Unitech Limited
CIN:L74899DL1971PLC009720

unitech

13th September 2016

BSE Limited
Corporate Relationship Department,
1st Floor, New Trading Ring,
Rotunda Building, P. J. Towers,
Dalal Street, Fort,
Mumbai – 400 001

The Manager
(Listing Department)
National Stock Exchange of India Ltd.
Exchange Plaza, C/1, Block G,
Bandra-Kurla Complex,
Bandra (East),
Mumbai – 400 051

Dear Sirs,

Sub: Outcome/E-voting Result of 45th Annual General Meeting and Disclosure under Regulation 44(3) of the Listing Regulations

Please be informed that all the resolutions as set out in the notice of 45th Annual General Meeting have been passed with requisite majority by the members through e-voting and polling conducted at the Annual General Meeting held on 12th September, 2016 at 11:00 A.M., at Tivoli Garden Resort Hotel, Chattarpur Hills, Chattarpur, New Delhi - 110074.

Please find enclosed the disclosure as required under Regulation 44(3) of SEBI (LODR) Regulation 2015 alongwith Scrutinizers' Report thereon.

This is for your information and compliance under the SEBI (LODR) Regulation 2015.

Thanking you,

Yours faithfully,
For **Unitech Limited,**

Deepak Jain
Company Secretary
Encl.: As above

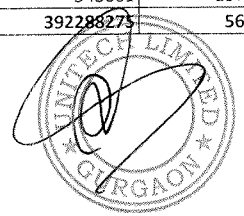
UNITECH LIMITED

Date of the AGM: 12 th September, 2016								
Total number of shareholders on record date: '666268' No. of Shares: '2616301047'								
No. of Shareholders present in the meeting either in person or through proxy:								

Promoters and Promoter Group :			26	No. of Shares:	600490542			
Public :			7383	No. of Shares:	43826833			
Detail of the Agenda:								

Promoter/Public		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
							(6)=	(7)=
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	[(4)/(2)]*100	[(5)/(2)]*100
1. Adoption of Audited Financial Statements (Standalone and Consolidated), Board Report & the Report of Statutory Auditors for the Financial Year ended 31st March 2016								
Resoltion required : Ordinary								
Category	Mode of Voting							
Promoter and Promoter Group	E-Voting	637759240	600428142	94.1465	415072592	185355550	69.12944	30.87056
	Poll	0	0	-	0	0	-	-
	Postal Ballot	n/a	n/a	n/a	n/a	n/a	n/a	n/a
	Total	637759240	600428142	94.1465	415072592	185355550	69.12944	30.87056
Public – Institutional holders	E-Voting	317086393	189712249	59.8298	18703002	171009247	9.8586	90.1414
	Poll		0					
	Postal Ballot	n/a	n/a	n/a	n/a	n/a	n/a	n/a
	Total	317086393	189712249	59.8298	18703002	171009247	9.85862	90.14138
Public-Non-Institutions	E-Voting	1661455414	24305908	1.4629	24272497	33411	99.86254	0.13746
	Poll	1661455414	200421	0.0121	200421	0	100.00000	-
	Postal Ballot	n/a	n/a	n/a	n/a	n/a	n/a	n/a
	Total	1661455414	24506329	1.4750	24472918	33411	199.86254	0.13746
Total		**2616301047**	**814646720**	**31.1373**	**458248512**	**356398208**	**56.25119**	**43.74881**

2. Re-appointment of Mr. Ajay Chandra as Director, retire by rotation								
Resoltion required : Ordinary								
Category	Mode of Voting							
Promoter and Promoter Group	E-Voting	637759240	600428142	94.1465	406781692	193646450	67.7486	32.2514
	Poll	0	0	-	0	0	-	-
	Postal Ballot	n/a	n/a	n/a	n/a	n/a	n/a	n/a
	Total	637759240	600428142	94.1465	406781692	193646450	67.7486	32.2514
Public – Institutional holders	E-Voting	317086393	276764310	87.2836	78665486	198098824	28.4233	71.5767
	Poll		0					
	Postal Ballot	n/a	n/a	n/a	n/a	n/a	n/a	n/a
	Total	317086393	276764310	87.2836	78665486	198098824	28.4233	71.5767
Public-Non-Institutions	E-Voting	1661455414	24289828	1.4620	23746827	543001	97.7645	2.2355
	Poll	1661455414	200421	0.0121	200421	0	100.000	-
	Postal Ballot	n/a	n/a	n/a	n/a	n/a	n/a	n/a
	Total	1661455414	24490249	1.4740	23947248	543001	197.7645	2.2355
Total		**2616301047**	**901682701**	**34.4640**	**509394426**	**392288275**	**56.4938**	**43.5062**



3. Appointment of M/s R. Nagpal Associates, Chartered Accountants as Statutory Auditors

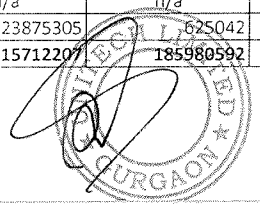
Resoltion required : Ordinary								
Category	Mode of Voting							
Promoter and Promoter Group	E-Voting	637759240	600428142	94.1465	415072592	185355550	69.1294	30.8706
	Poll	0	0	-	0	0	-	-
	Postal Ballot	n/a	n/a	n/a	n/a	n/a	n/a	n/a
	Total	637759240	600428142	94.1465	415072592	185355550	69.1294	30.8706
Public – Institutional holders	E-Voting	317086393	191910350	60.5230	181120703	10789647	94.3778	5.6222
	Poll		0					
	Postal Ballot	n/a	n/a	n/a	n/a	n/a	n/a	n/a
	Total	317086393	191910350	60.5230	181120703	10789647	94.3778	5.6222
Public-Non-Institutions	E-Voting	1661455414	24291803	1.4621	23729204	562599	97.6840	2.3160
	Poll	1661455414	200421	0.0121	199583	838	99.5819	0.4181
	Postal Ballot	n/a	n/a	n/a	n/a	n/a	n/a	n/a
	Total	1661455414	24492224	1.4741	23928787	563437	197.2659	2.7341
Total		**2616301047**	**816830716**	**31.2208**	**620122082**	**196708634**	**75.9181**	**24.0819**

4. Appointment of Mr. Virender Kumar Bhutani as Non-Executive Independent Director

SPECIAL BUSINESS								
Resoltion required : Ordinary	Mode of Voting							
Promoter and Promoter Group	E-Voting	637759240	600428142	94.1465	591700292	8727850	98.5464	1.4536
	Poll	0	0	-	0	0	-	-
	Postal Ballot	n/a	n/a	n/a	n/a	n/a	n/a	n/a
	Total	637759240	600428142	94.1465	591700292	8727850	98.5464	1.4536
Public – Institutional holders	E-Voting	317086393	276764310	87.2836	115499838	161264472	41.7322	58.2678
	Poll		0					
	Postal Ballot	n/a	n/a	n/a	n/a	n/a	n/a	n/a
	Total	317086393	276764310	87.2836	115499838	161264472	41.7322	58.2678
Public-Non-Institutions	E-Voting	1661455414	24274418	1.4610	23650327	624091	97.4290	2.5710
	Poll	1661455414	200421	0.0121	200421	0	100.0000	-
	Postal Ballot	n/a	n/a	n/a	n/a	n/a	n/a	n/a
	Total	1661455414	24474839	1.4731	23850748	624091	197.4290	2.5710
Total		**2616301047**	**901667291**	**34.4634**	**731050878**	**170616413**	**81.0777**	**18.9223**

5. Ratification of remuneration of M/s M K Kulshrestha & Associates, Cost Auditors of the Company for the financial year 2016 - 17

SPECIAL BUSINESS								
Resoltion required : Ordinary	Mode of Voting							
Promoter and Promoter Group	E-Voting	637759240	600428142	94.1465	415072592	185355550	69.1294	30.8706
	Poll	0	0	-	0	0	-	-
	Postal Ballot	n/a	n/a	n/a	n/a	n/a	n/a	n/a
	Total	637759240	600428142	94.1465	415072592	185355550	69.1294	30.8706
Public – Institutional holders	E-Voting	317086393	276764310	87.2836	276764310	0	100.0000	-
	Poll		0					
	Postal Ballot	n/a	n/a	n/a	n/a	n/a	n/a	n/a
	Total	317086393	276764310	87.2836	276764310	0	100.0000	-
Public-Non-Institutions	E-Voting	1661455414	24299926	1.4626	23675722	624204	97.4313	2.5687
	Poll	1661455414	200421	0.0121	199583	838	99.5819	0.4181
	Postal Ballot	n/a	n/a	n/a	n/a	n/a	n/a	n/a
	Total	1661455414	24500347	1.4746	23875305	625042	197.0131	2.9869
Total		**2616301047**	**901692799**	**34.4644**	**715712207**	**185980592**	**79.3743**	**20.6257**



dhananjay shukla & associates
company secretaries

House No.-23, Basement, Sector-30,Gurgaon (Hr.), India-122001
Mobile: +91 9873347280, Tel: +91-124-2382323/2380740,
Email: dshukla2007@gmail.com/dshukla.fcs@gmail.com

REPORT OF SCRUTINIZER
(Consolidated report on remote e-voting and Poll)

[Pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 (xii) of the Companies (Management and Administration) Rules, 2014 as amended by the Companies (Management and Administration) Rules, 2015 & Section 109 of the Companies Act, 2013 and Rule 21 (2) of the Companies (Management and Administration) Rules, 2014]

To,
The Chairman
45th Annual General Meeting (AGM) of the Members of M/s Unitech Limited held on Monday, 12th Day of September, 2016 at 11:00 A.M. at Tivoli Garden Resort Hotel, Chhattarpur Hills, Chattarpur, Mehrauli, New Delhi-110074

Dear Sir,

I, Dhananjay Shukla, Proprietor of M/s Dhananjay Shukla & Associates, Company Secretaries (FCS No. 5886, CP No. 8271) having office House No. 23, Sector-30, Gurgaon-122001, was appointed as Scrutinizer for the purpose of scrutinizing e-voting process held between 09:00 A.M. on 09th September, 2016 to 05:00 P.M. on 11th September, 2016 and also Poll taken in respect of resolutions as set out in the Notice of the 45th Annual General Meeting of the Members of M/s Unitech Limited held on 12th September, 2016 at 11:00 A.M. at Tivoli Garden Resort Hotel, Chhattarpur Hills, Chattarpur, Mehrauli, New Delhi-110074.

I submit my report as under:-

1. The Management of the company is responsible to ensure the compliances with the requirements of the Companies Act, 2013 and Rules relating to voting through remote e-voting as well as on Poll conducted at AGM on the resolutions as set out in the Notice to the 45th Annual General Meeting of the Members of the company. My responsibility as a Scrutinizer is restricted to make a scrutinizer's report of the votes cast **"in favour"** or **"against"** the resolutions as set out in the Notice and based on the reports generated from the e-voting system provided by National Securities Depository Limited (NSDL) through its website www.evoting.nsdl.com, the authorized agency to provide the e-voting facilities, engaged by the company and for Poll conducted at the AGM through the Physical ballot system.

UNITECH LIMITED GURGAON

DHANANJAY SHUKLA & ASSOCIATES Dhananjay Shukla CP 8271 COMPANY SECRETARIES

dhananjay shukla & associates
company secretaries
House No.-23, Basement, Sector-30,Gurgaon (Hr.), India-122001
Mobile: +91 9873347280, Tel: +91-124-2382323/2380740,
Email: dshukla2007@gmail.com/dshukla.fcs@gmail.com

2. As per Notice dated 01st August, 2016 for convening 45th Annual General Meeting ,the e-voting period remained open from Friday, 09th September, 2016 from 09:00 A.M. to till Sunday, 11th September 2016 upto 05:00 P.M.

3. The advertisement as stipulated under Section 108 read with Rule 20 of Companies (Management and administration) Rules, 2014 as amended on 19th March 2015 were published in Jansatta (in Hindi) on 21.08.2016 and Financial Express (in English) on 21.08.2016 in New Delhi edition.

4. The Members holding shares on "cut off" date i.e. 6th September, 2016 were entitled to vote on the resolution stated in the Notice of 45th Annual General Meeting dated 12th September, 2016.

5. The Chairman of the 45th Annual General Meeting *"Suo Motu"* ordered for poll as per Rule 21 of the Companies (Management and Administration) Rules, 2014.

6. One empty ballot box was duly locked and sealed by me in presence of members and proxies. That was placed for collecting ballot papers and polling was declared closed by the Chairman of the Meeting at 11:20 A.M once the poll process was over.

7. The locked ballot box was subsequently opened by me in presence of two witnesses after the poll process was over and poll papers were diligently scrutinized. The poll papers were reconciled with the records maintained by the Registrar and Transfer Agents of the Company 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 separated.

9. Thereafter the votes cast through remote e-voting were unblocked after completion of poll at the Annual General Meeting in presence of following two witnesses by me at Monday, 12th September, 2016 at 12:02 P.M., who were not the employees of the Company. They have signed in confirmation of the votes being unblocked in their presence.

Witness No. 1	**Witness No. 2**
Amit Shukla Address: 493/100 Braham Colony, Old DC Road Sonipat, Haryana- 131001	Amisha Address: H. No. 124, C-2, Aayanagar, New Delhi- 110047

UNITECH LIMITED GURGAON

DHANANJAY SHUKLA & ASSOCIATES * COMPANY SECRETARIES * Dhananjay Shukla CP 6271

dhananjay shukla & associates
company secretaries

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10. The consolidated result of the e-voting and poll taken is as under:-

Item No. 1 of the Notice

Ordinary Resolution to *receive, consider and adopt the Audited financial statements (Standalone and Consolidated) of the Company which includes Balance sheet as at 31st March, 2016, the Statement of Profit and loss for the Financial year ended on that date together with the Board Report and the Report of Statutory Auditors thereon.*

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

Particulars	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
E-Voting	393	458048091	56.2266
Poll	81	200421	00.0246
Total:	**474**	**458248512**	**56.2512**

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

Particulars	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
E-Voting	81	356398208	43.7488
Poll	0	0	0
Total	**81**	**356398208**	**43.7488**

(iii) **Invalid** Votes

Particulars	Total number of members whose votes were declared invalid	Total number of votes cast by them
E-Voting	0	0
Poll	12	77424
Total	**12**	**77424**

Therefore, the Resolution No. 1 has been approved with requisite majority.

Item No. 2 of the Notice

Ordinary Resolution *to appoint a Director in place of Mr. Ajay Chandra (DIN: 00004234), who retires by rotation and being eligible, offers himself for re- appointment.*

UNITECH LIMITED GURGAON

DHANANJAY SHUKLA & ASSOCIATES Dhananjay Shukla CP 6271 COMPANY SECRETARIES

dhananjay shukla & associates
company secretaries
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(i) Voted **in favor** of the resolution

Particulars	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
E-Voting	332	509194005	56.4715
Poll	81	200421	00.0222
Total:	**413**	**509394426**	**56.4937**

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

Particulars	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
E-Voting	147	392288275	43.5063
Poll	0	0.00	0.0000
Total	**147**	**392288275**	**43.5063**

(iii) **Invalid** Votes

Particulars	Total number of members whose votes were declared invalid	Total number of votes cast by them
E-Voting	0	0
Poll	12	77424
Total	**12**	**77424**

Therefore, the Resolution No. 2 has been approved with requisite majority.

Item No. 3 of the Notice

Ordinary Resolution *to appoint M/s R. Nagpal Associates, Chartered Accountants as Statutory Auditors of the Company in place of retiring Auditors, M/s Goel Garg & Co., who have not sought reappointment, to hold office for a term of consecutive five years from the conclusion of 45th Annual General Meeting till the conclusion of 50th Annual General Meeting and to authorise Board of Directors of the Company to fix their remuneration for the financial year 2016-17.*

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

Particulars	Number of members voted	Number of votes cast by them	% of total number of valid votes cast

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E-Voting	414	619922499	75.8936
Poll	80	199583	0.0244
Total:	**494**	**620122082**	**75.9180**

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

Particulars	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
E-Voting	59	196707796	24.0819
Poll	1	838	0.0001
Total	**60**	**196708634**	**24.0820**

(iii) **Invalid** Votes

Particulars	Total number of members whose votes were declared invalid	Total number of votes cast by them
E-Voting	0	0
Poll	12	77424
Total	**12**	**77424**

Therefore, the Resolution No. 3 has been approved with requisite majority.

Item No. 4 of the Notice

Ordinary Resolution *to appoint Mr. Virender Kumar Bhutani (DIN-03487268), as Non-Executive Independent Director of the Company, pursuant to section 149 & 152 of Companies Act, 2013 and other applicable provisions, for a period of five consecutive years w.e.f. 30th May 2016:*

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

Particulars	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
E-Voting	358	730850457	81.0555
Poll	81	200421	0.0222
Total:	**439**	**731050878**	**81.0777**

UNITECH LIMITED GURGAON

DHANANJAY SHUKLA & ASSOCIATES Dhananjay Shukla COMPANY SECRETARIES

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Email: dshukla2007@gmail.com/dshukla.fcs@gmail.com

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

Particulars	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
E-Voting	118	170616413	18.9223
Poll	0	0	0.0000
Total	**118**	**170616413**	**18.9223**

(iii) **Invalid** Votes

Particulars	Total number of members whose votes were declared invalid	Total number of votes cast by them
E-Voting	0	0
Poll	12	77424
Total	**12**	**77424**

Therefore, the Resolution No. 4 has been approved with requisite majority.

Item No. 5 of the Notice

Ordinary Resolution *to ratify the remuneration of M/s M.K. Kulshrestha & Associates, Cost Accountants (Firm registration No. 100209), appointed as Cost Auditors, pursuant to Section 148 of Companies Act, 2013 and other applicable provisions; to audit the cost records maintained by the Company for the financial year 2016-17.*

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

Particulars	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
E-Voting	407	715512624	79.3522
Poll	80	199583	0.0221
Total:	**487**	**715712207**	**79.3743**

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

Particulars	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
E-Voting	72	185979754	20.6256
Poll	1	838	0.0001
Total	**73**	**185980592**	**20.6257**

UNITECH VALUE GURGAON

DHANANJAY SHUKLA & ASSOCIATES * COMPANY SECRETARIES * Dhananjay Shukla CP 6271

dhananjay shukla & associates
company secretaries
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Email: dshukla2007@gmail.com/dshukla.fcs@gmail.com

(iii) **Invalid** Votes

Particulars	Total number of members whose votes were declared invalid	Total number of votes cast by them
E-Voting	0	0
Poll	12	77424
Total	**12**	**77424**

Therefore, the Resolution No. 5 has been approved with requisite majority.

11. The poll papers and all other relevant records for poll have been sealed and I shall be arranging to hand over the same to the Company Secretary/Director authorized by the Board for safe keeping.

12. Further, I hereby confirm that I am maintaining the relevant records of electronic voting as received from the service provider (NSDL) and it will remain in my safe custody until the Chairman considers, approves and signs the minutes of the 45th Annual General Meeting and thereafter, the same shall be handed over to the company.

Thanking You,

DHANANJAY SHUKLA & ASSOCIATES * COMPANY SECRETARIES * Dhananjay Shukla CP 8271

Dhananjay Shukla
Practicing Company Secretary
FCS No. 5886, CP No. 8271
Scrutinizer

UNITECH LIMITED * GURGAON *

Place: Gurgaon
Date: 13 September, 2016

Note: The percentage has been computed up to four (4) decimal places.