MEGH MAYUR INFRA LIMITED

(Formerly Poddar Infrastructure Limited)

04th September, 2019

To
BSE Limited
Corporate Relationship Department
P. J. Towers, Dalal Street,
Mumbai – 400001

Company Code: 509003
Name of the Company: MEGH MAYUR INFRA LIMITED
(Formerly known as Poddar Infrastructure Limited and previously known as Transoceanic Properties Limited)
E-Mail Id of the Company: grievances@meghmayur.com

Dear Sir/Madam,

Sub: Voting Result under Regulation 44(3) of the SEBI (Listing Obligation and Disclosure Requirements), Regulation, 2015 and the Scrutinizers Report pursuant to the section 108 of the Companies Act, 2013

Please find the enclosed the Voting Results as required under Regulation 44(3) of the SEBI (Listing Obligation and Disclosure Requirements) Regulation, 2015 and the Scrutinizers Report pursuant to the section 108 of the Companies Act, 2013, in respect of the Annual General Meeting of the Company held on 03.09.2019 at 11.30 am at its registered office.

Kindly acknowledge the receipt of the same.

Yours Sincerely,

For Megh Mayur Infra Limited

Mitul Shah
Managing Director
DIN: 00509114

MEGH MAYUR INFRA LTD. MUMBAI

ENCL:
Scrutinizers Report
Disclosure Under Regulation 44(3)

MEGH MAYUR INFRA LIMITED

(Formerly Poddar Infrastructure Limited)

VOTING RESULT OF M/S. MEGH MAYUR INFRA LIMITED

(Formerly known as Poddar Infrastructure Limited and previously known as Transoceanic Properties Limited)

Date of the AGM	03rd September, 2019
Total number of shareholders on record date	52
No. of shareholders present in the meeting either in person or through proxy:	
Promoters and Promoter Group:	2
Public:	9
Total	11
No. of Shareholders attended the meeting through Video Conferencing	
Promoters and Promoter Group:	0
Public	0
Total	0

AGENDA- WISE DISCLOSURE

Resolution No. 1: To receive, consider and adopt the audited financial statement of the Company for the year ended March 31, 2019 and the reports of the Board of Directors and 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) =[(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	4263000	4263000	100	4263000	0	100	0
	Poll	0	0	0	0	0	0	0
	Postal Ballot	NA	NA	NA	NA	NA	NA	NA.
	Total	4263000	4263000	100	4263000	0	100	0
Public-Institutions	E-Voting	0	0	0	0	0	0	0
	Poll	0	0	0	0	0	0	0
	Postal Ballot	NA	NA	NA	NA	NA	NA	NA
	Total	0	0	0	0	0	0	0
Public- Non Institutions	E-Voting	0	0	0	0	0	0	0
	Poll	285600	285600	100	285600	0	100	0
	Postal Ballot	NA	NA	NA	NA	NA	NA	NA
	Total	285600	285600	100	285600	0	100	0
Total		4548600	4548600	100	4548600	0	100	0

MEGH MAYUR INFRA LTD. MUMBAI

Resolution No. 2: To appoint Director in place of Mrs. Rupal Shah (DIN 7730349) who retires by rotation and being eligible, offers himself for re-appointment.

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	4263000	4263000	100	4263000	0	100	0
	Poll	0	0	0	0	0	0	0
	Postal Ballot	NA	NA	NA	NA	NA	NA	NA
	Total	4263000	4263000	100	4263000	0	100	0
Public-Institutions	E-Voting	0	0	0	0	0	0	0
	Poll	0	0	0	0	0	0	0
	Postal Ballot	NA	NA	NA	NA	NA	NA	NA
	Total	0	0	0	0	0	0	0
Public- Non Institutions	E-Voting	0	0	0	0	0	0	0
	Poll	285600	285600	100	285600	0	100	0
	Postal Ballot	NA	NA	NA	NA	NA	NA	NA
	Total	285600	285600	100	285600	0	100	0
Total		4548600	4548600	100	4548600	0	100	0

MEGH MAYUR INFRA LTD. MUMBAI

Resolution No. 3: "RESOLVED THAT pursuant to the provisions of Sections 149, 152 read with Schedule IV and other applicable provisions, if any, of the Companies Act, 2013 (the Act) and the Companies (Appointment and Qualification of Directors) Rules, 2014 and the applicable provisions of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (Listing Regulations), including any statutory modification(s) or re-enactment(s) thereof, for the time being in force, the appointment of Ms. Simmy Arora (DIN: 08267654), who has submitted a declaration that she meets the criteria of independence as provided in Section 149(6) of the Act and Rules framed thereunder and Regulation 16(1)(b) of the Listing Regulations, as amended, and who is eligible for appointment as an Independent Director of the Company, and in respect of whom the Company has received a notice in writing under Section 160(1) of the Act from a member proposing her candidature for the office of Director, be and is hereby appointed as an Independent Director of the Company, not liable to retire by rotation, for a term of 2(Two) consecutive years commencing from 02nd November, 2018 upto 1st November, 2020."

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	4263000	4263000	100	4263000	0	100	0
	Poll	0	0	0	0	0	0	0
	Postal Ballot	NA	NA	NA	NA	NA	NA	NA
	Total	**4263000**	**4263000**	**100**	**4263000**	**0**	**100**	**0**
Public-Institutions	E-Voting	0	0	0	0	0	0	0
	Poll	0	0	0	0	0	0	0
	Postal Ballot	NA	NA	NA	NA	NA	NA	NA
	Total	**0**	**0**	**0**	**0**	**0**	**0**	**0**
Public- Non Institutions	E-Voting	0	0	0	0	0	0	0
	Poll	285600	285600	100	285600	0	100	0
	Postal Ballot	NA	NA	NA	NA	NA	NA	NA
	Total	**285600**	**285600**	**100**	**285600**	**0**	**100**	**0**
Total		4548600	4548600	100	4548600	0	100	0

MEGH MAYUR INFRA LTD. MUMBAI

Resolution No. 4: **"RESOLVED THAT** pursuant to the provisions of Sections 149, 152, read with Schedule IV and other applicable provisions, if any, of the Companies Act, 2013 ('the Act') and the rules made thereunder (including any statutory modification(s) or re-enactment(s) thereof for the time being in force), Regulation 17 and other applicable provisions, if any, of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('Listing Regulations') and based on the recommendations of the Nomination & Remuneration Committee and the Board of Directors of the Company Mr. Jayant Pandya (DIN: 02144823) who is not disqualified to become a Director under the Act and who meets the criteria of Independence as prescribed under Section 149 (6) of the Act and Annual General Meeting in terms of Section 161 of the Act and in respect of whom Company has received a notice in writing from a Member, proposing his candidature for the office of Director of the Company pursuant to the provisions of Section 160 of the Act and who is not disqualified to become a Director under the Act, be and is hereby appointed as a Non-executive Director of the Company, liable to retire by rotation, with effect from the date of the Thirty-Eight Annual General Meeting.

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	4263000	4263000	100	4263000	0	100	0
	Poll	0	0	0	0	0	0	0
	Postal Ballot	NA	NA	NA	NA	NA	NA	NA
	Total	**4263000**	**4263000**	**100**	**4263000**	**0**	**100**	**0**
Public-Institutions	E-Voting	0	0	0	0	0	0	0
	Poll	0	0	0	0	0	0	0
	Postal Ballot	NA	NA	NA	NA	NA	NA	NA
	Total	**0**	**0**	**0**	**0**	**0**	**0**	**0**
Public-NonInstitutions	E-Voting	0	0	0	0	0	0	0
	Poll	285600	285600	100	285600	0	100	0
	Postal Ballot	NA	NA	NA	NA	NA	NA	NA
	Total	**285600**	**285600**	**100**	**285600**	**0**	**100**	**0**
Total		4548600	4548600	100	4548600	0	100	0

MEGH MAYUR INFRA LIMITED MUMBAI

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Praful Kumar Rana

Advocate

(C.No. G/2916/2013)

L-10-240, Gandhi Nagar, Opp. Gujarati School, Khatodara Colony Surat-395002, (Gujarat)

CONSOLIDATED SCRUTINIZER REPORT FOR REMOT E-VOTING & PHYSICAL BALLOT

(Section 108 of the Companies Act Read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended from time to time)

FOR M/S. MEGH MAYUR INFRA LIMITED (Formerly known as Poddar Infrastructure Limited)

To,

The Chairman

38th Annual General Meeting (AGM) of the Equity Shareholders of Megh Mayur Infra Limited held on Tuesday, September 03, 2019 at 11:30 A.M. at 208, Lalji Shopping Centre, S.V. Road, Borivali (West), Mumbai-400 092.

SUB :- Scrutinizer's Report for Passing of Resolution through Remote E-voting and Physical Voting pursuant to Regulation 44(3) of the SEBI (Listing Obligation and Disclosure Requirements) Regulation, 2015 and also Section 108 and 109 of the Companies Act, 2013.

Dear Sir,

This has reference to my appointment dated 26st July, 2019 as a Scrutinizer for the purpose of scrutinizing the physical ballot and remote e-voting process in a fair and transparent manner and ascertaining the requisite majority on poll and remote e-voting carried out as per the provision of the Section 108 of the Companies Act, 2013.

I, **Prafullkumar Rana**, Advocate hereby submit Consolidated Scrutinizer Report on E-voting and Poll conducted at the AGM of Megh Mayur Infra Ltd. held on **03rd September, 2019:**

1) As required under Section 101 and 108 of the Companies Act, 2013, notice of the 38th Annual General Meeting of the Equity Shareholders of. Megh Mayur Infra Limited held on September 03, 2019 at 11:30 A.M. at 208, Lalji Shopping Centre, S.V. Road, Borivali (West), Mumbai-400 092, Maharashtra, had been sent to the members in respect of the said resolutions to be passed at the said AGM of the Company.

2) The Shareholders holding shares as on the "cut-off" date i.e. 26th August, 2019 were entitled to vote on the proposed resolutions (4 items as set out in the Notice of the 38th AGM of Megh Mayur Infra Ltd).

3) Detailed instructions relating to poll and remote e-voting facility along with login details were provided to the members.

4) The Company has also published the information relating to remote e-voting in two newspapers on 10th August, 2019, namely, Free Press Journal (English Daily) and the Navshakti (Marathi Daily).

* PRAFULKUMAR J. RANA * ADVOCATE SANAT NO. G/2916/2013

MEGH MAYUR INFRA LTD. MUMBAI

Praful Kumar Rana

Advocate

(C.No. G/2916/2013)

L-10-240, Gandhi Nagar, Opp. Gujarati School, Khatodara Colony Surat-395002, (Gujarat)

5) The remote e-voting period commenced on Saturday, 31th August, 2019 (9:00 A.M. IST) and concluded on Monday, 02nd September, 2019 (5:00 P.M. IST).

6) The Company has appointed National Security Depository Limited as the Agency/Service provider, for the purpose of extending the facility of Remote E-voting to the members of the Company. Satellite Corporate Services Limited is the Registrar & Share Transfer Agent (RTA) of the Company.

7) At the venue of the 38th Annual General Meeting of the Company, the facility to vote through Poll paper were made available to those members who were present at the meeting but who did not participate in the process of e-voting to caste their vote.

8) The Agency/Service provider had set up electronic voting facility on their designated website http://www.evoting.nsdl.com. The RTA had uploaded all the items of the business to be transacted at the AGM on the website of NSDL to facilitate the members to cast their vote through remote e-voting.

9) I have monitored the process of poll through Ballot Papers and remote electronic voting through the scrutinizer's secured link provided by the NSDL on the designated website.

10) The votes were unblocked on Tuesday, 03rd September, 2019 in presence of 2 (Two) witnesses Mr. Dharmendra Shah and Ms. Jenny Punjabi, who are not in the employment of the Company. They have signed below in confirmation of the votes being unblocked in their presence.

Name. Mr. Dharmendra Shah　　　　**Name.** Ms. Jenny Punjabi

11) 1 Polling Box was kept for the purpose of casting of votes was locked in my presence with due identification marked placed by me. After the voting by Poll was over, the Locked Polling Box was opened in my presence and in presence of two witnesses, as mentioned above, and polling papers were diligently scrutinized. The Polling papers were reconciled with records maintained by the RTA of the Company and the authorizations/proxies lodged with the Company. I did not find any Poll papers invalid.

12) Thereafter, I as a Scrutinizer duly complied details containing, inter-alia, list of Equity Shareholders, who voted "For" and "Against", were download from the designated website of the NSDL and physical voting provided at the venue of the AGM by way of Poll Paper.

I submit herewith my consolidated report on the results of e-voting together with that of Poll as under:

PRAFULKUMAR J. RANA SANAT NO. G/2916/2013 ADVOCATE

MEGH MAYUR INFRA LTD.

Praful Kumar Rana

Advocate

(C.No. G/2916/2013)

L-10-240, Gandhi Nagar, Opp. Gujarati School, Khatodara Colony Surat-395002, (Gujarat)

(a) Ordinary Resolution: Passed unanimously

(b) Item No 1: To receive, consider and adopt the audited financial statement of the Company for the year ended March 31, 2019 and the reports of the Board of Directors and the Auditors thereon.

(i) Valid Votes:

Voting Method	Votes in Favour of the Resolution			Votes against the Resolution		
	Members	Votes Cast	%	Members Voted	No. of	%
E-voting	2	4263000	100	--	--	--
Poll	9	285600	100	--	--	--
Total	**11**	**4548600**	**100**	**--**	**--**	**--**

(ii) Invalid Votes :

Voting Method	Total Number of Members Present & voting (in person or by proxy) whose votes were declared invalid	Total Number of votes cast by them
E-voting	--	--
Poll	--	--
Total	--	--

(a) Ordinary Resolution: Passed unanimously

(b) Item No 2: To appoint Director in place of Mrs Rupal Shah (DIN 7730349) who retires by rotation and being eligible, offers himself for re-appointment.

(i) Valid Votes:

Voting Method	Votes in Favour of the Resolution			Votes against the Resolution		
	Members	Votes Cast	%	Members Voted	No. of	%
E-voting	2	4263000	100	--	--	--
Poll	9	285600	100	--	--	--
Total	**11**	**4548600**	**100**	**--**	**--**	**--**

(ii) Invalid Votes :

Voting Method	Total Number of Members Present & voting (in person or by proxy) whose votes were declared invalid	Total Number of votes cast by them

PRAFULKUMAR J. RANA SANAT NO. G/2916/2013 ADVOCATE

MEGH MAYUR INFRA LTD. MUMBAI

Praful Kumar Rana
Advocate
(C.No. G/2916/2013)
L-10-240, Gandhi Nagar, Opp. Gujarati School, Khatodara Colony Surat-395002, (Gujarat)

E-voting	--	--
Poll	--	--
Total	--	--

(a) **Ordinary Resolution: Passed unanimously**

(b) **Item No 3: RESOLVED THAT** pursuant to the provisions of Sections 149, 152 read with Schedule IV and other applicable provisions, if any, of the Companies Act, 2013 (the Act) and the Companies (Appointment and Qualification of Directors) Rules, 2014 and the applicable provisions of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (Listing Regulations), including any statutory modification(s) or re-enactment(s) thereof, for the time being in force, the appointment of Ms. Simmy Arora (DIN: 08267654), who has submitted a declaration that she meets the criteria of independence as provided in Section 149(6) of the Act and Rules framed thereunder and Regulation 16(1)(b) of the Listing Regulations, as amended, and who is eligible for appointment as an Independent Director of the Company, and in respect of whom the Company has received a notice in writing under Section 160(1) of the Act from a member proposing her candidature for the office of Director, be and is hereby appointed as an Independent Director of the Company, not liable to retire by rotation, for a term of 2(Two) consecutive years commencing from 02nd November, 2018 upto 1st November, 2020."

(i) **Valid Votes:**

Voting Method	Votes in Favour of the Resolution			Votes against the Resolution		
	Members	Votes Cast	%	Members Voted	No. of	%
E-voting	2	4263000	100	--	--	--
Poll	9	285600	100	--	--	--
Total	**11**	**4548600**	**100**	--	--	--

(ii) **Invalid Votes :**

Voting Method	Total Number of Members Present & voting (in person or by proxy) whose votes were declared invalid	Total Number of votes cast by them
E-voting	--	--
Poll	--	--
Total	--	--

PRAFULKUMAR J. RANA * SANAT NO. G/2916/2013 * ADVOCATE

MEGH MAYUR INFRA LTD. MUMBAI

Praful Kumar Rana

Advocate

(C.No. G/2916/2013)

L-10-240, Gandhi Nagar, Opp. Gujarati School, Khatodara Colony Surat-395002, (Gujarat)

(a) **Special Resolution: Passed unanimously**

(b) **Item No 4: RESOLVED THAT** pursuant to the provisions of Sections 149, 152, read with Schedule IV and other applicable provisions, if any, of the Companies Act, 2013 ('the Act') and the rules made thereunder (including any statutory modification(s) or re-enactment(s) thereof for the time being in force), Regulation 17 and other applicable provisions, if any, of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('Listing Regulations') and based on the recommendations of the Nomination & Remuneration Committee and the Board of Directors of the Company Mr. Jayant Pandya (DIN: 02144823) who is not disqualified to become a Director under the Act and who meets the criteria of Independence as prescribed under Section 149 (6) of the Act and Annual General Meeting in terms of Section 161 of the Act and in respect of whom Company has received a notice in writing from a Member, proposing his candidature for the office of Director of the Company pursuant to the provisions of Section 160 of the Act and who is not disqualified to become a Director under the Act, be and is hereby appointed as a Non-executive Director of the Company, liable to retire by rotation, with effect from the date of the Thirty-Eight Annual General Meeting.

(i) Valid Votes:

Voting Method	Votes in Favour of the Resolution			Votes against the Resolution		
	Members	Votes Cast	%	Members Voted	No. of	%
E-voting	2	4263000	100	--	--	--
Poll	9	285600	100	--	--	--
Total	**11**	**4548600**	**100**	**--**	**--**	**--**

(ii) Invalid Votes:

Voting Method	Total Number of Members Present & voting (in person or by proxy) whose votes were declared invalid	Total Number of votes cast by them
E-voting	--	--
Poll	--	--
Total	**--**	**--**

I hereby confirm that I am maintaining the Registers from the Service Provider both electronically and physically, in respect of vote cast through e-voting and poll by shareholders of

PRAFULKUMAR J. RANA ADVOCATE SANAT NO. G/2916/2013

MEGH MAYUR INFRA LTD. MUMBAI

Praful Kumar Rana
Advocate
(C.No. G/2916/2013)
L-10-240, Gandhi Nagar, Opp. Gujarati School, Khatodara Colony Surat-395002, (Gujarat)

the Company. The poll papers and all other relevant records were sealed and handed over to the Company Secretary of the Company, after the Chairman signed the Minutes.

Thanking you,

Yours faithfully,

PRAFULKUMAR J. RANA
SANAT NO. G/2916/2013
ADVOCATE

PRAFULLKUMAR RANA
ADVOCATE
Certificate Serial No. G/2916/2013

Date: 04th SEPTEMBER, 2019
Place: Mumbai

MEGH MAYUR INFRA LTD.
MUMBAI