

Bhanderi Infracon Limited

28th September, 2019

To
Bombay Stock Exchange Limited,
P.J Towers, Dalal Street,
Mumbai - 400 001

Ref Scrip Code: 538576

Ref Scrip Name: BHANDERI

Sub: Declaration of Voting Results in respect of the resolutions passed at the 15th Annual General Meeting

Dear Sir,

Pursuant to Regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, enclosed herewith is the details of the Voting results of the businesses transacted at the 15th Annual General Meeting of the Company held on **Friday, 27th September 2019** at 11.00 a.m. at the Registered Office of the Company situated at B/12, Jabuka Complex, Nr. Bajrang Ashram, Below Vikas School, NH-8, Thakkar Bapanagar, Ahmedabad - 382350 alongwith the Consolidated Report of the Scrutinizer, Mr. Amit Mundra, Practising Company Secretaries, on the voting done through remote e-voting and physical ballot.

Kindly take the same on record.

Thanking You,

For Bhanderi Infracon Limited


(Sunil Patel)
Managing Director
DIN: 00307827



Encl: A/a.

Regd off: B/12, Jabuka Complex, Nr. Bajrang Ashram, Below Vikas School, NH - 8, Thakkar Bapanagar
Ahmedabad Ahmedabad GJ 382350 IN Ph: 079-22830245, Fax No: 079-22830245

Email: bhanderiinfracon@gmail.com , bhanderi.info@gmail.com

CIN: L45201GJ2004PLC044481

Website: www.bhanderiinfracon.com

Bhanderi Infracon Limited

Record Date	20.09.2019
Total number of shareholders on record date	44
No. of shareholders present in the meeting either in person or through proxy	
a) Promoters and Promoter Group	6
b) Public	12
No. of Shareholders attended the meeting through Video Conferencing	None
No. of resolution passed in the Meeting	5

Resolution 1: To receive, consider, approve and adopt:

- a) the Audited Standalone Financial Statements of the Company for the financial year ended 31st March, 2019 together with the Reports of the Board of Directors and Auditors thereon; and
- b) the Audited Consolidated Financial Statements of the Company for the financial year ended 31st March, 2019 together with the Report of the Auditors thereon.

Resolution Required: (Ordinary or 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 Vote s- agai nst	% 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	E-voting	1479600	-	-	-	-	-	-
	Poll*		1479600	100.00	1479600	0	100.00	-
	Postal Ballot		-	-	-	-	-	-
	Total		1479600	1479600	100.00	1479600	0	100.00
Public Institution	E-voting	NA	-	-	-	-	-	-
	Poll		-	-	-	-	-	-
	Postal Ballot		-	-	-	-	-	-
	Total		NA	-	-	-	-	-
Public Non-Institution	E-voting	1117000	103600	9.27	103600	0	100.00	-
	Poll		-	-	-	-	-	-
	Postal Ballot		-	-	-	-	-	-
	Total		1117000	103600	9.27	103600	0	100.00
Total		2596600	1583200	60.97	1583200	0	100.00	-

*since there is no specific head for voting by Assent/Dissent mode through physical ballot form the same is disclosed under the head of Poll for all the resolutions.

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Resolution 2: To appoint Statutory Auditors and fix their remuneration.								
Resolution Required: (Ordinary or 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 Vote s- agai nst	% 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	E-voting	1479600	-	-	-	-	-	-
	Poll*		1479600	100.00	1479600	0	100.00	-
	Postal Ballot		-	-	-	-	-	-
	Total		1479600	1479600	100.00	1479600	0	100.00
Public Institution	E-voting	NA	-	-	-	-	-	-
	Poll		-	-	-	-	-	
	Postal Ballot		-	-	-	-	-	
	Total		NA	-	-	-	-	-
Public Non-Institution	E-voting	1117000	103600	9.27	103600	0	100.00	-
	Poll		-	-	-	-	-	
	Postal Ballot		-	-	-	-	-	
	Total		1117000	103600	9.27	103600	0	100.00
Total		2596600	1583200	60.97	1583200	0	100.00	-

*since there is no specific head for voting by Assent/Dissent mode through physical ballot form the same is disclosed under the head of Poll for all the resolutions.



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Bhanderi Infracon Limited

Resolution 3: To appoint a Director in place of Mrs. Bhunikaben Patel (DIN: 06984921), who retires by rotation and being eligible has offered herself for re-appointment as Director.								
Resolution Required: (Ordinary or Special)			Ordinary					
Whether Promoter/ Promoter group are interested in the agenda / resolution			Yes					
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 Vote s- agai nst	% 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	E-voting	1479600	-	-	-	-	-	-
	Poll*		1471600	99.46	1471600	0	100.00	-
	Postal Ballot		-	-	-	-	-	-
	Total		1479600	1471600	99.46	1471600	0	100.00
Public Institution	E-voting	NA	-	-	-	-	-	-
	Poll		-	-	-	-	-	-
	Postal Ballot		-	-	-	-	-	-
	Total		NA	-	-	-	-	-
Public Non-Institution	E-voting	1117000	103600	9.27	103600	0	100.00	-
	Poll		-	-	-	-	-	-
	Postal Ballot		-	-	-	-	-	-
	Total		1117000	103600	9.27	103600	0	100.00
Total		2596600	1575200	60.66	1575200	0	100.00	-

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Resolution 4: To re-appoint Mr. Sunil Dhirubhai Patel as Managing Director of the Company.								
Resolution Required: (Ordinary or Special)			Special					
Whether Promoter/ Promoter group are interested in the agenda / resolution			Yes					
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	E-voting	1479600	-	-	-	-	-	-
	Poll*		33000	2.23	33000	0	100.00	-
	Postal Ballot		-	-	-	-	-	-
	Total		1479600	33000	2.23	33000	0	100.00
Public Institution	E-voting	NA	-	-	-	-	-	-
	Poll		-	-	-	-	-	-
	Postal Ballot		-	-	-	-	-	-
	Total		NA	-	-	-	-	-
Public Non-Institution	E-voting	1117000	103600	9.27	103600	0	100.00	-
	Poll		-	-	-	-	-	-
	Postal Ballot		-	-	-	-	-	-
	Total		1117000	103600	9.27	103600	0	100.00
Total		2596600	136600	5.26	136600	0	100.00	-

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Resolution 5: To re-appoint Mr. Dhirubhai Mohanbhai Bhanderi as Whole Time Director of the Company.								
Resolution Required: (Ordinary or Special)			Special					
Whether Promoter/ Promoter group are interested in the agenda/ resolution			Yes					
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 Vote s- agai nst	% 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	E-voting	1479600	-	-	-	-	-	-
	Poll*		1462600	98.85	1462600	0	100.00	-
	Postal Ballot		-	-	-	-	-	-
	Total		1479600	1462600	98.85	1462600	0	100.00
Public Institution	E-voting	NA	-	-	-	-	-	-
	Poll		-	-	-	-	-	
	Postal Ballot		-	-	-	-	-	
	Total		NA	-	-	-	-	-
Public Non-Institution	E-voting	1117000	103600	9.27	103600	0	100.00	-
	Poll		-	-	-	-	-	
	Postal Ballot		-	-	-	-	-	
	Total		1117000	103600	9.27	103600	0	100.00
Total		2596600	1566200	60.32	1566200	0	100.00	-

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PRACTICING COMPANY SECRETARY

Office No. 14, 01st Floor, 557, Plumber House, J S S Road, Chira Bazar, Mumbai-400002.

Email id: amit@sara-india.in Contact No: 022 22000611

REPORT OF SCRUTINIZER

[Pursuant to Section 108 of the Companies Act, 2013 read with the Companies (Management and Administration) Rules, 2014]

To,

The Chairperson,

15th Annual General Meeting of the Equity Shareholders of M/s Bhanderi Infracon Limited held on Friday, 27th September, 2019 at 11.00 a.m. at the Registered Office of the Company situated at B/12, Jabuka Complex, Nr. Bajrang Ashram, Below Vikas School, NH -8, Thakkar Bapanagar, Ahmedabad - 382350.

Dear Sir,

1. I, Amit Mundra, Practicing Company Secretary (FCS: 7933, CP No.: 16182), was appointed as Scrutinizer by the Board of Directors of M/s. Bhanderi Infracon Limited (the Company) for the purpose of Scrutinizing the e - voting process and voting by use of Ballot in respect of the below mentioned Resolutions proposed at the 15th Annual General Meeting of the Equity Shareholders of the Company held on Friday, 27th September, 2019 at 11.00 a.m. at the Registered Office of the Company situated at B/12, Jabuka Complex, Nr. Bajrang Ashram, Below Vikas School, NH -8, Thakkar Bapanagar, Ahmedabad - 382350.
2. The Notice dated 28th May 2019 were sent to the Shareholders in respect of the below mentioned Resolutions passed at the AGM of the Company.
3. Company had availed the remote e - voting facility offered by CDSL for conducting E - Voting by the Shareholders of the Company. The Voting period for E - Voting commenced on Tuesday, **24th September 2019** at 9.00 A.M and ended on Thursday, **26th September, 2019** at 5.00 P.M. and the CDSL E - Voting platform was blocked thereafter.
4. Those Shareholders who had not exercised their voting right through E - Voting were given the option of Voting at the Annual General Meeting through ballot voting.
5. Shareholders of the Company holding shares as on the cut-off date of 20th September, 2019 were entitled to vote on the Resolutions as contained in the Notice of the AGM.
6. The compliance with the provisions of the Companies Act, 2013 and the rules made there under relating to voting through electronic means and voting by using ballots by the Shareholders is the responsibility of the Management. My responsibility as a Scrutinizer is to ensure that the voting process both through electronic means and by use of ballot are conducted in a fair and transparent manner and render Scrutinizers Report of the total votes cast in favour or against, if any, to the Chairman based on the reports generated from the electronic voting system provided by Central Depository Services (India) Limited (CDSL) and on scrutiny of the ballots.
7. I have rendered Scrutinizers Report separately on the E - Voting and by use of ballots and I hereby submit consolidated Scrutinizers Report pursuant to Rule 20(4)(xii) of the Companies



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(Management and Administration) Rules, 2014 on all the Resolutions contained in the Notice of the aforesaid Annual General Meeting.

8. The result of the voting is as under:

Mode of voting: E-voting and Ballot:

Resolution 1: To receive, consider, approve and adopt:
 a) the Audited Standalone Financial Statements of the Company for the financial year ended 31st March, 2019 together with the Reports of the Board of Directors and Auditors thereon; and
 b) the Audited Consolidated Financial Statements of the Company for the financial year ended 31st March, 2019 together with the Report of the Auditors thereon.

Resolution Required: (Ordinary or 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 Vote s- agai nst	% 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	E-voting	1479600	-	-	-	-	-	-
	Poll*		1479600	100.00	1479600	0	100.00	-
	Postal Ballot		-	-	-	-	-	-
	Total		1479600	1479600	100.00	1479600	0	100.00
Public Institution	E-voting	NA	-	-	-	-	-	-
	Poll		-	-	-	-	-	-
	Postal Ballot		-	-	-	-	-	-
	Total		NA	-	-	-	-	-
Public Non-Institution	E-voting	1117000	103600	9.27	103600	0	100.00	-
	Poll		-	-	-	-	-	-
	Postal Ballot		-	-	-	-	-	-
	Total		1117000	103600	9.27	103600	0	100.00
Total		2596600	1583200	60.97	1583200	0	100.00	-



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Resolution 2: To appoint Statutory Auditors and fix their remuneration.								
Resolution Required: (Ordinary or 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 Vote s- agai nst	% 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	E-voting	1479600	-	-	-	-	-	-
	Poll*		1479600	100.00	1479600	0	100.00	-
	Postal Ballot		-	-	-	-	-	-
	Total		1479600	1479600	100.00	1479600	0	100.00
Public Institution	E-voting	NA	-	-	-	-	-	-
	Poll		-	-	-	-	-	-
	Postal Ballot		-	-	-	-	-	-
	Total		NA	-	-	-	-	-
Public Non-Institution	E-voting	1117000	103600	9.27	103600	0	100.00	-
	Poll		-	-	-	-	-	-
	Postal Ballot		-	-	-	-	-	-
	Total		1117000	103600	9.27	103600	0	100.00
Total		2596600	1583200	60.97	1583200	0	100.00	-

*since there is no specific head for voting by Assent/Dissent mode through physical ballot form the same is disclosed under the head of Poll for all the resolutions.

Resolution 3: To appoint a Director in place of Mrs. Bhunikaben Patel (DIN: 06984921), who retires by rotation and being eligible has offered herself for re-appointment as Director.								
Resolution Required: (Ordinary or Special)			Ordinary					
Whether Promoter/ Promoter group are interested in the agenda/ resolution			Yes					
Category	Mode of	No of	No of	% of	No of	No	% of votes	%of votes



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	Voting	Shares Held	Votes Polled	Votes Polled on outstanding shares	Votes - in Favour	of Vote s- agai nst	in favour on votes polled	against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter & Promoter Group	E-voting	1479600	-	-	-	-	-	-
	Poll*		1471600	99.46	1471600	0	100.00	-
	Postal Ballot		-	-	-	-	-	-
	Total		1479600	1471600	99.46	1471600	0	100.00
Public Institution	E-voting	NA	-	-	-	-	-	-
	Poll		-	-	-	-	-	-
	Postal Ballot		-	-	-	-	-	-
	Total		NA	-	-	-	-	-
Public Non-Institution	E-voting	1117000	103600	9.27	103600	0	100.00	-
	Poll		-	-	-	-	-	-
	Postal Ballot		-	-	-	-	-	-
	Total		1117000	103600	9.27	103600	0	100.00
Total		2596600	1575200	60.66	1575200	0	100.00	-

*since there is no specific head for voting by Assent/Dissent mode through physical ballot form the same is disclosed under the head of Poll for all the resolutions.

Resolution 4: To re-appoint Mr. Sunil Dhirubhai Patel as Managing Director of the Company.								
Resolution Required: (Ordinary or Special)			Special					
Whether Promoter/ Promoter group are interested in the agenda / resolution			Yes					
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 Vote s- agai nst	% 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	E-voting	1479600	-	-	-	-	-	-
	Poll*		33000	2.23	33000	0	100.00	-
	Postal Ballot		-	-	-	-	-	-



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	Total	1479600	33000	2.23	33000	0	100.00	-
Public Institution	E-voting	NA	-	-	-	-	-	-
	Poll		-	-	-	-	-	-
	Postal Ballot		-	-	-	-	-	-
	Total		NA	-	-	-	-	-
Public Non-Institution	E-voting	1117000	103600	9.27	103600	0	100.00	-
	Poll		-	-	-	-	-	-
	Postal Ballot		-	-	-	-	-	-
	Total		1117000	103600	9.27	103600	0	100.00
Total		2596600	136600	5.26	136600	0	100.00	-

*since there is no specific head for voting by Assent/Dissent mode through physical ballot form the same is disclosed under the head of Poll for all the resolutions.

Resolution 5: To re-appoint Mr. Dhirubhai Mohanbhai Bhanderi as Whole Time Director of the Company.								
Resolution Required: (Ordinary or Special)			Special					
Whether Promoter/ Promoter group are interested in the agenda / resolution			Yes					
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 Vote s- agai nst	% 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	E-voting	1479600	-	-	-	-	-	-
	Poll*		1462600	98.85	1462600	0	100.00	-
	Postal Ballot		-	-	-	-	-	-
	Total		1479600	1462600	98.85	1462600	0	100.00
Public Institution	E-voting	NA	-	-	-	-	-	-
	Poll		-	-	-	-	-	-
	Postal Ballot		-	-	-	-	-	-
	Total		NA	-	-	-	-	-
Public Non-Institution	E-voting	1117000	103600	9.27	103600	0	100.00	-
	Poll		-	-	-	-	-	-
	Postal Ballot		-	-	-	-	-	-
	Total		1117000	103600	9.27	103600	0	100.00
Total		2596600	1566200	60.32	1566200	0	100.00	-



CS AMIT MUNDRA FCS, LL B, M.com

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9. The Register and all other papers relating to e-voting shall remain in our safe custody until the Chairman considers, approves and signs the minutes of the 15th Annual General Meeting and thereafter the same shall be returned and handed over to the Chairman for safe keeping.

Thanking You,
Yours faithfully


Amit Mundra
Practising Company Secretary
FCS No.: 7933 -
COP No. 16182
Place: Mumbai
Date: 27th September 2019

