

Date: 01st January, 2015

Listing Department,
BSE Limited,
Phiroze Jeejeebhoy Towers,
Dalal Street,
Mumbai-400001.



Dear Sir,

Subject: Result on Postal Ballot Voting Result in respect of the Postal Ballot Notice dated: 12/11/2014 pursuant to Clause 35A of the Listing Agreement

This is to inform you that result of postal ballot dated: 12th November, 2014 (the dispatch of which was completed on 28th November, 2014) has been declared on 30th December, 2014.

The members of the Company, by way of postal ballot, have passed the following special resolutions pursuant to Section 110 of the Companies Act, 2013:

1. Special Resolution for Issue of Zero Coupon Compulsory Convertible Debentures (ZCCDs) on Preferential Basis to Promoters and Associates.
2. Special Resolution for increasing the Authorized Share Capital of the Company.
3. Special Resolution for adoption of new set of Articles of Association of the company pursuant to Companies Act, 2013.

The Details of Voting Results pursuant to Clause-35A of the Listing Agreement along with the Scrutinizers' report thereon are enclosed.

Kindly take this on record and oblige.

Thanking you,

Yours faithfully,

For ERA INFRA ENGINEERING LTD.

(Kapil Kumar)
Company Secretary

Encl: a/a

Cc:

National Stock Exchange India Ltd.
5th Floor, Exchange Plaza,
Bandra (E), Mumbai-400051

Era Infra Engineering Limited

Details of Voting pursuant to Clause-35A of the Listing Agreement

Date of declaration of results of Postal Ballot	30/12/2014
Total number of shareholders as on 07 th November, 2014 (Cut off date for reckoning the voting rights of the Shareholders)	21,919
Details of the Agenda	1. Issue of Zero Coupon Compulsory Convertible Debentures (ZCCDs) on Preferential Basis to Promoters and Associates. 2. Increase the Authorized Share Capital of the Company. 3. Adoption of new set of Articles of Association of the company pursuant to Companies Act, 2013.
Resolution required	Special Resolutions
Mode of Voting	Postal Ballot/e-voting
Result	Carried with requisite majority

1. Issue of Zero Coupon Compulsory Convertible Debentures (ZCCDs) on Preferential Basis to Promoters and Associates.

Details of Voting are as under:

Total Postal Ballots exercised (including evoting) =61

Promoter/Public	No. of Shares Held (as on cut-off date i.e. 07.11.14)	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 and Promoter Group	90,457,532	63,051,082	69.70	63,051,082	0	100.00	-
Public Institutional Holders	7,448,143	839,625	11.27	839,625	0	100.00	-
Public Others	83,921,965	10,858,368	12.94	10,839,988	18,380	99.83	0.17
TOTAL	18,18,27,640	7,47,49,075	41.11	74,730,695	18,380	99.98	0.002

2. Increase the Authorized Share Capital of the Company

Details of Voting are as under:

Total Postal Ballots exercised (including evoting) =60

Promoter/Public	No. of Shares Held (as on cut-off date i.e. 07.11.14)	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 and Promoter Group	90,457,532	63,051,082	69.70	63,051,082	0	100.00	-
Public Institutional Holders	7,448,143	839,625	11.27	839,625	0	100.00	-
Public Others	83,921,965	10,858,368	12.94	10,841,613	16,255	99.85	0.15
TOTAL	18,18,27,640	7,47,49,075	41.11	74,732,320	16,255	99.98	0.002

3. Adoption of new set of Articles of Association of the company pursuant to Companies Act, 2013

Details of Voting are as under:

Total Postal Ballots exercised (including evoting) =59



	(as on cut-off date i.e. 07.11.14)		Outstanding Shares	favour	Against	Polled	votes Polled
	(1)	(2)	(3)= 2/1*100	(4)	(5)	(6)=4/2*100	(7)=5/2*100
Promoter and Promoter Group	90,457,532	63,051,082	69.70	63,051,082	0	100.00	-
Public Institutional Holders	7,448,143	839,625	11.27	839,625	0	100.00	-
Public Others	83,921,965	10,858,368	12.94	10,840,881	16,237	99.85	0.15
TOTAL	18,18,27,640	7,47,49,075	41.11	74,731,588	16,237	99.98	0.002

The Special Resolutions as mentioned in the notice of the postal ballot dated: 12th November, 2014 have been passed with requisite majority.

Kindly take the information on records.

Thanking you

Yours truly,

For ERA INFRA ENGINEERING LTD.



(Kapil Kumar)
Company Secretary



SCRUTINIZER'S REPORT

To,

Mr. H. S. Bharana
Chairman

ERA INFRA ENGINEERING LIMITED,
1107, Indraprakash Building,
21, Barakhamba Road, New Delhi-110001

SUB: REPORT ON THE POSTAL BALLOT PROCESS

Dear Sir,

1. I have been appointed as scrutinizer vide letter dated 12th November, 2014 for conducting the postal Ballot process in connection with above referred matter.
2. I hereby submit my report as under:
 - 2.1 The Company has completed the dispatch of Notice of Postal Ballot dated 12th November, 2014 along with the Postal ballot forms or self-addressed stamped envelopes on 28th November, 2014 to the Members, whose names appeared on the Register of Members/List of beneficiaries as on 07th November, 2014.
 - 2.2 Particulars of all the Postal Ballot Forms received from shareholders and the votes cast by the electronic mode have been entered in a register separately maintained for the purpose, in electronic mode.
 - 2.3 The Sealed Postal Ballot Forms received from the shareholders were kept under safe custody of the company.
 - 2.4 All Postal Ballot Forms, received up to the close of working hours (5.30 P.M.) on 29th December, 2014, the last date and time fixed by the Company for receipt of the forms were considered for my scrutiny.
 - 2.5 Envelopes containing Postal Ballot Forms received after (5.30 P.M.) on 29th December, 2014 were not considered for my scrutiny. These envelopes were not opened.
 - 2.6 The postal ballot forms were duly opened in my presence and Scrutinized and the shareholding was matched/ confirmed with the Register of Members of the Company /List of beneficiaries as on 07th November, 2014.



2.7 I have not found any defaced/mutilated Postal Ballot Form.

2.8 I have also scrutinize the complete record of votes cast by electronic mode through Central Depository Services (India) Limited (CDSL), the agency for providing and supervising electronic platform which began on Saturday, 29th November, 2014 at 9.30 a.m. and closed on Monday, 29th December, 2014 at 5.30 p.m.

3. The summary of postal ballot forms received is given below:

3.1 Details of Postal Ballot Form received:

Particulars	Numbers of Forms	No. of Equity Shares of the Nominal value Rs.2/- each(votes)
Total Number of postal ballot forms received	11	3,853
Less : Total number of invalid postal ballot forms	NIL	NIL
Total number of valid postal ballot forms	11	3,853

3.2 Details of Voting by Electronic Mode as received from Agency is as follows:

Particulars	Number of Members who cast Electronically	No. of Equity Shares of the Nominal value of Rs.2/- each (Votes)
Total Votes received by electronic mode	50	7,47,45,222
Less: *Total number of invalid votes	NIL	NIL
Total number of valid votes by electronic mode	50	7,47,45,222

* Shareholder has voted by Physical Ballot Form and e-voting both, then voting done through valid e-voting has been considered and Physical Postal Ballot Form has been treated as 'Invalid'.

PH



3.3 Details of Voting :

Particulars	Aggregate of Physical Ballot Forms and Electronic voting	No. of Equity Shares having face value of Rs.2/- each (Votes)	% of Valid Votes Received
Assented to resolution No.1	51	7,47,30,695	99.98
Dissented to resolution No.1	10	18,380	0.02
Assented to resolution No.2	54	7,47,32,320	99.98
Dissented to resolution No.2	6	16,255	0.02
Assented to resolution No.3	54	7,47,31,588	99.98
Dissented to resolution No.3	5	16,237	0.02

4. You may accordingly declare the result of the voting by Postal Ballot.

For POOJA ANAND & ASSOCIATES
Company Secretaries



CS POOJA ANAND
M.No. FCS 7032
C P No.5450

Date: 30th December, 2014

Place: New Delhi