



September 30, 2017

BSE Limited
1st Floor, New Trading Ring,
Rotunda Building, P.J. Tower,
Dalal Street, Fort,
Mumbai-400001

Scrip Code: 539767

Sub: Proceeding of the 34th Annual General Meeting of Mega Nirman & Industries Limited

Dear Sir/Ma'am,

The 34th Annual General Meeting ("AGM") of Mega Nirman & Industries Limited ("the Company") was held today i.e. Saturday, September 30, 2017 at 11:00 A.M. at the Radisson Blu Hotel, Plot No. D, District Centre, Outer Ring Road, Paschim Vihar, New Delhi – 110087.

Members of the Company were provided Electronic Voting Facility ("remote e-voting") which commenced at 09:00 A.M. (IST) on Wednesday, September 27, 2017 and ended at 05:00 P.M. (IST) on Friday, September 29, 2017, for the resolutions proposed to be transacted at the AGM.

In terms of Regulation 44 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, we wish to intimate that the following items as stated in the notice of the 34th AGM were placed for the voting by poll at the AGM:

A. ORDINARY BUSINESS

1. To consider and adopt the Audited Financial Statements of the Company for the Financial Year ended March 31, 2017, the Reports of the Board of Directors and Auditors thereon.
2. Appointment of M/s. ASHM & Associates, Chartered Accountants (Firm Registration No. 005790C), as the Statutory Auditor of the Company from the conclusion of this 34th Annual General Meeting until the conclusion of the 35th Annual General Meeting and authorising the Board of Directors of the Company to fix their remuneration.

B. SPECIAL BUSINESS

3. Appointment of Mr. Varun Gaur (DIN: 07721184) as Independent Director of the company for a period of 5 Years w.e.f. January 27, 2017.

MEGA NIRMAN & INDUSTRIES LIMITED

A-6/343B, 1st Floor, Paschim Vihar, New Delhi-110063
Phone: +91 - 11 - 49879687 | email: secretarial.mnil@gmail.com
CIN: L70101DL1983PLC015425 | Website: www.mnil.in





4. To authorize the Board of Directors and/or any Committee thereof, under Section 180(1)(c) of the Companies Act, 2013, to borrow any sum or sums of moneys which shall not exceed Rs. 150 Crores excluding interest on the borrowings including accrued interest thereon.
5. To authorize the Board of Directors and/or any Committee thereof, under Section 180(1)(a) of the Companies Act, 2013, to pledge, mortgage and/or charge by way of charge on all the immovable and movable properties of the Company which shall not exceed Rs. 150 Crores excluding interest on the borrowings including accrued interest thereon.
6. To approve investment limit up to Rs. 150 Crore and loan & guarantee/ security in connection with the loan, if required, up to Rs. 150 Crore.
7. To alter the Articles of Association of the Company to include the power for appointment of MD/WTD/ or CEO as Chairman.
8. To approve remuneration paid to Mr. Ajay Raina as Managing Director & CEO of the Company from March 15, 2017 to August 11, 2017.

Items 1, 2, 3 and 8 were placed for voting at the AGM by way of Ordinary Resolution.

Items 4, 5, 6 and 7 were placed for voting at the AGM by way of Special Resolution.

Pursuant to the provisions of Regulation 44 read with Regulation 30 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, details of the voting results (for remote e-voting and Poll) of the 34th AGM are enclosed.

Kindly take the above on record.

Thanking You,
Yours faithfully,

For **Mega Nirman & Industries Limited**


(Abhishek Kamra)
Company Secretary

Encl: a/a

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Mega Nirman & Industries Limited

Voting Results of AGM

Voting Results of AGM	
Details of poll at AGM and e-voting results as per regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 in respect of the following resolutions:	
Date of the AGM	30.09.2017
Total number of shareholders on record date	617
No. of shareholders present in the meeting either in person or through Proxy: Promoters and Promoters Group: 1 Public: 18	19
No. of Shareholders attended the meeting through Video Conferencing	NA

I. To consider and adopt the Audited Financial Statements of the Company for the Financial Year ended March 31, 2017, the Reports of the Board of Directors and Auditors thereon

Category	Mode of Voting	No. of shares held	No of Valid Votes Polled	% of Votes Polled on Outstanding Shares	No. of Votes in Favour	No. of Votes Against	Ordinary Resolution	
							% of Votes in favour on votes polled	% of Votes against on votes polled
Promoters and Promoter Group	E-voting	(1)	(2)	(3)=(2)/(1)*100	(4)	(5)	(6)=(4)/(2)*100	(7)=(5)/(2)*100
	Poll	75,100	75,100	100.0000	75,100	0	100.0000	0.0000
	Total	75,100	75,100	100.0000	75,100	0	0.0000	0.0000
Public-Institutions	E-voting	-	-	-	-	-	-	-
	Poll	-	-	-	-	-	-	-
	Total	-	-	-	-	-	-	-
Public-Non Institutions	E-voting	32,72,400	1,95,957	5.9882	1,95,957	0	5.9882	0.0000
	Poll	-	4,00,017	12.2240	4,00,017	0	12.2240	0.0000
	Total	32,72,400	5,95,974	18.2121	5,95,974	0	18.2121	0.0000
Total		33,47,500	6,71,074	20.0470	6,71,074	0	20.0470	0.0000



2. To appoint ASHM & Associates, Chartered Accountants (Firm Registration No. 005790C) as Statutory Auditors of the Company and fix their remuneration.

Resolution required		Whether promoter/ promoter*group are interested in the Agenda/resolution							Ordinary Resolution	
Category	Mode of Voting	No. of shares held	No. of Valid 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	No	No
Promoters and Promoter Group	E-voting	(1)	(2)	(3)=(2)/(1)*100	(4)	(5)	(6)=(4)/(2)*100	(7)=(5)/(2)*100		
	Poll	75,100	75,100	100.0000	75,100	0	100.0000	0.0000		
	Total		75,100	100.0000	75,100	0	0.0000	0.0000		
Public-Institutions	E-voting	-	-	-	-	-	-	-		
	Poll	-	-	-	-	-	-	-		
	Total									
Public-Non Institutions	E-voting	32,72,400	1,95,957	5.9882	1,95,957	0	5.9882	0.0000		
	Poll		4,00,017	12.2240	4,00,017	0	12.2240	0.0000		
	Total		5,95,974	18.2121	5,95,974	0	18.2121	0.0000		
Total		33,47,500	6,71,074	20.0470	6,71,074	0	20.0470	0.0000		

3. To appoint Mr. Varun Gaur as Independent Director for a period of 5 years.

Resolution required		Whether promoter/ promoter*group are interested in the Agenda/resolution							Ordinary Resolution	
Category	Mode of Voting	No. of shares held	No. of Valid 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	No	No
Promoters and Promoter Group	E-voting	(1)	(2)	(3)=(2)/(1)*100	(4)	(5)	(6)=(4)/(2)*100	(7)=(5)/(2)*100		
	Poll	75,100	0	0.0000	0	0	0.0000	0.0000		
	Total		75,100	0.0000	75,100	0	0.0000	0.0000		
Public-Institutions	E-voting	-	-	-	-	-	-	-		
	Poll	-	-	-	-	-	-	-		
	Total									
Public-Non Institutions	E-voting	32,72,400	1,95,957	5.9882	1,95,957	0	5.9882	0.0000		
	Poll		4,00,017	12.2240	4,00,017	0	12.2240	0.0000		
	Total		5,95,974	18.2121	5,95,974	0	18.2121	0.0000		
Total		33,47,500	6,71,074	20.0470	6,71,074	0	20.0470	0.0000		



4. To authorize the Board of Directors and/or any Committee of Directors thereof, under Section 180(1)(c) of the Companies Act, 2013, to borrow any sum or sums of moneys which shall not exceed Rs. 150 Crores excluding interest on the borrowings including accrued interest thereon.

Category	Mode of Voting	No. of shares held	No of Valid Votes Polled	% of Votes Polled on Outstanding Shares	No. of Votes in Favour	No. of Votes Against	Special Resolution	
							% of Votes in favour on votes polled	% of Votes against on votes polled
Promoters and Promoter Group	E-voting	(1)	(2)	(3)=(2)/(1)*100	(4)	(5)	(6)=(4)/(2)*100	(7)=(5)/(2)*100
	Poll	75,100	75,100	100.0000	75,100	0	100.0000	0.0000
	Total		0	0.0000	0	0	0.0000	0.0000
Public-Institutions	E-voting	-	-	-	-	-	-	-
	Poll	-	-	-	-	-	-	-
	Total		-	-	-	-	-	-
Public-Non Institutions	E-voting	32,72,400	1,95,957	5.9882	1,95,957	0	5.9882	0.0000
	Poll		4,00,017	12.2240	4,00,017	0	12.2240	0.0000
	Total		5,95,974	18.2121	5,95,974	0	18.2121	0.0000
Total		33,47,500	6,71,074	20,0470	6,71,074	0	20,0470	0.0000

5. To authorize the Board of Directors and/or any Committee of Directors thereof, under Section 180(1)(a) of the Companies Act, 2013, to pledge, mortgage and/or charge by way of charge on all the immovable and movable properties of the Company which shall not exceed Rs. 150 Crores excluding interest on the borrowings including accrued interest thereon.

Category	Mode of Voting	No. of shares held	No of Valid Votes Polled	% of Votes Polled on Outstanding Shares	No. of Votes in Favour	No. of Votes Against	Special Resolution	
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Promoters and Promoter Group	E-voting	(1)	(2)	(3)=(2)/(1)*100	(4)	(5)	(6)=(4)/(2)*100	(7)=(5)/(2)*100
	Poll	75,100	75,100	100.0000	75,100	0	100.0000	0.0000
	Total		0	0.0000	0	0	0.0000	0.0000
Public-Institutions	E-voting	-	-	-	-	-	-	-
	Poll	-	-	-	-	-	-	-
	Total		-	-	-	-	-	-
Public-Non Institutions	E-voting	32,72,400	1,95,957	5.9882	1,95,957	0	5.9882	0.0000
	Poll		4,00,017	12.2240	4,00,017	0	12.2240	0.0000
	Total		5,95,974	18.2121	5,95,974	0	18.2121	0.0000
Total		33,47,500	6,71,074	20,0470	6,71,074	0	20,0470	0.0000



6. To approve investment limit up to Rs. 150 Crore and loan and guarantee/ security in connection with the loan, if required, up to Rs. 150 Crore.

Category	Mode of Voting	No. of shares held	No of Valid Votes Polled	% of Votes Polled on Outstanding Shares	No. of Votes in Favour	No. of Votes Against	Special Resolution	
							% of Votes in favour on votes polled	No
Promoters and Promoter Group	E-voting	(1) 75,100	(2) 75,100	(3)=(2)/(1)*100 100.0000	(4) 75,100	(5) 0	(6)=(4)/(2)*100 100.0000	(7)=(5)/(2)*100 0.0000
	Poll	0	0	0.0000	0	0	0.0000	0.0000
	Total	75,100	75,100	100.0000	75,100	0	0	0.0000
Public-Institutions	E-voting	-	-	-	-	-	-	-
	Poll	-	-	-	-	-	-	-
Public-Non Institutions	Total	-	-	-	-	-	-	-
	E-voting	32,72,400	1,95,957	5.9882	1,95,957	0	5.9882	0.0000
	Poll	0	4,00,017	12.2240	4,00,017	0	12.2240	0.0000
Total	33,47,500	6,71,074	20.0470	6,71,074	0	0	20.0470	0.0000

7. To alter the Articles of Association of the Company to include power for the appointment of MD/CEO/WTD as Chairman.

Category	Mode of Voting	No. of shares held	No of Valid Votes Polled	% of Votes Polled on Outstanding Shares	No. of Votes in Favour	No. of Votes Against	Special Resolution	
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Promoters and Promoter Group	E-voting	(1) 75,100	(2) 75,100	(3)=(2)/(1)*100 100.0000	(4) 75,100	(5) 0	(6)=(4)/(2)*100 100.0000	(7)=(5)/(2)*100 0.0000
	Poll	0	0	0.0000	0	0	0.0000	0.0000
	Total	75,100	75,100	100.0000	75,100	0	0	0.0000
Public-Institutions	E-voting	-	-	-	-	-	-	-
	Poll	-	-	-	-	-	-	-
Public-Non Institutions	Total	-	-	-	-	-	-	-
	E-voting	32,72,400	1,95,957	5.9882	1,95,957	0	5.9882	0.0000
	Poll	0	4,00,017	12.2240	4,00,017	0	12.2240	0.0000
Total	33,47,500	6,71,074	20.0470	6,71,074	0	0	20.0470	0.0000



8. To approve remuneration paid to Mr. Ajay Raina as Managing Director & CEO of the Company from March 15, 2017 to August 11, 2017.

Resolution required		Ordinary Resolution						
Category	Mode of Voting	No. of shares held	No of Valid 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
Promoters and Promoter Group	E-voting		75,100	100.0000	75,100	0	100.0000	0.0000
	Poll	75,100	0	0.0000	0	0	0.0000	0.0000
	Total		75,100	100.0000	75,100	0	0.0000	0.0000
Public-Institutions	E-voting		-	-	-	-	-	-
	Poll		-	-	-	-	-	-
	Total		-	-	-	-	-	-
Public-Non Institutions	E-voting		1,95,957	5.9882	1,95,957	0	5.9882	0.0000
	Poll	32,72,400	4,00,017	12.2240	4,00,017	0	12.2240	0.0000
	Total		5,95,974	18.2121	5,95,974	0	18.2121	0.0000
Total		33,47,500	6,71,074	20.0470	6,71,074	0	20.0470	0.0000

