

Punj Lloyd Ltd

Corporate Office I, 78 Institutional Area, Sector 32, Gurgaon 122 001, India

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info@punjlloyd.com

www.punjlloyd.com



August 11, 2016

National Stock Exchange of India Limited

Exchange Plaza
Bandra Kurla Complex
Bandra (East)
Mumbai – 400051

BSE Limited

Department of Corporate Services
25th Floor
P J Towers
Dalal Street
Mumbai – 400001

Symbol: PUNJLLOYD

Scrip Code: 532693 / Scrip ID: PUNJLLOYD

Re: Proceedings of the 28th Annual General Meeting ('AGM') along with Voting Results and Scrutinizer's Report

Dear Sir/Madam,

We are enclosing herewith the following with respect to the 28th Annual General Meeting ('AGM') of the Company held on August 10, 2016 at Air Force Auditorium, Subroto Park, New Delhi – 110010 :-

1. Summary of Proceedings of the AGM as required under Regulation 30 read with Para A of Part A of Schedule –III of the SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015 (Annexure-I).
2. Voting results pursuant to Regulation 44 (3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (Annexure –II).
3. Scrutinizer's Report dated August 11, 2016 pursuant to section 108 of the Companies Act, 2013 and Rule 20 and 21 of the Companies (Management and Administration Rules, 2014 (Annexure – III).
4. Annual Report for the financial year 2015-16 as required under Regulation 34 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 duly approved and adopted by the members as per the provisions of the Companies Act, 2013.

This is for your information and records.

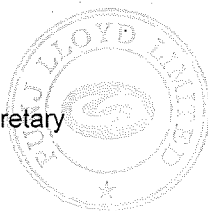
Thanking You,

Yours faithfully,

For PUNJ LLOYD LIMITED


Dinesh Thairani

Group President – Legal & Company Secretary



Encl: as above

Registered Office

Punj Lloyd House, 17-18 Nehru Place, New Delhi 110 019, India

CIN: L74899DL1988PLC033314

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ANNEXURE - I

SUMMARY OF PROCEEDINGS OF THE 28TH ANNUAL GENERAL MEETING OF PUNJ LLOYD LIMITED AND DECLARATION OF RESULTS OF E-VOTING AND POLL

The 28th Annual General Meeting ('AGM') of the Members of Punj Lloyd Limited ('the Company') was held on Wednesday, August 10, 2016 at 10.30 A.M. at Air Force Auditorium, Subroto Park, New Delhi – 110010

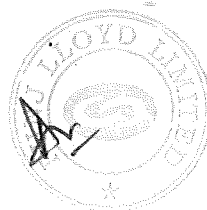
Mr. Atul Punj, Chairman and Managing Director of the Company chaired the meeting. Mr. Shiv Punj, Mr. Uday Walia and Mr. Shravan Sampath, directors also attended the meeting. The Chairman informed the members that Mr. Phiroz Vandrevalla and Mr. Rajat Khare could not attend the meeting due to their preoccupations. The Chairman declared that the requisite quorum was present and proceeded with the business of the meeting.

Mr. Dinesh Thairani, Group President Legal & Company Secretary read the relevant portions of the Auditors Report. The Chairman informed that as per the provisions of the Companies Act, 2013 and also in terms of the SEBI (Listing Obligations and Disclosure Requirements) Regulation, 2015, the Company had provided the facility of remote e-voting to its members to enable them to cast their vote electronically on all the resolutions proposed in the Notice of the AGM. The e-voting was open from: 9.00 a.m. on August 07, 2016 (Sunday) to 5.00 p.m. on August 09, 2016 (Tuesday) and shareholders/beneficiary owners holding shares either in physical or in dematerialized mode, as on the Cut-off date i.e. August 03, 2016 (Wednesday) were allowed to vote through remote e-voting and at the AGM by means of poll.

In line with the provisions of the Companies Act, 2013 and Rule 20 & 21 of the Companies (Management and Administration) Rules, 2014, as amended up to date, members who were present at the AGM and had not cast their vote electronically were provided an opportunity to cast their vote by means of poll on all items forming part of the Notice of the AGM at the end of the meeting.

Clarifications were provided to the queries raised by the members.

The Board of Directors had appointed Mr. Ashok Kumar Verma as the Scrutinizer for e-voting and poll. The Chairman authorized Mr. Dinesh Thairani, Group President Legal & Company Secretary to declare the results of voting.



Registered Office

Punj Lloyd House, 17-18 Nehru Place, New Delhi 110 019, India

CIN: L74899DL1988PLC033314

The Consolidated Results as per the Scrutinizer's Report dated August 11, 2016 is as follows :-

Particulars	% Votes in favour	% Votes Against
Resolution 1 : To receive, consider and adopt: (a) the audited Financial Statements of the Company for the year ended March 31, 2016 including the audited Balance Sheet as at March 31, 2016 and the Statement of Profit and Loss and Cash Flow Statement for the year ended March 31, 2016 and the Reports of the Auditors and Board of Directors in respect thereof; and (b) the audited Consolidated Financial Statements of the Company for the year ended March 31, 2016 and the Report of the Auditors in respect thereof.. (Ordinary Resolution)	100.00	0.00
Resolution 2 : To appoint a Director in place of Mr. Atul Punj (holding DIN 00005612), who retires by rotation and being eligible, offers himself for re-appointment. (Ordinary Resolution)	100.00	0.00
Resolution 3: To appoint M/s. BGJC & Associates, Chartered Accountants New Delhi (Registration No. 003304N), as Statutory Auditors of the Company from the conclusion of the ensuing Annual General Meeting until the conclusion of the sixth consecutive Annual General Meeting of the Company (subject to ratification of their appointment at each Annual General Meeting) and authorise the Board of Directors of the Company to fix their remuneration. (Ordinary Resolution)	100.00	0.00
Resolution 4: To appoint Mr. Uday Walia (holding DIN 02393545) as Independent Director of the Company for a period of 5 years w.e.f September 25, 2015. (Ordinary Resolution)	100.00	0.00
Resolution 5: To appoint Mr. Rajat Khare (holding DIN 00452419) as Independent Director of the Company for a period of 5 years w.e.f May 20, 2016. (Ordinary Resolution)	100.00	0.00
Resolution 6: To appoint Mr. Shravan Sampath (holding DIN 02590066) as Independent Director of the Company for a period of 5 years w.e.f May 27, 2016. (Ordinary Resolution)	100.00	0.00
Resolution 7: To appoint Mr. Shiv Punj (holding DIN 03227629) as Director of the Company liable to retire by rotation. (Ordinary Resolution)	100.00	0.00



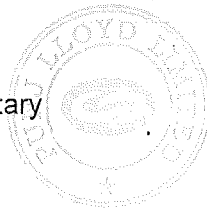
Resolution 8: To approve appointment of Mr. Shiv Punj as Whole Time Director of the Company for a period of Five years w.e.f March, 25, 2016 and payment of remuneration to him. (Special Resolution)	99.99	0.01
Resolution 9: To amend the Articles of Association of the Company by replacing the existing Article 107(c) & Article 131 with new Article 107(c) & Article 131. (Special Resolution)	98.78	1.22
Resolution 10: To authorise the Board of Directors of the Company to appoint Branch Auditors. (Ordinary Resolution)	100.00	0.00
Resolution 11: To ratify the payment of remuneration to M/s. Bhavna Jaiswal & Associates (membership No. 25970), Cost Accountants, Delhi, as the Cost Auditors of the Company for the Financial Year 2015-16. (Ordinary Resolution)	100.00	0.00
Resolution 12: To approve reclassification of Mr. Uday Punj, his spouse, Children, HUF & Bodies Corporate in which Mr. Uday Punj, his spouse & Children hold more than 10% of the equity share capital, as public shareholders. (Ordinary Resolution)	100.00	0.00

Based on the Scrutinizer's Report, all the resolutions as set out in the Notice of the AGM have been duly approved by the members with requisite majority.

For Punj Lloyd Limited



Dinesh Thairani
Group President – Legal & Company Secretary



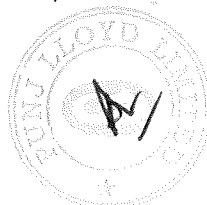
Date: August 11, 2016

Format for Voting Results
VOTING RESULTS OF 28TH ANNUAL GENERAL MEETING OF PUNJ LLOYD LIMITED

Date of the AGM/EGM		August 10, 2016						
Total number of shareholders on record date (ie. August 03, 2016)		346104						
No. of shareholders present in the meeting either in person or through proxy:								
Promoters and Promoter Group:		7						
Public:		1964						
No. of Shareholders attended the meeting through Video Conferencing		NO VIDEO CONFERENCE						
Promoters and Promoter Group:		NIL						
Public:		NIL						
Agenda-wise disclosure (to be disclosed separately for each agenda item)								
The mode of voting for all the items/resolutions were:								
1. E-voting conducted between August 07, 2016 (9.00 A.M.) to August 09, 2016 (5.00 P.M.) and								
2. Poll conducted at the 28th Annual General Meeting (AGM)								
Given below is the combined result of e-voting and poll in respect of all the items/resolutions proposed in the Notice of the AGM:								
Resolution No. 1 : To receive, consider and adopt:								
(a) the audited Financial Statements of the Company for the year ended March 31, 2016 including the audited Balance Sheet as at March 31, 2016 and the Statement of Profit and Loss and Cash Flow Statement for the year ended March 31, 2016 and the Reports of the Auditors and Board of Directors in respect thereof; and								
(b) the audited Consolidated Financial Statements of the Company for the year ended March 31, 2016 and the Report of the Auditors in respect thereof.								
Resolution required: (Ordinary/ Special)		Ordinary						
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	121623490	120157206	98.79	120157206	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total	121623490	120157206	98.79	120157206	0	100.00	0.00
Public-Institutions	E-Voting	33079782	9717097	29.37	9717097	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total	33079782	9717097	29.37	9717097	0	100.00	0.00
Public-Non Institutions	E-Voting	177392473	60685	0.03	60285	400	99.34	0.01
	Poll		3611	0.00	3611	0	100.00	0.00
	Postal Ballot (if applicable)		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total	177392473	64296	0.03	63896	400	99.38	0.62
Total	332095745	129938599	39.13	129938199	400	100.00	0.00	

Resolution No. 2 : To appoint a Director in place of Mr. Atul Punj (holding DIN 00005612), who retires by rotation and being eligible, offers himself for re-appointment.

Resolution required: (Ordinary/ Special)		Ordinary						
Whether promoter/ promoter group are interested in the agenda/resolution?		It is not a related party transaction under Section 188 of the Companies Act, 2013 or Regulation 23 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015						
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	121623490	120157206	98.79	120157206	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total	121623490	120157206	98.79	120157206	0	100.00	0.00
Public-Institutions	E-Voting	33079782	9717097	29.37	9717097	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total	33079782	9717097	29.37	9717097	0	100.00	0.00
Public-Non Institutions	E-Voting	177392473	60785	0.03	57751	3034	95.01	0.05
	Poll		3611	0.00	3611	0	100.00	0.00
	Postal Ballot (if applicable)		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total	177392473	64396	0.03	61362	3034	95.29	4.71
Total	332095745	129938609	39.13	129935665	3034	100.00	0.00	



Resolution No. 3 : To appoint M/s. BGJC & Associates, Chartered Accountants, New Delhi (Registration No. 003304N), as Statutory Auditors of the Company from the conclusion of the ensuing Annual General Meeting until the conclusion of the sixth consecutive Annual General Meeting of the Company (subject to ratification of their appointment at each Annual General Meeting) and authorise the Board of Directors of the Company to fix their remuneration.

Resolution required: (Ordinary/ Special)		Ordinary						
Whether promoter/ promoter group are interested in		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	121623490	120157206	98.79	120157206	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total	121623490	120157206	98.79	120157206	0	100.00	0.00
Public-Institutions	E-Voting	33079782	9717097	29.37	9717097	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total	33079782	9717097	29.37	9717097	0	100.00	0.00
Public-Non Institutions	E-Voting	177392473	60785	0.03	60151	634	98.96	0.01
	Poll		3611	0.00	3611	0	100.00	0.00
	Postal Ballot (if applicable)		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total	177392473	64396	0.03	63762	634	99.02	0.98
Total		332095745	129938699	39.13	129938065	634	100.00	0.00

Resolution No. 4 : To appoint Mr. Uday Walla (holding DIN 02393545) as Independent Director of the Company for a period of 5 years w.e.f September 25, 2016.

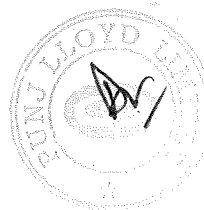
Resolution required: (Ordinary/ Special)		Ordinary						
Whether promoter/ promoter group are interested in		No						
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes – in favour (4)	No. of Votes – against (5)	% 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	121623490	120157206	98.79	120157206	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total	121623490	120157206	98.79	120157206	0	100.00	0.00
Public-Institutions	E-Voting	33079782	9717097	29.37	9717097	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total	33079782	9717097	29.37	9717097	0	100.00	0.00
Public-Non Institutions	E-Voting	177392473	60785	0.03	58431	2354	96.13	0.04
	Poll		3611	0.00	3611	0	100.00	0.00
	Postal Ballot (if applicable)		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total	177392473	64396	0.03	62042	2354	96.34	3.66
Total		332095745	129938699	39.13	129936345	2354	100.00	0.00

Resolution No. 5 : To appoint Mr. Rajat Khare (holding DIN.00452419) as Independent Director of the Company for a period of 5 years w.e.f May 20, 2016.

Resolution required: (Ordinary/ Special)		Ordinary						
Whether promoter/ promoter group are interested in		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	121623490	120157206	98.79	120157206	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total	121623490	120157206	98.79	120157206	0	100.00	0.00
Public-Institutions	E-Voting	33079782	9717097	29.37	9717097	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total	33079782	9717097	29.37	9717097	0	100.00	0.00
Public-Non Institutions	E-Voting	177392473	60785	0.03	58751	2034	96.65	0.03
	Poll		3611	0.00	3611	0	100.00	0.00
	Postal Ballot (if applicable)		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total	177392473	64396	0.03	62362	2034	96.84	3.16
Total		332095745	129938699	39.13	129936665	2034	100.00	0.00

Resolution No. 6 : To appoint Mr. Shrvan Sampath (holding DIN 02590066) as Independent Director of the Company for a period of 5 years w.e.f May 27, 2016.

Resolution required: (Ordinary/ Special)		Ordinary						
Whether promoter/ promoter group are interested in		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	121623490	120157206	98.79	120157206	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total	121623490	120157206	98.79	120157206	0	100.00	0.00
Public-Institutions	E-Voting	33079782	9717097	29.37	9717097	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total	33079782	9717097	29.37	9717097	0	100.00	0.00
Public-Non Institutions	E-Voting	177392473	60785	0.03	58851	1934	96.82	0.03
	Poll		3611	0.00	3611	0	100.00	0.00
	Postal Ballot (if applicable)		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total	177392473	64396	0.03	62462	1934	97.00	3.00
Total		332095745	129938699	39.13	129936765	1934	100.00	0.00

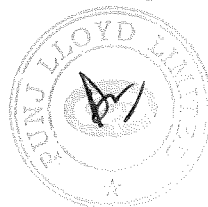


Resolution No. 7 : To appoint Mr. Shiv Punj (holding DIN 03227629) as Director of the Company liable to retire by rotation.								
Resolution required: (Ordinary/ Special)			Ordinary					
Whether promoter/ promoter group are interested in the agenda/resolution?			It is not a related party transaction under Section 188 of the Companies Act, 2013 or Regulation 23 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015					
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	121623490	120157206	98.79	120157206	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total	121623490	120157206	98.79	120157206	0	100.00	0.00
Public-Institutions	E-Voting	33079782	9717097	29.37	9717097	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total	33079782	9717097	29.37	9717097	0	100.00	0.00
Public-Non Institutions	E-Voting	177392473	60785	0.03	57751	3034	95.01	0.05
	Poll		3611	0.00	3611	0	100.00	0.00
	Postal Ballot (if applicable)		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total	177392473	64396	0.03	61362	3034	95.29	4.71
Total		332095745	129938699	39.13	129935665	3034	100.00	0.00

Resolution No. 8 : To approve appointment of Mr. Shiv Punj as Whole Time Director of the Company for a period of Five years w.e.f March, 25, 2016 and payment of remuneration to him.								
Resolution required: (Ordinary/ Special)			Special					
Whether promoter/ promoter group are interested in the agenda/resolution?			It is not a related party transaction under Section 188 of the Companies Act, 2013 or Regulation 23 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015					
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	121623490	120157206	98.79	120157206	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total	121623490	120157206	98.79	120157206	0	100.00	0.00
Public-Institutions	E-Voting	33079782	9717097	29.37	9717097	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total	33079782	9717097	29.37	9717097	0	100.00	0.00
Public-Non Institutions	E-Voting	177392473	60785	0.03	51841	8944	85.29	0.15
	Poll		3611	0.00	3611	0	100.00	0.00
	Postal Ballot (if applicable)		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total	177392473	64396	0.03	55452	8944	86.11	13.89
Total		332095745	129938699	39.13	129929755	8944	99.99	0.01

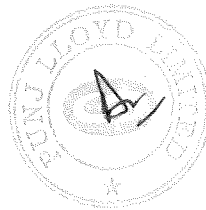
Resolution No. 9 : To amend the Articles of Association of the Company by replacing the existing Article 107(c) & Article 131 with new Article 107(c) & Article 131.								
Resolution required: (Ordinary/ Special)			Special					
Whether promoter/ promoter group are interested in the agenda/resolution?			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	121623490	120157206	98.79	120157206	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total	121623490	120157206	98.79	120157206	0	100.00	0.00
Public-Institutions	E-Voting	33079782	9717097	29.37	8141794	1575303	83.79	0.16
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total	33079782	9717097	29.37	8141794	1575303	83.79	16.21
Public-Non Institutions	E-Voting	177392473	60785	0.03	54475	6310	89.62	0.10
	Poll		3611	0.00	3611	0	100.00	0.00
	Postal Ballot (if applicable)		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total	177392473	64396	0.03	58086	6310	90.20	9.80
Total		332095745	129938699	39.13	128357086	1581613	98.78	1.22

Resolution No. 10 : To authorise the Board of Directors of the Company to appoint Branch Auditors.								
Resolution required: (Ordinary/ Special)			Ordinary					
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	121623490	120157206	98.79	120157206	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total	121623490	120157206	98.79	120157206	0	100.00	0.00
Public-Institutions	E-Voting	33079782	9717097	29.37	9717097	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total	33079782	9717097	29.37	9717097	0	100.00	0.00
Public-Non Institutions	E-Voting	177392473	60785	0.03	59405	1380	97.73	0.02
	Poll		3611	0.00	3611	0	100.00	0.00
	Postal Ballot (if applicable)		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Total	177392473	64396	0.03	63016	1380	97.86	2.14
Total		332095745	129938699	39.13	129937319	1380	100.00	0.00



Resolution No. 11 : To ratify the payment of remuneration to M/s. Bhavna Jaiswal & Associates (membership No. 25970), Cost Accountants, Delhi, as the Cost Auditors of the Company for the Financial Year 2015-16.							
Resolution required: (Ordinary/ Special)							Ordinary
Whether promoter/ promoter group are interested in							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
Promoter and Promoter Group	E-Voting	121623490	120157206	98.79	120157206	0	100.00
	Poll		0	0.00	0	0	0.00
	Postal Ballot (if applicable)		N.A.	N.A.	N.A.	N.A.	N.A.
	Total	121623490	120157206	98.79	120157206	0	100.00
Public-Institutions	E-Voting	33079782	9717097	29.37	9717097	0	100.00
	Poll		0	0.00	0	0	0.00
	Postal Ballot (if applicable)		N.A.	N.A.	N.A.	N.A.	N.A.
	Total	33079782	9717097	29.37	9717097	0	100.00
Public-Non Institutions	E-Voting	177392473	60785	0.03	54895	5890	90.31
	Poll		3611	0.00	3611	0	100.00
	Postal Ballot (if applicable)		N.A.	N.A.	N.A.	N.A.	N.A.
	Total	177392473	64396	0.03	58506	5890	90.85
Total		332095745	129938699	39.13	129932809	5890	100.00

Resolution No. 12 : To approve reclassification of Mr. Uday Punj, his spouse , Children, HUF & Bodies Corporate in which Mr. Uday Punj, his spouse & Children hold more than 10% of the equity share capital, as public shareholders.							
Resolution required: (Ordinary/ Special)							Ordinary
Whether promoter/ promoter group are interested in the agenda/resolution?							It is not a related party transaction under Section 188 of the Companies Act, 2013 or Regulation 23 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015
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
Promoter and Promoter Group	E-Voting	121623490	120157206	98.79	120157206	0	100.00
	Poll		0	0.00	0	0	0.00
	Postal Ballot (if applicable)		N.A.	N.A.	N.A.	N.A.	N.A.
	Total	121623490	120157206	98.79	120157206	0	100.00
Public-Institutions	E-Voting	33079782	9717097	29.37	9717097	0	100.00
	Poll		0	0.00	0	0	0.00
	Postal Ballot (if applicable)		N.A.	N.A.	N.A.	N.A.	N.A.
	Total	33079782	9717097	29.37	9717097	0	100.00
Public-Non Institutions	E-Voting	177392473	60735	0.03	57690	3045	94.99
	Poll		3611	0.00	3611	0	100.00
	Postal Ballot (if applicable)		N.A.	N.A.	N.A.	N.A.	N.A.
	Total	177392473	64346	0.03	61301	3045	95.27
Total		332095745	129938649	39.13	129935604	3045	100.00





KUMAR VERMA & ASSOCIATES

Chartered Accountants

807, New Delhi House, Barakhamba Road

Connaught Place, New Delhi-110001

Tel/Fax : 23318038-39, 23753793-94

e-mail : info@kvaca.com

Consolidated Report of Scrutinizer(s) on voting through Ballot paper and through remote e-voting

To,

The Chairman

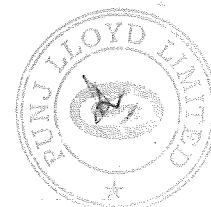
28th Annual General Meeting of the Equity Shareholders

Of Punj Lloyd Limited held on 10th Day of August, 2016 at 10.30 A.M.

At Air Force Auditorium, Subroto Park, New Delhi - 110010.

Dear Sir,

1. I, Ashok Kumar Verma, Partner of Kumar Verma & Associates, a Chartered Accountant Firm having its registered office at 807, New Delhi House, Barakhamba Road, Connaught Place, New Delhi-110001, have been appointed by the Board of Directors of Punj Lloyd Limited ("the company") as Scrutinizer for the purpose of scrutinizing the:-
 - i) remote e-voting process under the provisions of Section 108 of the Companies Act, 2013 ("the Act") read with Rule 20 of the Companies (Management & Administration) Rules, 2014 as amended ("Rules") and
 - ii) process of voting by poll under the provisions of Section 109 of the Act read with Rule 21 of Rules, on the proposed resolutions contained in the notice of the 28th Annual General Meeting of the Equity Shareholders of Punj Lloyd Limited held on 10th August, 2016 at 10.30 A.M. at Air Force Auditorium, Subroto Park, New Delhi - 110010 (AGM).
2. The management of the Company is responsible to ensure the compliance with the requirements of the Act and Rules relating to remote e-voting and for poll at the AGM on the resolutions contained in the Notice of the AGM of the members of the Company. My responsibility as a scrutinizer for the remote e-voting process and poll is restricted to make a Scrutinizer's Report of the votes cast "in favour" or "against" the resolutions stated in the AGM Notice. In case of remote e-voting, our report is based on the reports generated from the e-voting platform provided by Karvy Computershare Pvt. Ltd. (Karvy), the authorized agency engaged by the company to provide remote e-voting facilities and in case of poll at AGM, our report is based on counting of votes cast by the members through ballot paper.
3. The remote e-voting period remained opened from 7th August, 2016 (9.00 A.M.) to 9th August, 2016 (5.00 P.M.) (both days inclusive) and was disabled thereafter.
4. The members holding shares as on the "cut off" date i.e. 3rd August, 2016 were entitled to vote on the proposed resolutions by remote e-voting or voting through ballot paper at the AGM.
5. The member's details, such as their names, folios/DP ID CLIENT ID, number of shares held, who have cast votes through remote e-voting, were downloaded from the e-voting website of Karvy (<https://evoting.karvy.com>), in order to ensure that such members did not vote again through ballot paper at the AGM.
6. After the time fixed for the poll by the Chairman, 1 (One) ballot box kept for polling was locked in my presence with due identification marks placed by me.
7. After Completion of the casting of votes by the members / proxies present at the AGM, the locked ballot box was subsequently opened by me in the presence of two witnesses not in the employment of the Company viz. Mr. Sumit Aggarwal & Mr. Shankar Kumar Jha and poll papers were diligently scrutinized. The poll papers were reconciled with the records maintained by M/s. Karvy Computershare Private Limited, the Registrar & Share Transfer Agent of the Company ("the RTA") and the authorizations / proxies lodged with the Company.
8. Two (2) poll papers which were Blank and / or which were otherwise found defective have been treated as invalid and kept separately, four (4) poll papers were found to be incomplete / illegible & whose details were not found in members register as on cut off date (i.e. 3rd August, 2016) and was straight away rejected and not taken into any consideration. One (1) poll paper related to member who has already exercised e-voting and his subsequent voting by poll paper is treated as invalid.





- 9 After counting the votes cast by the members and proxy holders present at the AGM through Ballot paper, the votes cast through remote e-voting were unblocked on 10th August, 2016 at around 12.42 P.M. in the presence of two witnesses, Mr. Sumit Aggarwal & Mr. Shankar Kumar Jha who are not in the employment of the company. They have signed below in confirmation of the votes being unblocked in their presence.

(i) *Sumit Aggarwal*
(SUMIT AGGARWAL)
S/O HARISH CHANDRA AGARWAL
H/O E-2/H, MODEL TOWN-2
DELHI-110009

(ii) *Shankar & Co.*
(SHANKAR KUMAR JHA)
S/O SHYAMA NAND JHA
R/O HN-1042, G BLOCK, AYAZ NAGAR,
N.D-110047

- 10 The Consolidated Report of Scrutinizer(s) on the result of voting through Ballot paper and through remote e-voting is as under :-

i) **Consolidated Results of E-Voting & Poll at the AGM on Item No. 1 - Ordinary Resolution**

To receive, consider and adopt:

- (a) the audited Financial Statements of the Company for the year ended March 31, 2016 including the audited Balance Sheet as at March 31, 2016 and the Statement of Profit and Loss and Cash Flow Statement for the year ended March 31, 2016 and the Reports of the Auditors and Board of Directors in respect thereof; and
(b) the audited Consolidated Financial Statements of the Company for the year ended March 31, 2015 and the Report of the Auditors in respect thereof.

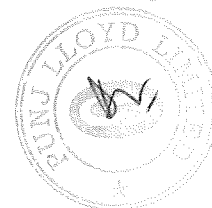
Particulars	No. of members voted#			No. of votes cast by them			
	Remote - evoting	Ballot paper at AGM	Total	Remote - evoting	Ballot paper at AGM	Total	% of total number of valid votes cast
Number	105	99	204	129935088	3719	129938807	
Less: Invalid votes	0	0	0	0		0	
Less: Abstained from Voting*	1	3	4	100	108	208	
Valid votes	104	99	203	129934988	3611	129938599	
Assent / Favour	100	99	199	129934588	3611	129938199	100.00
Dissent / Against	4	0	4	400	0	400	-
	104	99	203	129934988	3611	129938599	100.00

* Some shareholders have not exercised voting of their full shareholding.

^ Some shareholders have not exercised all the votes in the same manner (i.e. for some shares they have voted in favour, for some shares they have voted against and for rest of the shares they have abstained from voting)

Accordingly, out of 129938599 E-votes and Poll polled, 129938199 votes were cast ASSENTING to the Ordinary Resolution constituting 100 % of the votes polled; 400 votes were cast DISSENTING to the Ordinary Resolution constituting 0 % of the votes polled on the Ordinary Resolution.

Thus, the Ordinary Resolution as contained in Item No. 1 is passed with requisite majority.





i) Consolidated Results of E-Voting & Poll at the AGM on Item No. 2 - Ordinary Resolution

To appoint a Director in place of Mr. Atul Punj (holding DIN 00005612), who retires by rotation and being eligible, offers himself for re-appointment.

Particulars	No. of members voted#			No. of votes cast by them			% of total number of valid votes cast
	Remote - voting	Ballot paper at AGM	Total	Remote - voting	Ballot paper at AGM	Total	
Number	105	99	204	129935088	3719	129938807	
Less: Invalid votes	0	0	0	0	0	0	
Less: Abstained from Voting*	0	3	3	0	108	108	
Valid votes	105	99	204	129935088	3611	129938699	
Assent / Favour	97	99	196	129932654	3611	129935665	100.00
Dissent / Against	8	0	8	3034	0	3034	-
	105	99	204	129935088	3611	129938699	100.00

* Some shareholders have not exercised voting of their full shareholding.

Some shareholders have not exercised all the votes in the same manner (i.e. for some shares they have voted in favour, for some shares they have voted against and for rest of the shares they have abstained from voting)

Accordingly, out of 129938699 E-votes and Poll polled; 129935665 votes were cast ASSENTING to the Ordinary Resolution constituting 100 % of the votes polled; 3034 votes were cast DISSENTING to the Ordinary Resolution constituting 0 % of the votes polled on the Ordinary Resolution.

Thus, the Ordinary Resolution as contained in Item No. 2 is passed with requisite majority.

ii) Consolidated Results of E-Voting & Poll at the AGM on Item No. 3 - Ordinary Resolution

To appoint M/s. BGJC & Associates, Chartered Accountants New Delhi (Registration No. 003304N), as Statutory Auditors of the Company from the conclusion of the ensuing Annual General Meeting until the conclusion of the sixth consecutive Annual General Meeting of the Company (subject to ratification of their appointment at each Annual General Meeting) and authorise the Board of Directors of the Company to fix their remuneration.

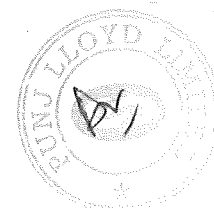
Particulars	No. of members voted#			No. of votes cast by them			% of total number of valid votes cast
	Remote - voting	Ballot paper at AGM	Total	Remote - voting	Ballot paper at AGM	Total	
Number	105	99	204	129935088	3719	129938807	
Less: Invalid votes	0	0	0	0	0	0	
Less: Abstained from Voting*	0	3	3	0	108	108	
Valid votes	105	99	204	129935088	3611	129938699	
Assent / Favour	100	99	199	129934454	3611	129938065	100.00
Dissent / Against	5	0	5	624	0	624	-
	105	99	204	129935088	3611	129938699	100.00

* Some shareholders have not exercised voting of their full shareholding.

Some shareholders have not exercised all the votes in the same manner (i.e. for some shares they have voted in favour, for some shares they have voted against and for rest of the shares they have abstained from voting)

Accordingly, out of 129938699 E-votes and Poll polled; 129938065 votes were cast ASSENTING to the Ordinary Resolution constituting 100 % of the votes polled; 624 votes were cast DISSENTING to the Ordinary Resolution constituting 0 % of the votes polled on the Ordinary Resolution.

Thus, the Ordinary Resolution as contained in Item No. 3 is passed with requisite majority.





iv) **Consolidated Results of E-Voting & Poll at the AGM on Item No. 4 - Ordinary Resolution**

To appoint Mr. Uday Walia (holding DIN 02393545) as Independent Director of the Company for a period of 5 years w.e.f September 25, 2015.

Particulars	No. of members voted#			No. of votes cast by them			% of total number of valid votes cast
	Remote - voting	Ballot paper at AGM	Total	Remote - voting	Ballot paper at AGM	Total	
Number	105	99	204	129935088	3719	129938807	
Less: Invalid votes	0	0	0	0	0	0	
Less: Abstained from Voting*	0	3	3	0	108	108	
Valid votes	105	99	204	129935088	3611	129938699	
Assent / Favour	96	99	195	129932734	3611	129936345	100.00
Dissent / Against	9	0	9	2354	0	2354	-
	105	99	204	129935088	3611	129938699	100.00

* Some shareholders have not exercised voting of their full shareholding.

Some shareholders have not exercised all the votes in the same manner (i.e. for some shares they have voted in favour, for some shares they have voted against and for rest of the shares they have abstained from voting)

Accordingly, out of 129938699 E-votes and Poll polled; 129936345 votes were cast ASSENTING to the Ordinary Resolution constituting 100 % of the votes polled; 2354 votes were cast DISSENTING to the Ordinary Resolution constituting 0 % of the votes polled on the Ordinary Resolution.

Thus, the Ordinary Resolution as contained in Item No. 4 is passed with requisite majority.

v) **Consolidated Results of E-Voting & Poll at the AGM on Item No. 5 - Ordinary Resolution**

To appoint Mr. Rajat Khare (holding DIN 00452419) as Independent Director of the Company for a period of 5 years w.e.f May 20, 2016.

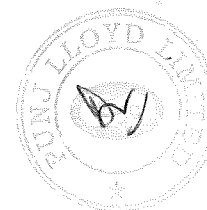
Particulars	No. of members voted#			No. of votes cast by them			% of total number of valid votes cast
	Remote - voting	Ballot paper at AGM	Total	Remote - voting	Ballot paper at AGM	Total	
Number	105	99	204	129935088	3719	129938807	
Less: Invalid votes	0	0	0	0	0	0	
Less: Abstained from Voting*	0	3	3	0	108	108	
Valid votes	105	99	204	129935088	3611	129938699	
Assent / Favour	97	99	196	129933054	3611	129936665	100.00
Dissent / Against	8	0	8	2034	0	2034	-
	105	99	204	129935088	3611	129938699	100.00

* Some shareholders have not exercised voting of their full shareholding.

Some shareholders have not exercised all the votes in the same manner (i.e. for some shares they have voted in favour, for some shares they have voted against and for rest of the shares they have abstained from voting)

Accordingly, out of 129938699 E-votes and Poll polled; 129936665 votes were cast ASSENTING to the Ordinary Resolution constituting 100 % of the votes polled; 2034 votes were cast DISSENTING to the Ordinary Resolution constituting 0 % of the votes polled on the Ordinary Resolution.

Thus, the Ordinary Resolution as contained in Item No. 5 is passed with requisite majority.





vi) Consolidated Results of E-Voting & Poll at the AGM on Item No. 6 - Ordinary Resolution

To appoint Mr. Shrawan Sampath (holding DIN 02590066) as Independent Director of the Company for a period of 5 years w.e.f May 27, 2016.

Particulars	No. of members voted#			No. of votes cast by them			% of total number of valid votes cast
	Remote - voting	Ballot paper at AGM	Total	Remote - voting	Ballot paper at AGM	Total	
Number	105	99	204	129935088	3719	129938807	
Less: Invalid votes	0	0	0	0	0	0	
Less: Abstained from Voting*	0	3	3	0	108	108	
Valid votes	105	99	204	129935088	3611	129938699	
Assent / Favour	98	99	197	129933154	3611	129936765	100.00
Dissent / Against	7	0	7	1934	0	1934	-
	105	99	204	129935088	3611	129938699	100.00

* Some shareholders have not exercised voting of their full shareholding.

Some shareholders have not exercised all the votes in the same manner (i.e. for some shares they have voted in favour, for some shares they have voted against and for rest of the shares they have abstained from voting)

Accordingly, out of 129938699 E-votes and Poll polled; 129936765 votes were cast ASSENTING to the Ordinary Resolution constituting 100 % of the votes polled; 1934 votes were cast DISSENTING to the Ordinary Resolution constituting 0 % of the votes polled on the Ordinary Resolution.

Thus, the Ordinary Resolution as contained in Item No. 6 is passed with requisite majority.

vii) Consolidated Results of E-Voting & Poll at the AGM on Item No. 7 - Ordinary Resolution

To appoint Mr. Shiv Punj (holding DIN 03227629) as Director of the Company liable to retire by rotation.

Particulars	No. of members voted#			No. of votes cast by them			% of total number of valid votes cast
	Remote - voting	Ballot paper at AGM	Total	Remote - voting	Ballot paper at AGM	Total	
Number	105	99	204	129935088	3719	129938807	
Less: Invalid votes	0	0	0	0	0	0	
Less: Abstained from Voting*	0	3	3	0	108	108	
Valid votes	105	99	204	129935088	3611	129938699	
Assent / Favour	97	99	196	129932054	3611	129935665	100.00
Dissent / Against	8	0	8	3034	0	3034	-
	105	99	204	129935088	3611	129938699	100.00

* Some shareholders have not exercised voting of their full shareholding.

Some shareholders have not exercised all the votes in the same manner (i.e. for some shares they have voted in favour, for some shares they have voted against and for rest of the shares they have abstained from voting)

Accordingly, out of 129938699 E-votes and Poll polled; 129935665 votes were cast ASSENTING to the Ordinary Resolution constituting 100 % of the votes polled; 3034 votes were cast DISSENTING to the Ordinary Resolution constituting 0 % of the votes polled on the Ordinary Resolution.

Thus, the Ordinary Resolution as contained in Item No. 7 is passed with requisite majority.





viii) **Consolidated Results of E-Voting & Poll at the AGM on Item No. 8 - Special Resolution**

To approve appointment of Mr. Shiv Punj as Whole Time Director of the Company for a period of Five years w.e.f March, 25, 2016 and payment of remuneration to him.

Particulars	No. of members voted#			No. of votes cast by them			
	Remote - evoting	Ballot paper at AGM	Total	Remote - evoting	Ballot paper at AGM	Total	% of total number of valid votes cast
Number	105	99	204	129935088	3719	129938807	
Less: Invalid votes	0	0	0	0		0	
Less: Abstained from Voting*	0	3	3	0	108	108	
Valid votes	105	99	204	129935088	3611	129938699	
Assent / Favour	95	99	194	129926144	3611	129929755	99.99
Dissent / Against	10	0	10	8944	0	8944	0.01
	105	99	204	129935088	3611	129938699	100.00

* Some shareholders have not exercised voting of their full shareholding.

Some shareholders have not exercised all the votes in the same manner (i.e. for some shares they have voted in favour, for some shares they have voted against and for rest of the shares they have abstained from voting)

Accordingly, out of 129938699 E-votes and Poll polled; 129929755 votes were cast **ASSENTING** to the Special Resolution constituting 99.99 % of the votes polled; 8944 votes were cast **DISSENTING** to the Ordinary Resolution constituting 0.01 % of the votes polled on the Special Resolution.

Thus, the Special Resolution as contained in Item No. 8 is passed with requisite majority.

ix) **Consolidated Results of E-Voting & Poll at the AGM on Item No. 9 - Special Resolution**

To amend the Articles of Association of the Company by replacing the existing Article 107(c) & Article 131 with new Article 107(c) & Article 131.

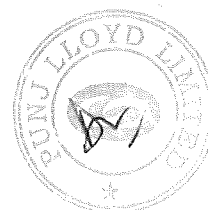
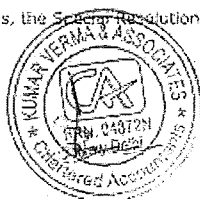
Particulars	No. of members voted#			No. of votes cast by them			
	Remote - evoting	Ballot paper at AGM	Total	Remote - evoting	Ballot paper at AGM	Total	% of total number of valid votes cast
Number	105	99	204	129935088	3719	129938807	
Less: Invalid votes	0	0	0	0		0	
Less: Abstained from Voting*	0	3	3	0	108	108	
Valid votes	105	99	204	129935088	3611	129938699	
Assent / Favour	97	99	196	128353475	3611	128357086	98.78
Dissent / Against	8	0	8	1581613	0	1581613	1.22
	105	99	204	129935088	3611	129938699	100.00

* Some shareholders have not exercised voting of their full shareholding.

Some shareholders have not exercised all the votes in the same manner (i.e. for some shares they have voted in favour, for some shares they have voted against and for rest of the shares they have abstained from voting)

Accordingly, out of 129938699 E-votes and Poll polled; 128357086 votes were cast **ASSENTING** to the Special Resolution constituting 98.78 % of the votes polled; 1581613 votes were cast **DISSENTING** to the Ordinary Resolution constituting 1.22 % of the votes polled on the Special Resolution.

Thus, the Special Resolution as contained in Item No. 9 is passed with requisite majority.



							KUMAR VERMA & ASSOCIATES
Less: Abstained from Voting*	0	3	3	0	108	108	
Valid votes	105	99	204	129935088	3611	129938699	
Assent / Favour	101	99	200	129933708	3611	129937319	100.00
Dissent / Against	4	0	4	1380	0	1380	-
	105	99	204	129935088	3611	129938699	100.00

* Some shareholders have not exercised voting of their full shareholding.

Some shareholders have not exercised all the votes in the same manner (i.e. for some shares they have voted in favour, for some shares they have voted against and for rest of the shares they have abstained from voting)

Accordingly, out of 129938699 E-votes and Poll polled; 129937319 votes were cast ASSENTING to the Ordinary Resolution constituting 100 % of the votes polled; 1380 votes were cast DISSENTING to the Ordinary Resolution constituting 0 % of the votes polled on the Ordinary Resolution.

Thus, the Ordinary Resolution as contained in Item No. 10 is passed with requisite majority.

xi) Consolidated Results of E-Voting & Poll at the AGM on Item No. 11 - Ordinary Resolution

To ratify the payment of remuneration to M/s. Bhavna Jaiswal & Associates (membership No. 25970), Cost Accountants, Delhi, as the Cost Auditors of the Company for the Financial Year 2015-16.

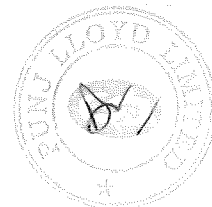
Particulars	No. of members voted#			No. of votes cast by them			
	Remote -	Ballot	Total	Remote -	Ballot	Total	% of total number
Number	105	99	204	129935088	3719	129938807	
Less: Invalid votes	0	0	0	0		0	
Less: Abstained from Voting*	0	3	3	0	108	108	
Valid votes	105	99	204	129935088	3611	129938699	
Assent / Favour	100	99	199	129929198	3611	129932809	100.00
Dissent / Against	5	0	5	5890	0	5890	-
	105	99	204	129935088	3611	129938699	100.00

* Some shareholders have not exercised voting of their full shareholding.

Some shareholders have not exercised all the votes in the same manner (i.e. for some shares they have voted in favour, for some shares they have voted against and for rest of the shares they have abstained from voting)

Accordingly, out of 129938699 E-votes and Poll polled; 129932809 votes were cast ASSENTING to the Ordinary Resolution constituting 100 % of the votes polled; 5890 votes were cast DISSENTING to the Ordinary Resolution constituting 0 % of the votes polled on the Ordinary Resolution.

Thus, the Ordinary Resolution as contained in Item No. 11 is passed with requisite majority.





(ii) **Consolidated Results of E-Voting & Poll at the AGM on Item No. 12 - Ordinary Resolution**

To approve reclassification of Mr. Uday Punj, his spouse, Children, HUF & Bodies Corporate in which Mr. Uday Punj, his spouse & Children hold more than 10% of the equity share capital, as public shareholders.

Particulars	No. of members voted [#]			No. of votes cast by them			% of total number
	Remote -	Ballot	Total	Remote -	Ballot	Total	
Number	105	99	204	129935068	3719	129938807	
Less: Invalid votes	0	0	0	0		0	
Less: Abstained from Voting*	1	3	4	50	108	158	
Valid votes	104	99	203	129935038	3611	129938649	
Assent / Favour	93	99	192	129931993	3611	129935604	100.00
Dissent / Against	11	0	11	3045	0	3045	-
	104	99	203	129935038	3611	129938649	100.00

* Some shareholders have not exercised voting of their full shareholding.

Some shareholders have not exercised all the votes in the same manner (i.e. for some shares they have voted in favour, for some shares they have voted against and for rest of the shares they have abstained from voting)


Accordingly, out of 129938649 E-votes and Poll polled; 129935604 votes were cast ASSENTING to the Ordinary Resolution constituting 100 % of the votes polled; 3045 votes were cast DISSSENTING to the Ordinary Resolution constituting 0 % of the votes polled on the Ordinary Resolution.

Thus, the Ordinary Resolution as contained in Item No. 12 is passed with requisite majority.

- 11 The register and all other papers and relevant records relating to electronic voting shall remain in our safe custody until the chairman considers, approves and signs the minutes of the aforesaid Annual General Meeting and thereafter, the same will be handed over to the Company.


Thanking you,

Yours faithfully,


Ashok Kumar Verma
Partner, Kumar Verma & Associates
(M. No. 081700 & FRN 004872N)

Place: New Delhi
Date: 11th August, 2015



For PUNJ LLOYD LIMITED

DINESH THAIRANI
Group President-Legal & Company Secretary