



3<sup>rd</sup> October, 2015

BSE Limited  
P. J. Towers, Dalal Street,  
Mumbai – 400 001.  
General Manager  
Department of Corporate Services  
BSE Scrip Code No: 503657

**Sub: Clause 35A of the Listing Agreement – Details of voting results at the  
35<sup>th</sup> Annual General Meeting of the Company.**

Dear Sir,

Pursuant to Clause 35A of the Listing Agreement, we are submitting herewith the details regarding the voting results of the business transacted at the Annual General Meeting (AGM) of the Equity Shareholders of the Company held on Wednesday, September 30, 2015 at 11.30 A.M. at 6, New Nandu Industrial Estate, Mahakali Caves Road, Andheri (E), Mumbai- 400093, in the prescribed format showing the results of voting.

Further, we are also enclosing the Consolidated Report of the Scrutinizer of e-voting and voting at the AGM.

The above are also uploaded on company's website.

We request you to note the above and acknowledge the receipt of this letter.

Thanking you,

Yours faithfully

For **VEER ENERGY & INFRASTRUCTURE LIMITED**

**Yogesh M. Shah**  
Chairman and Managing Director  
DIN: 00169189

Encl: As Above



**Details of Voting Results**

Sr. No	Particulars	Details
1.	Date of the AGM	Annual General Meeting- September 30, 2015
2.	Total Number of Shareholders as on record date: September 23, 2015	20357
3.	No. of Shareholders present in the Meeting either in person or through proxy: Promoters and Promoter Group: Public:	31  7 24
4.	No. of Shareholders attend the meeting through Video conferencing: Promoters and Promoter Group: Public:	Not Arranged

**Agenda-wise**

Item No.	Agenda	Resolution required (Ordinary / Special)	Mode of Voting	Remarks
1	To consider, approve and adopt: a) the Audited Financial Statements of the Company for the financial year ended March 31, 2015, together with the Reports of the Board of Directors and the Auditors thereon; and b) the Audited Consolidated Financial Statements of the Company for the financial year ended March 31, 2015, together with the Report of the Auditors thereon.	Ordinary	E-voting and voting at the meeting	Passed with requisite majority
2	To declare a Final Dividend on Equity Shares for the financial year ended March 31, 2015.	Ordinary	E-voting and voting at the meeting	Passed with requisite majority
3	To ratify appointment of Statutory Auditors of the Company.	Ordinary	E-voting and voting at the meeting	Passed with requisite majority
4	To increase the borrowing limits of the Company.	Special	E-voting and voting at the meeting	Passed with requisite majority
5	To create Charge/Mortgage on the Assets of the Company.	Special	E-voting and voting at the meeting	Passed with requisite majority
6	To give loans, guarantees, make investments and provide securities.	Special	E-voting and voting at the meeting	Passed with requisite majority
7	To adopt new set of Articles of Association of the Company.	Special	E-voting and voting at the meeting	Passed with requisite majority

**VEER ENERGY & INFRASTRUCTURE LIMITED**

To consider, approve and adopt:

- a) The Audited Financial Statements of the Company for the financial year ended March 31, 2015, together with the reports of the Board of Directors and the Auditors thereon;
- b) The Audited Consolidated Financial Statements of the Company for the financial year ended March 31, 2015, together with the Report of the Auditors thereon.

Details for reporting as per Clause 35A of listing agreement based on e-voting and voting at the meeting.								
Resolution No 1: (Ordinary Resolution)								
	Promoter/Public	Total no .of Shares Held	No. of votes polled	% of votes Polled on outstanding Shares	No. of votes – in favor	No. of votes - against	% of Votes in favor 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
1	Shareholding of Promoter and Promoter Group	25362799	25322943	99.84	25322943	0	100.00	0.00
2	Public Shareholding (Institutions)	0	0	0.00	0	0	0.00	0.00
3	Public Shareholding (Non- Institutions)	45769701	1832011	4.00	1830511	1500	99.92	0.08
	<b>Grand Total</b>	<b>71132500</b>	<b>27154954</b>	<b>38.18</b>	<b>27153454</b>	<b>1500</b>	<b>99.99</b>	<b>0.01</b>



**VEER ENERGY & INFRASTRUCTURE LIMITED**

**To declare a Final Dividend on Equity Shares for the financial year ended March 31, 2015.**

Details for reporting as per Clause 35A of listing agreement based on e-voting and voting at the meeting.

Resolution No 2: (Ordinary Resolution)								
	Promoter/Public	Total no .of Shares Held	No. of votes polled	% of votes Polled on outstanding Shares	No. of votes – in favor	No. of votes – against	% of Votes in favor on votes polled	% of votes against on votes polled
		[1]	[2]	$[3]=\frac{[2]}{[1]}*100$	[4]	[5]	$[6]=\frac{[4]}{[2]}*100$	$[7]=\frac{[5]}{[2]}*100$
1	Shareholding of Promoter and Promoter Group	25362799	25322943	99.84	25322943	0	100.00	0.00
2	Public Shareholding (Institutions)	0	0	0.00	0	0	0.00	0.00
3	Public Shareholding (Non- Institutions)	45769701	1832011	4.00	1830511	1500	99.92	0.08
	<b>Grand Total</b>	<b>71132500</b>	<b>27154954</b>	<b>38.18</b>	<b>27153454</b>	<b>1500</b>	<b>99.99</b>	<b>0.01</b>



**VEER ENERGY & INFRASTRUCTURE LIMITED**

**To ratify appointment of Statutory Auditors of the Company.**

Details for reporting as per Clause 35A of listing agreement based on e-voting and voting at the meeting.

Resolution No 3: (Ordinary Resolution)								
Promoter/Public	Total no .of Shares Held	No. of votes polled	% of votes Polled on outstanding Shares	No. of votes – in favor	No. of votes - against	% of Votes in favor on votes polled	% of votes against on votes polled	
	[1]	[2]	$[3]=([2]/[1])*100$	[4]	[5]	$[6]=([4]/[2])*100$	$[7]=([5]/[2])*100$	
1 Shareholding of Promoter and Promoter Group	25362799	25322943	99.84	25322943	0	100.00	0.00	
2 Public Shareholding (Institutions)	0	0	0.00	0	0	0.00	0.00	
3 Public Shareholding (Non- Institutions)	45769701	1832041	4.00	1830491	1550	99.92	0.08	
<b>Grand Total</b>	<b>71132500</b>	<b>27154984</b>	<b>38.18</b>	<b>27153434</b>	<b>1550</b>	<b>99.99</b>	<b>0.01</b>	



**VEER ENERGY & INFRASTRUCTURE LIMITED**  
**To increase the borrowing limits of the Company.**

Details for reporting as per Clause 35A of listing agreement based on e-voting and voting at the meeting.							
Resolution No 4: (Special Resolution)							
Promoter/Public	Total no .of Shares Held	No. of votes polled	% of votes Polled on outstanding Shares	No. of votes – in favor	No. of votes - against	% of Votes in favor 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
1 Shareholding of Promoter and Promoter Group	25362799	25322943	99.84	25322943	0	100.00	0.00
2 Public Shareholding (Institutions)	0	0	0.00	0	0	0.00	0.00
3 Public Shareholding (Non- Institutions)	45769701	1826963	3.99	1819613	7350	99.60	0.40
<b>Grand Total</b>	<b>71132500</b>	<b>27149906</b>	<b>38.17</b>	<b>27142556</b>	<b>7350</b>	<b>99.97</b>	<b>0.03</b>



**VEER ENERGY & INFRASTRUCTURE LIMITED**

**To create Charge/Mortgage on the Assets of the Company.**

Details for reporting as per Clause 35A of listing agreement based on e-voting and voting at the meeting.								
Resolution No 5: (Special Resolution)								
	Promoter/Public	Total no .of Shares Held	No. of votes polled	% of votes Polled on outstanding Shares	No. of votes – in favor	No. of votes – against	% of Votes in favor 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
1	Shareholding of Promoter and Promoter Group	25362799	25322943	99.84	25322943	0	100.00	0.00
2	Public Shareholding (Institutions)	0	0	0.00	0	0	0.00	0.00
3	Public Shareholding (Non- Institutions)	45769701	1832136	4.00	1799371	32765	98.21	1.79
	<b>Grand Total</b>	<b>71132500</b>	<b>27155079</b>	<b>38.18</b>	<b>27122314</b>	<b>32765</b>	<b>99.88</b>	<b>0.12</b>



**VEER ENERGY & INFRASTRUCTURE LIMITED**

**To give loans, guarantees, make investments and provide securities.**

Details for reporting as per Clause 35A of listing agreement based on e-voting and voting at the meeting.

Resolution No 6: (Special Resolution)								
	Promoter/Public	Total no .of Shares Held	No. of votes polled	% of votes Polled on outstanding Shares	No. of votes – in favor	No. of votes - against	% of Votes in favor 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
1	Shareholding of Promoter and Promoter Group	25362799	25322943	99.84	25322943	0	100.00	0.00
2	Public Shareholding (Institutions)	0	0	0.00	0	0	0.00	0.00
3	Public Shareholding (Non- Institutions)	45769701	1832136	4.00	1789691	42445	97.68	2.32
	<b>Grand Total</b>	<b>71132500</b>	<b>27155079</b>	<b>38.18</b>	<b>27112634</b>	<b>42445</b>	<b>99.84</b>	<b>0.16</b>





**VEER ENERGY & INFRASTRUCTURE LIMITED**

**To adopt new set of Articles of Association of the Company.**

Details for reporting as per Clause 35A of listing agreement based on e-voting and voting at the meeting.							
Resolution No 7: (Special Resolution)							
Promoter/Public	Total no. of Shares Held	No. of votes polled	% of votes Polled on outstanding Shares	No. of votes – in favor	No. of votes – against	% of Votes in favor on votes polled	% of votes against on votes polled
	[1]	[2]	$[3]=\frac{[2]}{[1]}\times 100$	[4]	[5]	$[6]=\frac{[4]}{[2]}\times 100$	$[7]=\frac{[5]}{[2]}\times 100$
1 Shareholding of Promoter and Promoter Group	25362799	25322943	99.84	25322943	0	100.00	0.00
2 Public Shareholding (Institutions)	0	0	0.00	0	0	0.00	0.00
3 Public Shareholding (Non- Institutions)	45769701	1832086	4.00	1798786	33300	98.18	1.82
<b>Grand Total</b>	<b>71132500</b>	<b>27155029</b>	<b>38.18</b>	<b>27121729</b>	<b>33300</b>	<b>99.88</b>	<b>0.12</b>



## KHUSHBOO SHAH

M. COM

A-102, Swastik Park Co-op Society, Jawahar Nagar,  
Road No. 12, Goregaon (W), Mumbai – 400062.  
Mob: 9167513611 Email: jkhushi2904@gmail.com

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To,  
Mr. Yogesh M. Shah  
Chairman  
Veer Energy & Infrastructure Limited  
629-A, Gazdar House,  
1<sup>st</sup> Floor, J.S.S. Marg,  
Near Kalbadevi Post Office,  
Mumbai - 400002.

**Sub: Consolidated Scrutinizer's Report on remote e-voting/physical ballot forms conducted pursuant to the provisions of Section 108 of Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended by Companies (Management and Administration) Amendment Rules, 2015 and voting at the Annual General Meeting of Veer Energy & Infrastructure Limited held on Wednesday, September 30, 2015 at 11.30 A.M.**

I, Khushboo H. Shah, M.Com, had been appointed as the Scrutinizer by the Board of Directors of Veer Energy & Infrastructure Limited, pursuant to Section 108 of the Companies Act, 2013 ("the Act") read with Rule 20 of the Companies (Management and Administration) Rules, 2014, to conduct the remote e-voting process and to scrutinize the physical ballot forms received from the shareholders in respect of the below mentioned resolutions passed at the Annual General Meeting of Veer Energy & Infrastructure Limited held on Wednesday, September 30, 2015 at 11.30 A.M.

The Notice dated 14<sup>th</sup> August, 2015 along with the statement setting out material facts under Section 102 of the Act were sent to the Shareholders in respect of the below mentioned resolutions passed at the Annual General Meeting of the Company.

The company had availed the e-voting facility offered by National Securities Depository Limited (NSDL) for conducting remote e-voting by the Shareholders of the Company.

The Company has also provided voting facility to the Shareholders present at the Annual General Meeting and who had not cast their vote earlier through remote e-voting facility. The shareholders of the company holding shares as on the "cut-off" date of September 23, 2015 were entitled to vote on the resolutions as contained in the Notice of Annual General Meeting.

KHUSHBOO SHAH  
MUMBAI  
\* \*  
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The voting period for remote e-voting commenced on Sunday, 27<sup>th</sup> September, 2015 at 9.00 A.M. and ended on Tuesday, 29<sup>th</sup> September, 2015 at 5.00 P.M. and the NSDL e-voting platform was blocked thereafter.

After the closure of voting at the Annual General Meeting, the report on voting done at the meeting was generated in my presence and the voting was diligently scrutinized.

The votes cast under remote e-voting facility were thereafter unblocked in the presence of two witnesses who were not in the employment of the company and after the conclusion of the voting at the Annual General Meeting the votes cast there under were counted.

I have scrutinized and reviewed the remote e-voting and votes tendered therein based on the data downloaded from the National Securities Depository Limited (NSDL) e-voting system and the ballot forms received respectively.

I now submit my consolidated report as under on the result of the remote e-voting and voting at the meeting in respect of the said Resolutions.

#### Resolution 1: Ordinary Resolution

##### Adoption of:

- a. The Audited Financial Statements of the company for the financial year ended March 31, 2015 and the report of the Director's and Auditor's thereon; and
- b. The Audited Consolidated Financial Statements of the Company for the financial year ended March 31, 2015, together with the report of the Auditors thereon.

##### 1) Voted in favour of the resolution:

Number of members voted	Number of votes cast by them	% of total number of valid votes caste
70	27153454	99.99

##### 2) Voted against the resolution:

Number of members voted	Number of votes cast by them	% of total number of valid votes caste
1	1500	0.01

##### 3) Invalid votes :

Number of members whose votes were declared invalid	Number of votes cast by them
0	0

KHUSHBU SHAH  
MUMBAI  
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**Resolution 2: Ordinary Resolution**

**To declare a Final Dividend on Equity Shares for the financial year ended March 31, 2015.**

1) Voted in **favour** of the resolution:

Number of members voted	Number of votes cast by them	% of total number of valid votes caste
70	27153454	99.99

2) Voted **against** the resolution:

Number of members voted	Number of votes cast by them	% of total number of valid votes caste
1	1500	0.01

3) **Invalid** votes :

Number of members whose votes were declared invalid	Number of votes cast by them
0	0

**Resolution 3: Ordinary Resolution**

**To ratify appointment of Statutory Auditors of the Company.**

1) Voted in **favour** of the resolution:

Number of members voted	Number of votes cast by them	% of total number of valid votes caste
69	27153434	99.99

2) Voted **against** the resolution:

Number of members voted	Number of votes cast by them	% of total number of valid votes caste
2	1550	0.01

3) **Invalid** votes :

Number of members whose votes were declared invalid	Number of votes cast by them
0	0

KHUSHBOO SHAH  
MUMBAI  
\* \*  
M. COM

**Resolution 4: Special Resolution**

**To increase the borrowing limits of the Company.**

1) Voted in **favour** of the resolution:

Number of members voted	Number of votes cast by them	% of total number of valid votes caste
68	27142556	99.97

2) Voted **against** the resolution:

Number of members voted	Number of votes cast by them	% of total number of valid votes caste
3	7350	0.03

3) **Invalid** votes :

Number of members whose votes were declared invalid	Number of votes cast by them
0	0

**Resolution 5: Special Resolution**

**To create Charge/Mortgage on the Assets of the Company.**

1) Voted in **favour** of the resolution:

Number of members voted	Number of votes cast by them	% of total number of valid votes caste
67	27122314	99.88

2) Voted **against** the resolution:

Number of members voted	Number of votes cast by them	% of total number of valid votes caste
5	32765	0.12

3) **Invalid** votes :

Number of members whose votes were declared invalid	Number of votes cast by them
0	0

KHUSHBOO SHAH  
MUMBAI  
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M. COM

**Resolution 6: Special Resolution**

To give loans, guarantees, make investments and provide securities.

1) Voted in favour of the resolution:

Number of members voted	Number of votes cast by them	% of total number of valid votes caste
66	27112634	99.84

2) Voted against the resolution:

Number of members voted	Number of votes cast by them	% of total number of valid votes caste
6	42445	0.16

3) Invalid votes :

Number of members whose votes were declared invalid	Number of votes cast by them
0	0

**Resolution 7: Special Resolution**

To adopt new set of Articles of Association of the Company.

1) Voted in favour of the resolution:

Number of members voted	Number of votes cast by them	% of total number of valid votes caste
67	27121729	99.88

2) Voted against the resolution:

Number of members voted	Number of votes cast by them	% of total number of valid votes caste
4	33300	0.12

3) Invalid votes :

Number of members whose votes were declared invalid	Number of votes cast by them
0	0

KHUSHBOO SHAH  
MUMBAI  
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M. COM

Shareholders who have split their votes into 'Assent' as well as 'Dissent', while their votes are taken as cast, they have been counted only once for the purpose for their presence, which has been mentioned under the head 'Assent'.

Thanking you,

Yours Faithfully,

*K H Shah.*

**KHUSHBOO SHAH**  
**M. COM**



Place: Mumbai

Date: September 30, 2015