



RUCHI INFRASTRUCTURE LIMITED

Regd. Office : 615, Tulsiani Chambers, 212 Nariman Point, Mumbai - 400 021.
Tel. : 6656 0600 / 2282 4851 • Fax : 2202 3160
CIN : L65990MH1984PLC033878

**Declaration of results of Postal Ballot Process (including e-voting) –
Notice of Postal Ballot dated 14th August, 2014.**

The members and other stakeholders may please take note that the business as per the Notice of Postal Ballot dated 14th August, 2014 were duly transacted and approved with requisite majority by the shareholders.

The report of scrutinizer, Mr. Ajit Jain, Practicing Company Secretary, who scrutinized postal ballot process (including voting by electronic means) is also provided herewith in terms of Rule 22 (13) of the Companies (Management & Administration) Rules, 2014.

For Ruchi Infrastructure Ltd.

Dated : 30/09/2014


(Ashish Mehta)
Company Secretary

AJIT JAIN



AJIT JAIN & Co.

M. Com., L.L.B. (Hons.), FCS

COMPANY SECRETARIES

☎ : (Off. & Res.) : 0731-2497031, 4064510, 2493855

'PREM VILLA' 84, Kailash Park Colony,

Mobile : 94250-53710, E-mail : ajitjain84@gmail.com

Near Geeta Bhawan, INDORE - 452 001

RUCHI INFRASTRUCTURE LIMITED

SCRUTINIZER'S REPORT ON E-VOTING AND POSTAL

BALLOT FORM

Place: Indore

Date: 29.09.2014

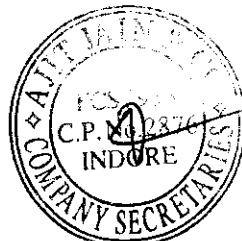
SCRUTINIZER'S REPORT

[Pursuant to Section 110 of the Companies Act, 2013 and Rule 22 of the Companies (Management and Administration) Rules, 2014]

To
The Managing Director
Ruchi Infrastructure Limited
615, Tulsinani Chambers,
Nariman Point,
Mumbai – 400 021

Dear Sir,

1. The Board of Directors of the Company at its meeting held on 14th August, 2014 has appointed me as the scrutinizer for conducting postal ballot voting process.
2. I submit my report as under:
 - 2.1 The Company has completed on 23rd August, 2014 the dispatch of postal ballot forms alongwith postage prepaid business reply envelopes and E-mailers to its members whose name(s) appeared on the Register of Members / List of Beneficiaries as on 14th August, 2014, as per the list provided by RTA to me.
 - 2.2 Particulars of all the postal ballot forms received from the Members and the votes cast by electronic mode have been entered in a register separately maintained electronically for the purpose.
 - 2.3 The postal ballot forms were kept in safe custody in sealed and tamper proof ballot box before commencing the scrutiny of such postal ballot forms.
 - 2.4 The ballot box was opened on 27th September, 2014 in my presence.
 - 2.5 All postal ballot forms were duly opened in my presence and scrutinized and the shareholding was matched / confirmed with the Register of Members of the Company/List of Beneficiaries as on 14th August, 2014.
 - 2.6 All postal ballot forms received upto 6.00 P.M. on 23rd September, 2014, the last date and time fixed by the Company for receipt of the forms, were considered for my scrutiny.
 - 2.7 The Company has not received any envelopes containing postal ballot form after 23rd September, 2014.



2.8 Envelopes containing postal ballot forms returned undelivered is NIL.

2.9 The e-voting period commenced on Tuesday, 16th September, 2014 from 10.00 a.m. IST and concluded on Thursday, 18th September, 2014 at 6.00 p.m. IST, the e-voting services were provided by Central Depository Services (India) Ltd. (CDSL).

The votes were unblocked on 19th September, 2014 around 11.00 a.m. in the presence of two witnesses Mr. Rajendra Pasari and Mr. Omprakash Agrawal who are not in the employment of the Company. The results of e-voting alongwith the List of members who voted "For" and "Against" the resolution were downloaded from the e-voting website of CDSL.

3. The detailed report on Scrutinizing the e-voting and Ballot form in enclosed herewith as under:

- (a) Annexure 1 -Consolidated Summary of e-voting and Ballot form
- (b) Annexure 2 -Summary of e-voting
- (c) Annexure 3 -Summary of Ballot form
- (d) Annexure 4 -Consolidated Members Category Wise Voting Report (Resolution wise)
- (e) Annexure 5 -Register of e-Voting (Resolution wise)
- (f) Annexure 6 -Register of Ballot form (Resolution wise)

4. I hereby handover the Postal Ballot forms and other papers/register and records for safe custody to Mr. Ashish Mehta, Company Secretary of the Company as he is authorized by the Board to supervise the postal ballot.

5. You may accordingly declare the results of the voting by postal ballot.

Thanking you,

Yours faithfully,

For Ajit Jain & Co.,
Company Secretaries

A. K. Jain

(Ajit Jain)
Proprietor.

C.P. No. 2876 FCS 3933

Place: Indore

Date: 29.09.2014

Encl: as above

We the undersigned witnessed that the votes were unblocked from the e-voting website of CDSL in our presence at 11.00 a.m. on 19th September, 2014 at the office of the scrutinizer.

1) Mr. Rajendra Pasari

Rajendra
9, Shanti Nagar
Manoramang
Indore 1

2) Mr. Omprakash Agrawal

Omprakash
101 आलोक नगर
मुसारवेडी
इन्दौर

ANNEXURE 1**CONSOLIDATED SUMMARY OF E-VOTING & BALLOT FORMS**
RUCHI INFRASTRUCTURE LIMITED

ITEM NO. AS PER POSTAL BALLOT NOTICE	PARTICULARS OF RESOLUTIONS	TOTAL NO. OF FOLIOS VOTED (1)	TOTAL NUMBER OF VOTES (2)	INVALID VOTES (3)	TOTAL VALID VOTES 4=(2-3) (4)	TOTAL ASSENT VOTES (5)	% OF ASSENT VOTES (6)	TOTAL DISSENT VOTES (7)	% OF DISSENT VOTES (8)
1	Special Resolution under Section 186 of the Companies Act, 2013 for acquisition/investment giving/providing guarantee/security.	44	158083035	0	158083035	158082780	100	255	0
2	Special Resolution under Section 180(1)(a) of the Companies Act, 2013 for creation of mortgage/charge over properties of the Company.	44	158083035	0	158083035	158082780	100	255	0



ANNEXURE 2

**SUMMARY OF E-VOTING
RUCHI INFRASTRUCTURE LIMITED**

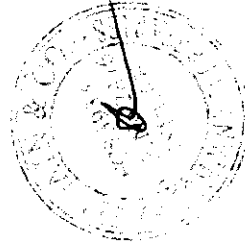
ITEM NO. AS PER POSTAL BALLOT NOTICE	PARTICULARS OF RESOLUTIONS	TOTAL NO. OF FOLIOS VOTED (1)	TOTAL NUMBER OF VOTES (2)	INVALID VOTES (3)	TOTAL VALID VOTES 4=(2-3)	TOTAL ASSENT VOTES (5)	% OF ASSENT VOTES (6)	TOTAL DISSENT VOTES (7)	% OF DISSENT VOTES (8)
1	Special Resolution under Section 186 of the Companies Act, 2013 for acquisition/investment giving/providing guarantee/security.	12	12402887	0	12402887	12402632	100	255	0
2	Special Resolution under Section 180(1)(a) of the Companies Act, 2013 for creation of mortgage/charge over properties of the Company.	12	12402887	0	12402887	12402632	100	255	0



ANNEXURE 3

SUMMARY OF BALLOT FORM VOTING
RUCHI INFRASTRUCTURE LIMITED

ITEM NO. AS PER POSTAL BALLOT NOTICE	PARTICULARS OF RESOLUTIONS	TOTAL NO. OF BALLOT FORM RECEIVED (1)	TOTAL NUMBER OF VOTES (2)	INVALID VOTES (3)	TOTAL VALID VOTES 4=(2-3) (4)	TOTAL ASSENT VOTES (5)	% OF ASSENT VOTES (6)	TOTAL DISSENT VOTES (7)	% OF DISSENT VOTES (8)
1	Special Resolution under Section 186 of the Companies Act, 2013 for acquisition/investment giving/providing guarantee/security.	32	145680148	0	145680148	145680148	100	0	0
2	Special Resolution under Section 180(1)(a) of the Companies Act, 2013 for creation of mortgage/charge over properties of the Company.	32	145680148	0	145680148	145680148	100	0	0



ANNEXURE 4**CONSOLIDATED MEMBERS CATEGORY WISE VOTING REPORT**

Ruchi Infrastructure Limited

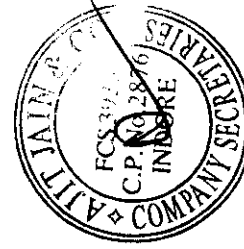
Resolution No 1									
Special Resolution under Section 186 of the Companies Act, 2013, for acquisition/investment giving/providing guarantee/security									
Promoter /Public	No of Shares held (1)	No of Votes Polled (2)	% of Votes polled on Outstanding shares (3)=[(2)/(1)]*100	No of Votes Polled Invalid (4)	No of Votes Polled valid (5) = [(2)-(4)]	No of Votes - in Favour (6)	No of Votes Against (7)	% of Votes in favour on Votes polled (8)=[(6)/(5)]*100	% of Votes Against on Votes polled (9)=[(7)/(5)]*100
Promoter and Promoter Group	111776965	109376965	97.85	0	109376965	109376965	0	100	0
Public - Institutional Holders	29478885	0	0	0	0	0	0	0	0
Public- Others	63984092	48706070	76.12	0	48706070	48705815	255	100	0
Total	205239942	158083035	77.02	0	158083035	158082780	255	100	0



ANNEXURE 4**CONSOLIDATED MEMBERS CATEGORY WISE VOTING REPORT**

Ruchi Infrastructure Limited

Resolution No 2									
Special Resolution under Section 186 (1) (a) of the Companies Act, 2013, for creation of mortgage/charge over properties of the Company									
Promoter /Public	No of Shares held (1)	No of Votes Polled (2)	% of Votes polled on Outstandi ng shares (3)=[(2)/ (1)]*100	No of Votes Polled Invalid (4)	No of Votes Polled valid (5) = [(2)- (4)]	No of Votes - in Favour (6)	No of Votes Against (7)	% of Votes in favour on Votes polled (8)=[(6)/ (5)]*100	% of Votes Against on Votes polled (9)=[(7)/ (5)]*100
Promoter and Promoter Group	111776965	109376965	97.85	0	109376965	109376965	0	100	0
Public - Institutional Holders	29478885	0	0	0	0	0	0	0	0
Public- Others	63984092	48706070	76.12	0	48706070	48705815	255	100	0
Total	205239942	158083035	77.02	0	158083035	158082780	255	100	0



ANNEXURE 5

Register of Evoting (Postal Ballot)
Ruchi Infrastructure Limited

Special Resolution No. 1						
Special Resolution under Section 186 of the Companies Act, 2013, for acquisition/investment giving/providing guarantee/security						
Sr. No.	Memberid	Member Name	No. of Shares	No. of Votes for Yes	No. of Votes for No	No. of Votes for Abstain
1	IN30002010130023	MAHESH BHAGWAN MAKHIJA	10	10	0	0
2	IN30018311232207	DINESH KHANDELWAL	100	100	0	0
3	IN30045011102274	NEHA SHAHRA	400000	400000	0	0
4	IN30048413755993	VIJAY KUMAR JAIN	500	500	0	0
5	IN30260310017546	SHOBHA SURESH SHENOY	22	22	0	0
6	IN30302853777596	RAJIB MOHANTY	200	0	200	0
7	10	BHAVNA SHAHRA	2400000	2400000	0	0
8	18	ADITI SHAHRA	2400000	2400000	0	0
9	19	RUCHI SHAHRA	2400000	2400000	0	0
10	20	MANISH SHAHRA	4802000	4802000	0	0
11	1201130000138440	BHUPENDRA CHAMPAKLAL GANDHI	50	0	50	0
12	1201130000138450	RAKESH CHAMPAKLAL GANDHI	5	0	5	0
		Total	12402887	12402632	255	0

Register of Evoting (Postal Ballot)
Ruchi Infrastructure Limited

Special Resolution No. 2						
Special Resolution under Section 186 (1) (a) of the Companies Act, 2013, for creation of mortgage/charge over properties of the Company						
Sr. No.	Memberid	Member Name	No. of Shares	No. of Votes for Yes	No. of Votes for No	No. of Votes for Abstain
1	IN30002010130023	MAHESH BHAGWAN MAKHIJA	10	10	0	0
2	IN30018311232207	DINESH KHANDELWAL	100	100	0	0
3	IN30045011102274	NEHA SHAHRA	400000	400000	0	0
4	IN30048413755993	VIJAY KUMAR JAIN	500	500	0	0
5	IN30260310017546	SHOBHA SURESH SHENOY	22	22	0	0
6	IN30302853777596	RAJIB MOHANTY	200	0	200	0
7	10	BHAVNA SHAHRA	2400000	2400000	0	0
8	18	ADITI SHAHRA	2400000	2400000	0	0
9	19	RUCHI SHAHRA	2400000	2400000	0	0
10	20	MANISH SHAHRA	4802000	4802000	0	0
11	1201130000138440	BHUPENDRA CHAMPAKLAL GANDHI	50	0	50	0
12	1201130000138450	RAKESH CHAMPAKLAL GANDHI	5	0	5	0
		Total	12402887	12402632	255	0



ANNEXURE 6

Register of Postal Ballot Form
Ruchi Infrastructure Limited

Special Resolution No. 1

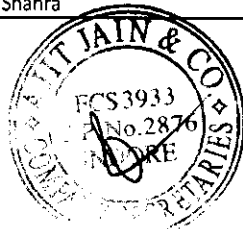
Special Resolution under Section 186 of the Companies Act, 2013, for acquisition/investment giving/providing guarantee/security

Sr No	Postal Ballot Form No.	Folio No/ DP ID No	Name of Equity Shareholder	No of Shares	For	Against	Invalid
Promoters (A)							
1	2432	0000015	Santosh Shahra	7200000	7200000	0	0
2	2431	0000014	Vishesh Shahra	4800000	4800000	0	0
3	1445	0000003	Mahakosh Holdings Pvt. Ltd.	12900000	12900000	0	0
4	3168	IN30048410631012	Mahakosh Holdings Pvt. Ltd.	2157840	2157840	0	0
5	3164	IN30048410962568	Sarvesh Shahra	5971	5971	0	0
6	3163	IN30048410962540	Dinesh Shahra	10000	10000	0	0
7	3165	IN30048413299844	Dineshchandra Shahra	3505610	3505610	0	0
8	3174	0106081201060800116441	Sureshchandra Shahra HUF	1200000	1200000	0	0
9	2436	0000025	Mrudula Shahra	1193000	1193000	0	0
10	2437	0000142	Mridula Shahra	4300	4300	0	0
11	1444	0000002	Sarthak Industries Ltd.	1950700	1950700	0	0
12	1447	0000008	Shahra Bros. P. Ltd.	1470000	1470000	0	0
13	1286	0000005	Viksit Engineering Ltd.	2400000	2400000	0	0
14	2295	1201060800072293	Mahakosh Papers Pvt. Ltd.	6000000	6000000	0	0
15	3167	0247001202470000336662	Soyumm Marketing Private Limited	4453305	4453305	0	0
16	2430	0000012	Ushadevi Shahra	1200000	1200000	0	0
17	3171	IN30133021343305	Savitri Devi Shahra	1200000	1200000	0	0
18	3170	IN30133021343292	Neeta Shahra	4800000	4800000	0	0
19	3169	IN30133021343284	Umesh Shahra	4800000	4800000	0	0
20	3173	IN30133021343688	Kailash Chandra Shahra	7200000	7200000	0	0
21	2256	IN30045011073617	Ruchi Soya Industries Limited	27324239	27324239	0	0
22	1446	0000007	Nutrela Marketing Pvt. Ltd.	1200000	1200000	0	0
23	3182	IN30048410831403	Bunkim Finance and Investments Pvt. Ltd.	20986321	20986321	0	0
24	3181	0000121	Bunkim Finance and Investments Pvt. Ltd.	8000000	8000000	0	0
25	3177	0000054	Sarthak Global Ltd.	1680000	1680000	0	0
26	3186	0000004	Keval India Ltd.	2400000	2400000	0	0
27	3176	0000006	Spider Impex (P) Ltd.	228000	228000	0	0
28	3179	1203330000291791	Spider Impex (P) Ltd.	300000	300000	0	0
29	3180	1204060000018884	Spider Impex (P) Ltd.	76000	76000	0	0
30	3184	1201060800027366	Anand Mangal Investment & Finance Pvt.Ltd.	5483254	5483254	0	0
31	3187	IN30133021348325	Iron Global Ltd.	10000	10000	0	0
32	3178	IN30048410828763	Jayati Finance and Investments Pvt. Ltd.	9541608	9541608	0	0
Total				145680148	145680148	0	0

Special Resolution No. 2

Special Resolution under Section 186 (1) (a) of the Companies Act, 2013, for creation of mortgage/charge over properties of the Company

Sr No	Postal Ballot Form No.	Folio No/ DP ID No	Name of Equity Shareholder	No of Shares	For	Against	Invalid
Promoters (A)							
1	2432	0000015	Santosh Shahra	7200000	7200000	0	0
2	2431	0000014	Vishesh Shahra	4800000	4800000	0	0
3	1445	0000003	Mahakosh Holdings Pvt. Ltd.	12900000	12900000	0	0
4	3168	IN30048410631012	Mahakosh Holdings Pvt. Ltd.	2157840	2157840	0	0
5	3164	IN30048410962568	Sarvesh Shahra	5971	5971	0	0
6	3163	IN30048410962540	Dinesh Shahra	10000	10000	0	0
7	3165	IN30048413299844	Dineshchandra Shahra	3505610	3505610	0	0
8	3174	0106081201060800116441	Sureshchandra Shahra HUF	1200000	1200000	0	0
9	2436	0000025	Mrudula Shahra	1193000	1193000	0	0
10	2437	0000142	Mridula Shahra	4300	4300	0	0



11	1444	0000002	Sarthak Industries Ltd.	1950700	1950700	0	0
12	1447	0000008	Shahra Bros. P. Ltd.	1470000	1470000	0	0
13	1286	0000005	Viksit Engineering Ltd.	2400000	2400000	0	0
14	2295	1201060800072293	Mahakosh Papers Pvt. Ltd.	6000000	6000000	0	0
15	3167	0247001202470000336662	Soyumm Marketing Private Limited	4453305	4453305	0	0
16	2430	0000012	Ushadevi Shahra	1200000	1200000	0	0
17	3171	IN30133021343305	Savitri Devi Shahra	1200000	1200000	0	0
18	3170	IN30133021343292	Neeta Shahra	4800000	4800000	0	0
19	3169	IN30133021343284	Umesh Shahra	4800000	4800000	0	0
20	3173	IN30133021343688	Kailash Chandra Shahra	7200000	7200000	0	0
21	2256	IN30045011073617	Ruchi Soya Industries Limited	27324239	27324239	0	0
22	1446	0000007	Nutrela Marketing Pvt. Ltd.	1200000	1200000	0	0
23	3182	IN30048410831403	Bunkim Finance and Investments Pvt. Ltd.	20986321	20986321	0	0
24	3181	0000121	Bunkim Finance and Investments Pvt. Ltd.	8000000	8000000	0	0
25	3177	0000054	Sarthak Global Ltd.	1680000	1680000	0	0
26	3186	0000004	Keval India Ltd.	2400000	2400000	0	0
27	3176	0000006	Spider Impex (P) Ltd.	228000	228000	0	0
28	3179	1203330000291791	Spider Impex (P) Ltd.	300000	300000	0	0
29	3180	1204060000018884	Spider Impex (P) Ltd.	76000	76000	0	0
30	3184	1201060800027366	Anand Mangal Investment & Finance Pvt.Ltd.	5483254	5483254	0	0
31	3187	IN30133021348325	Iron Global Ltd.	10000	10000	0	0
32	3178	IN30048410828763	Jayati Finance and Investments Pvt. Ltd.	9541608	9541608	0	0
			Total	145680148	145680148	0	0

