bank, Vile Parle (East), Mumbai -400 057, have been appointed as the Scrutinizer by the Board of Directors of Maha Rashtra Apex Corporation Limited, ("the Company") for the purpose of scrutinizing the remote e-voting process in a fair and transparent manner and ascertaining the requisite majority on remote e-voting carried out as per the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of Companies (Management and Administration) Rules, 2014, as amended by Companies (Management and Administration) Amendment Rules, 2015 on the 6 (Six) resolutions contained in the notice dated 13th August, 2016 convening the 72nd Annual General Meeting (AGM) of the Members of the Company, held on Thursday, 29th September, 2016 at 12.00 noon at Sri T Ramesh Pai Memorial Hall at Kurlon Factory, Jalahalli Camp Road, Yashwantpur, Bangalore – 560 022.

2. I was also appointed as the Scrutinizer to scrutinize the voting process at the said Annual General Meeting held on 29th September, 2016.

3. The Management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and rules relating to voting through electronic means (by remote e-voting) and voting by using ballots by the shareholder at the said AGM on the resolutions contained in the notice to the said AGM. My responsibility as the Scrutinizer is to ensure that the voting process both through electronic means and by use of ballot at the meeting are conducted in a fair and transparent manner and render consolidated Scrutinizers' Report of the total votes cast in favour or against, if any to the Chairman on the resolutions, based on the reports generated from the remote e-voting system provided by Central Depository Services (India) Limited, the authorized agency to provide e-voting facilities, engaged by the Company and the report for voting by use of ballots at the meeting.

4. Further to above, I submit my report as under:



4.1 The remote e-voting period remained open from 9.00 a.m. on Monday, 26th September, 2016 up to 5.00 p.m. on Wednesday, 28th September, 2016.

4.2 The Shareholders holding shares as on the cut-off date i.e. 23rd September, 2016, were entitled to vote on the proposed 6 (Six) resolutions set out in the Notice convening 72nd Annual General Meeting of the Company.

4.3 The Chairman at the 72nd Annual General Meeting, at the end of discussions on the resolutions contained in the Notice, allowed voting through ballot at the venue to all those members who were present at the meeting but have not cast their vote by availing remote E-voting.

4.4 After conclusion of the voting at the AGM, the poll papers were reconciled with the records maintained by the Company and Registrar & Transfer Agents with respect to the Authorization/proxies lodged with the Company.

4.5 The votes cast under remote e-voting facility were thereafter unblocked in presence of two witnesses, namely, Ms. Rashmi D'souza and Ms. Riddhi Kulkarni who are not in the employment of the Company. Thereafter, the e-voting results containing, inter-alia the list of Shareholders who have voted in favour or against the resolutions or who have abstained from voting were downloaded from the e-voting website of Central Depository Services (India) Limited i.e (https://www.evotingindia.com)



4.6 The consolidated result of the remote e-voting and voting at the meeting is as under:

a) **Resolution No. 1 – Ordinary Resolution - Adoption of Standalone and Consolidated Audited Financial Statements for the year ended 31st March, 2016, the reports of the Board of Directors and Auditors thereon.**

i) Voted in **favour** of the Resolution:

Voting process	Number of members voted through e-voting system and physical ballots	Number of votes cast by them	% of total number of valid votes cast
E-voting	03	711	0.01
Physical ballots	27	8225566	99.99
Total	30	8226277	100.00

ii) Voted **against** the Resolution:

Voting process	Number of members voted through e-voting system and physical ballots	Number of votes cast by them	% of total number of valid votes cast
E-voting	0	0	0
Physical ballots	0	0	
Total	0	0	0

iii) **Invalid** Votes:

Voting process	Total number of Members whose votes were declared invalid	Total number of votes cast by them
E-voting	0	0
Physical ballots	0	0
Total	0	0

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b) **Resolution No. 2 – Ordinary Resolution – Appointment of Director in place of Mrs. Jyothi V B (DIN: 07133349), who retires by rotation and being eligible, offers herself for re-appointment.**

i) Voted in **favour** of the Resolution:

Voting process	Number of members voted through e-voting system and physical ballots	Number of votes cast by them	% of total number of valid votes cast
E-voting	03	711	0.01
Physical ballots	27	8225566	99.99
Total	30	8226277	100.00

ii) Voted **against** the Resolution:

Voting process	Number of members voted through e-voting system and physical ballots	Number of votes cast by them	% of total number of valid votes cast
E-voting	0	0	0
Physical ballots	0	0	
Total	0	0	0

iii) **Invalid** Votes:

Voting process	Total number of Members whose votes were declared invalid	Total number of votes cast by them
E-voting	0	0
Physical ballots	0	0
Total	0	0



c) **Resolution No. 3 – Ordinary Resolution – Ratification of appointment of M/s. Rao & Swami, Chartered Accountants (ICAI Firm Registration No. 0031055W) as Statutory Auditors of the Company and to fix their remuneration.**

i) Voted in **favour** of the Resolution:

Voting process	Number of members voted through e-voting system and physical ballots	Number of votes cast by them	% of total number of valid votes cast
E-voting	03	711	0.01
Physical ballots	27	8225566	99.99
Total	30	8226277	100.00

ii) Voted **against** the Resolution:

Voting process	Number of members voted through e-voting system and physical ballots	Number of votes cast by them	% of total number of valid votes cast
E-voting	0	0	0
Physical ballots	0	0	
Total	0	0	0

iii) **Invalid** Votes:

Voting process	Total number of Members whose votes were declared invalid	Total number of votes cast by them
E-voting	0	0
Physical ballots	0	0
Total	0	0

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d) **Resolution No. 4 – Special Resolution – Approval of the Borrowing Limits upto Rs. 50 crores pursuant section 180(1)(c) of the Companies act, 2013.**

i) Voted in **favour** of the Resolution:

Voting process	Number of members voted through e-voting system and physical ballots	Number of votes cast by them	% of total number of valid votes cast
E-voting	03	711	0.01
Physical ballots	27	8225566	99.99
Total	30	8226277	100.00

ii) Voted **against** the Resolution:

Voting process	Number of members voted through e-voting system and physical ballots	Number of votes cast by them	% of total number of valid votes cast
E-voting	0	0	0
Physical ballots	0	0	
Total	0	0	0

iii) **Invalid** Votes:

Voting process	Total number of Members whose votes were declared invalid	Total number of votes cast by them
E-voting	0	0
Physical ballots	0	0
Total	0	0

ASHISH D. LALPURIA & CO. PRACTISING COMPANY SECRETARIES

e) **Resolution No. 5 – Special Resolution – Approval for investing Rs. 9.50 lacs in 50,000 equity shares of E'L Dorado Investments Pvt. Ltd. pursuant to section 186 of the Companies Act, 2013.**

i) Voted in **favour** of the Resolution:

Voting process	Number of members voted through e-voting system and physical ballots	Number of votes cast by them	% of total number of valid votes cast
E-voting	03	711	0.01
Physical ballots	27	8225566	99.99
Total	30	8226277	100.00

ii) Voted **against** the Resolution:

Voting process	Number of members voted through e-voting system and physical ballots	Number of votes cast by them	% of total number of valid votes cast
E-voting	0	0	0
Physical ballots	0	0	
Total	0	0	0

iii) **Invalid** Votes:

Voting process	Total number of Members whose votes were declared invalid	Total number of votes cast by them
E-voting	0	0
Physical ballots	0	0
Total	0	0

ASHISH D. LALPURIA & CO. PRACTISING COMPANY SECRETARIES

f) **Resolution No. 6 – Special Resolution – Approval for adoption of new set of Articles of Association of the Company.**

i) Voted in **favour** of the Resolution:

Voting process	Number of members voted through e-voting system and physical ballots	Number of votes cast by them	% of total number of valid votes cast
E-voting	03	711	0.01
Physical ballots	27	8225566	99.99
Total	30	8226277	100.00

ii) Voted **against** the Resolution:

Voting process	Number of members voted through e-voting system and physical ballots	Number of votes cast by them	% of total number of valid votes cast
E-voting	0	0	0
Physical ballots	0	0	
Total	0	0	0

iii) **Invalid** Votes:

Voting process	Total number of Members whose votes were declared invalid	Total number of votes cast by them
E-voting	0	0
Physical ballots	0	0
Total	0	0

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5. The register and all other papers 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 **Ashish O. Lalpuria & Co.**
Practising Company Secretary,

Ashish O. Lalpuria
(Proprietor)

ASHISH O. LALPURIA & CO. PRACTISING COMPANY SECRETARIES
ACS 30649
CP : 11155

Date: 1st October, 2016
Place: Mumbai

Chairman of the Meeting
Maha Rashtra Apex Corporation Limited

MAHA RASHTRA APEX CORPORATION LTD.
Regd. Office :
3rd Floor, North Block
Manipal Centre
Dickenson Road
Bangalore