

28<sup>th</sup> September, 2015

The Bombay Stock Exchange Limited  
1<sup>st</sup> Floor, New Trading Ring, Rotunda Building,  
Phiroze Jeejeebhoy Towers,  
Dalal Street, Fort,  
Mumbai – 400 001

Attn: Corporate Relationship Dept  
Re: Result of Postal Ballot

Dear Sir/Madam,

### DECLARATION OF RESULT OF POSTAL BALLOT

Pursuant to Section 110 of the Companies Act, 2013 read with the Companies (Management and Administration) Rules, 2014 the Board of Directors of the Company had accorded its approval to conduct a Postal Ballot to seek the consent of the members of the Company for the proposed special resolution to be passed through postal ballot as specified in the notice dated 13<sup>th</sup> August, 2015 ('the said notice') read with the explanatory statement attached thereto.

The company had appointed Shri Virendra Bhatt, Practicing Company Secretary as the scrutinizer for conducting the postal ballot process in a fair and transparent manner.

The company had appointed Central Depository Services (India) Limited to provide e-voting facility to its members.

The last date for receipt of the Postal Ballot Form duly completed from the members/E- Voting was 25<sup>th</sup> September, 2015.

The Scrutinizer has submitted his report on the postal ballot on 25<sup>th</sup> September, 2015 ("the said Report) and based on the Scrutinizers report and pursuant to Clause 35A of the Listing Agreement the following result is hereby announced to the members on 26<sup>th</sup> September, 2015 at the registered office of the Company:

1	Date of declaration of postal ballot results	26 <sup>th</sup> September, 2015
2	Total Number of shareholders as on cut off date	5334
3	No of shareholders present in the meeting either in person or through proxy: Promoters and Promoter Group	Not Applicable

CIN : L17110MH1935PLC002241

Regd. Off.: Shree Ram Mills Premises, Ganpatrao Kadam Marg, Lower Parel, Mumbai - 400 013.  
Te.# : 22 - 6140 4900 / 2496 5701 / 2493 2728 Fax # : 91 - 22 - 2492 8617  
Website : www.shreeramurban.co.in



	Public			
4	No of shareholders attended the meeting through Video Conferencing Promoters and Promoter Group Public	Not Applicable		
5	Detail of Agenda:	Resolution Required Ordinary/Special	Mode of voting: (Show of hands/Poll/Postal ballot/Evoting)	Result
(i)	Special Resolution for Related Party Transaction with Shri Vikas Kasliwal and his family members.	Special	Postal ballot/Evoting	Passed

**In case of Postal Ballot/E Voting**

**Resolution No. 1** Special Resolution for Related Party Transaction with Shri Vikas Kasliwal and his family members.

Promoter/ Public	No. Of shares held	No. of Votes Polled	% of Votes polled on outstan ding shares	No. of Votes- in favour	No. of Votes- again st	% of Votes in favour on votes polled	% of Votes against on votes polled
	(1)	(2)	(3)= [(2)/ (1)]*10 0	(4)	(5)	(6)= [(4)/ (2)]*100	(7)= [(5)/ (2)]*10 0
Promoter and Promoter Group	29069925	0	0	0	0	0	0
Public Institutiona l holders	2087756	0	0	0	0	0	0
Public- others	9976859	945256	9.47	943950	1306	99.86	0.14
<b>Total</b>	<b>41134540</b>	<b>945256</b>	<b>2.30</b>	<b>943950</b>	<b>1306</b>	<b>99.86</b>	<b>0.14</b>



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Accordingly, the Special Resolution as mentioned in the notice of Postal Ballot dated 13<sup>th</sup> August, 2015 has been passed by the requisite majority.

Please find enclosed herewith copy of the Scrutinizer's Report.

Kindly acknowledge the receipt of the same and take this on your record.

Thanking you,

Yours faithfully,  
For Shree Ram Urban Infrastructure Limited



Yatin Sangani  
Company Secretary



# Virendra Bhatt

Company Secretary

Office :

602, Tardeo Airconditioned Market,  
Tardeo Main Road, Tardeo,  
Mumbai-400 034.

Tel. : 2351 4867 / 2351 2412

Mobile : 98200 48670

e-mail : bhattivirendra1945@yahoo.co.in

Date: 25<sup>th</sup> September, 2015

The Chairman/Director,  
Shree Ram Urban Infrastructure Limited  
Shree Ram Mills Premises,  
Ganpatrao Kadam Marg,  
Lower Parel,  
Mumbai 400 013.

Dear Sir,

I have scrutinized the Postal Ballot [including electronic voting ("E-voting"/ "E-Votes")] Voting Process of Shree Ram Urban Infrastructure Limited having its Registered Office at Shree Ram Mills Premises, Ganpatrao Kadam Marg, Lower Parel, Mumbai 400 013.

Approval of the shareholders needs to be obtained by way of special resolution, I, submit my report as under:

1. The dispatch of the Notice of the Postal Ballot dated August 13, 2015 was completed on August 22, 2015.
2. The e-voting period commenced on the Wednesday, August 26, 2015 (9.30 am IST) and ended on the Friday, September 25, 2015 (5.00 pm IST).
3. The last date for receipt of Postal Ballot forms was Friday, September 25, 2015 (5.00 pm IST).
4. The shareholders holding the shares as on the "Cut off" date i.e. August 21, 2015 were entitled to vote on the proposed resolution.
5. 46 Postal ballot forms were received and 11 shareholders cast the votes on the e-voting platform.
6. At the end of the voting period on Friday, September 25, 2015 (5.00 pm IST), I collected all the Postal Ballot Forms received from the shareholders. As a Scrutinizer, the Report of the Postal Ballot was duly complied and accordingly the result of Postal ballot which includes e-voting is as under:



RESOLUTION NO. 1

Related Party Transactions to be entered by the Company.

Resolution Required: Special Resolution

"RESOLVED THAT pursuant to the provisions of Section 188 and other applicable provisions of the Companies Act, 2013 read with rules made thereunder (including any statutory modification(s) or re-enactment thereof, for the time being in force) and Revised Clause 49 of the Listing Agreement, the consent of the Company be and is hereby accorded to enter into related party transactions for sale of flats to Shri Vikas Kasliwal (DIN:00046876) and his family members amounting to upto Rs. 300 crore.

RESOLVED FURTHER THAT the said transaction will be considered as material transactions as per revised clause 49 of the Listing Agreement."

TOTAL VALID VOTES-

	PHYSICAL		EVOTING		GRAND TOTAL	
	TOTAL NO. OF SHAREHOLDERS	TOTAL VOTING RIGHTS	TOTAL NO. OF SHAREHOLDERS	TOTAL VOTING RIGHTS	TOTAL NO. OF SHAREHOLDERS	TOTAL VOTING RIGHTS
TOTAL NO. OF SHARES	46	4105966	11	25809129	57	29915095
INVALID/NOT VOTED	1	10	0	0	1	10
ABSTAIN FROM VOTING	19	3162590	4	25807239	23	28969829
TOTAL VALID VOTES	26	943366	7	1890	33	945256



Details of Valid Ballots	No. of Ballots & E-Votes	No. of Votes Cast	Percentage (%) voted
Assent	27	943950	99.86%
Dissent	6	1306	0.14%
<b>Total</b>	<b>33</b>	<b>945256</b>	<b>100%</b>

**TABLE SHOWING BIFURCATIONS OF PROMOTERS, PUBLIC INSTITUTIONAL HOLDERS AND OTHERS:**

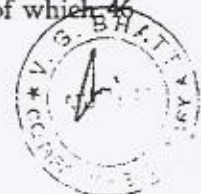
Promoter/ Public	No. of shares held	No. of Votes polled	% of votes polled on outstanding shares	No. of votes- In Favour	No. of votes- Against	% of votes in favour on votes polled	% of votes against on votes polled
Promoter & Promoter Group	29069925	0	0	0	0	0	0
Public Institutional Holders	2087756	0	0	0	0	0	0
Public- Others	9976859	945256	9.47	943950	1306	99.86	0.14
<b>TOTAL</b>	<b>41134540</b>	<b>945256</b>	<b>2.30</b>	<b>943950</b>	<b>1306</b>	<b>99.86</b>	<b>0.14</b>

\*The Related parties have been abstained from voting.

I have to report that for resolution number 1, votes cast in favour were 943950 representing 99.86% of the total votes cast and Dissent were 1306 representing 0.14 % of the total votes cast.

The votes cast in favour are more than the votes cast against the resolution and hence the resolution has been passed with the requisite majority.

I further report that total number of shareholders were 57 representing 29915095 votes entitled of 29915095 shares. The Company has dispatched postal ballots under post /courier on 13th August, 2015 and through electronic media on 13<sup>th</sup> August, 2015 out of which 46



ballot papers were received and 11 shareholders voted through E-voting.

The Postal Ballot Register as per relevant documents for the same are available for inspection to the members of the Company at the Registered office of the Company. The register along with all the records will be handed over to you at your office as per the said Rules.



Virendra G. Bhatt

A. C. S. No: 1157

C. P. No: 124