

BHANDERI INFRACON LIMITED
(Formerly known as Bileshwar Industrial Estate Developers Pvt Ltd)

01st October, 2018

To

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

SUB: Voting Results in respect of Annual General Meeting

Scrip Code: 538576

Dear Sir,

Date of the AGM	29.09.2018
Total No. of Shareholders on Record Date (Cut-off date – 22.09.2018)	56
No. of Shareholders present in the Meeting either in person or through proxy	
Promoter and Promoter Group	6
Public	17
No. of Shareholders attended the Meeting through Video Conferencing	No Video Conferencing facility was arranged



**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

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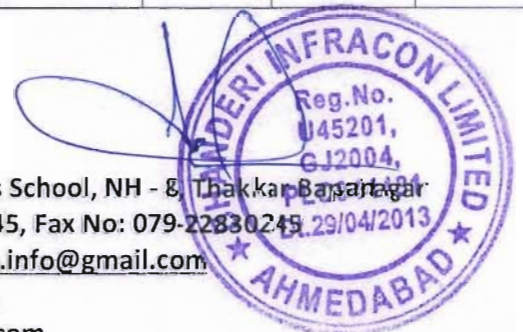
Agenda No.1: To receive, consider, approve and adopt:

- a) the Audited Standalone Financial Statements of the Company for the financial year ended on 31st March, 2018 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 on 31st March, 2018 together with the Report of the Auditors thereon.

Resolution Required:			Ordinary Resolution					
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) = $\frac{(2)}{(1)} * 100$	No. of Votes - in Favour (4)	No. of Votes - against (5)	% of Votes in favour on Votes polled (6) = $\frac{(4)}{(2)} * 100$	% of Votes against on Votes polled (7) = $\frac{(5)}{(2)} * 100$
Promoter and Promoter Group	E-Voting	-	-	-	-	-	-	-
	Poll	1479600	1479600	100	1479600	0	100	-
	Postal Ballot	-	-	-	-	-	-	-
	Total	1479600	1479600	100	1479600	0	100	-
Public Institutions	E-Voting	-	-	-	-	-	-	-
	Poll	-	-	-	-	-	-	-
	Postal Ballot	-	-	-	-	-	-	-
	Total	-	-	-	-	-	-	-
Public – Non Institutions	E-Voting	1117000	2400	0.21	2400	0	100	-
	Poll	1117000	467000	41.81	467000	0	100	-
	Postal Ballot	1117000	110400	9.88	110400	0	100	-
	Total	1117000	579800	51.90	579800	0	100	-
Total		2596600	2059400	79.31	2059400	0	100	-

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Agenda No.2: Ratification of the appointment of M/s. S A R A & Associates, Chartered Accountants, Mumbai as Statutory Auditors of the Company.

Resolution Required:			Ordinary Resolution					
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 and Promoter Group	E-Voting	-	-	-	-	-	-	-
	Poll	1479600	1479600	100	1479600	0	100	-
	Postal Ballot	-	-	-	-	-	-	-
	Total	1479600	1479600	100	1479600	0	100	-
Public - Institutions	E-Voting	-	-	-	-	-	-	-
	Poll	-	-	-	-	-	-	-
	Postal Ballot	-	-	-	-	-	-	-
	Total	-	-	-	-	-	-	-
Public - Non Institutions	E-Voting	1117000	2400	0.21	2400	0	100	-
	Poll	1117000	467000	41.81	467000	0	100	-
	Postal Ballot	1117000	110400	9.88	110400	0	100	-
	Total	1117000	579800	51.90	579800	0	100	-
Total		2596600	2059400	79.31	2059400	0	100	-



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Agenda No.3: Re-appointed Mrs. Bhunikaben Patel, Director (DIN No.06984921), who was liable to retire by rotation.

Resolution Required:			Ordinary Resolution					
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 and Promoter Group	E-Voting	-	-	-	-	-	-	-
	Poll	1479600	1479600	100	1479600	0	100	-
	Postal Ballot	-	-	-	-	-	-	-
	Total	1479600	1479600	100	1479600	0	100	-
Public - Institutions	E-Voting	-	-	-	-	-	-	-
	Poll	-	-	-	-	-	-	-
	Postal Ballot	-	-	-	-	-	-	-
	Total	-	-	-	-	-	-	-
Public - Non Institutions	E-Voting	1117000	2400	0.21	2400	0	100	-
	Poll	1117000	467000	41.81	467000	0	100	-
	Postal Ballot	1117000	110400	9.88	110400	0	100	-
	Total	1117000	579800	51.90	579800	0	100	-
Total		2596600	2059400	79.31	2059400	0	100	-



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Agenda No.4: Approval for Related Party Transactions

Resolution Required:			Special Resolution					
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 and Promoter Group	E-Voting	-	-	-	-	-	-	-
	Poll	1479600	1479600	100	1479600	0	100	-
	Postal Ballot	-	-	-	-	-	-	-
	Total	1479600	1479600	100	1479600	0	100	-
Public Institutions	E-Voting	-	-	-	-	-	-	-
	Poll	-	-	-	-	-	-	-
	Postal Ballot	-	-	-	-	-	-	-
	Total	-	-	-	-	-	-	-
Public – Non Institutions	E-Voting	1117000	2400	0.21	2400	0	100	-
	Poll	1117000	467000	41.81	467000	0	100	-
	Postal Ballot	1117000	110400	9.88	110400	0	100	-
	Total	1117000	579800	51.90	579800	0	100	-
Total		2596600	2059400	79.31	2059400	0	100	-



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Agenda No.5: Vesting Of Powers with the Board under Section 186 of the Companies Act, 2013.

Resolution Required:			Special Resolution					
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 and Promoter Group	E-Voting	-	-	-	-	-	-	-
	Poll	1479600	1479600	100	1479600	0	100	-
	Postal Ballot	-	-	-	-	-	-	-
	Total	1479600	1479600	100	1479600	0	100	-
Public Institutions	E-Voting	-	-	-	-	-	-	-
	Poll	-	-	-	-	-	-	-
	Postal Ballot	-	-	-	-	-	-	-
	Total	-	-	-	-	-	-	-
Public - Non Institutions	E-Voting	1117000	2400	0.21	2400	0	100	-
	Poll	1117000	467000	41.81	467000	0	100	-
	Postal Ballot	1117000	110400	9.88	110400	0	100	-
	Total	1117000	579800	51.90	579800	0	100	-
Total		2596600	2059400	79.31	2059400	0	100	-

Please acknowledge and take on record the above. Attached herewith please find the Consolidated Report of the Scrutinizer.

For Bhanderi Infracon Limited

Sunil Patel

(Managing Director) (DIN No. 00307827)



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202, 2nd Floor, May Building, 297/299/301,
Princess Street, Near marine Lines Flyover,
Mumbai – 400 002

Deepali More
Practicing Company Secretary

Tel No. : 4922 7200 Fax: 2209 1106
Email id – deepalimore@sara-india.com

REPORT OF SCRUTINIZER

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

To,

The Chairperson,

14th Annual General Meeting of the Equity Shareholders of M/s Bhanderi Infracon Limited held on Saturday, 29th September, 2018 at 12.30 P.M. at the registered office of the Company at B/12, Jabuka Complex, Nr. Bajrang Ashram, Below Vikas School, NH - 8, Thakkar Bapanagar, Ahmedabad – 382350.

Dear Sir,

1. I, Deepali More, Practicing Company Secretary (ACS: 32117, CP No.: 17502), 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 14th Annual General Meeting of the Equity Shareholders of the Company held on Saturday, 29th September, 2018 at 12.30 P.M. at the registered office of the Company at B/12, Jabuka Complex, Nr. Bajrang Ashram, Below Vikas School, NH - 8, Thakkar Bapanagar, Ahmedabad – 382350.
2. The Notice dated 30th May, 2018 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 Wednesday, 26th September, 2018 at 9.00 A.M and ended on Friday, 28th September, 2018 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 22nd September, 2018 were entitled to vote on the Resolutions as contained in the Notice of the AGM.



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Deepali More
Practicing Company Secretary

Tel No. : 4922 7200 Fax: 2209 1106
Email id – deepalimore@sara-india.com

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 (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:

Item No. of Notice	Votes in favour of the Resolution			Votes against the Resolution			Invalid Votes
	No. of members who voted	No. of valid votes cast by them	% of total number of valid votes cast (Favour and Against)	No. of members who voted	No. of valid votes cast by them	% of total number of valid votes cast (Favour and Against)	
Item No. 1 of the Notice - To receive, consider, approve and adopt: a) the Audited Standalone Financial Statements of the Company for the financial year ended on 31 st March, 2018 together with the Reports of the	23	2059400	100	-	-	-	-

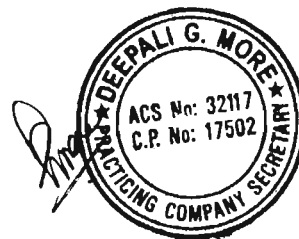


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Deepali More
Practicing Company Secretary

Tel No. : 4922 7200 Fax: 2209 1106
Email id – deepalimore@sara-india.com

Board of Directors and Auditors thereon; and b) the Audited Consolidated Financial Statements of the Company for the financial year ended on 31st March, 2018 together with the Report of the Auditors thereon. (As an Ordinary Resolution)								
Item No. 2 of the Notice – To ratify the appointment of M/s. S A R A & Associates, Chartered Accountants, Mumbai as Statutory Auditors of the Company (As an Ordinary Resolution)	23	2059400	100	-	-	-	-	-
Item No. 3 of the Notice – To appoint a Director in place of Mrs. Bhunikaben Patel (DIN No. 06984921), who retires by rotation and being eligible has offered herself for re-appointment as Director (As an Ordinary Resolution)	23	2059400	100	-	-	-	-	-
Item No.4 of the Notice- Approval for Related Party	23	2059400	100	-	-	-	-	-



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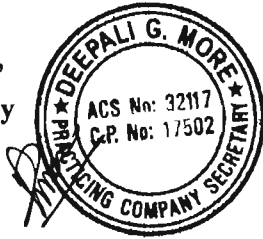
Deepali More
Practicing Company Secretary

Tel No. : 4922 7200 Fax: 2209 1106
Email id – deepalimore@sara-india.com

Transactions							
Item No.5 of the Notice- Vesting Of Powers with the Board under Section 186	23	2059400	100	-	-	-	-

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 14th Annual General Meeting and thereafter the same shall be returned and handed over to the Chairman for safe keeping.

Thanking You,
Yours faithfully



Deepali More, Practicing Company Secretary

ACS No.: 32117

COP No. 17502

Place: Mumbai

Date: 01st October, 2018