

Nagreeka[®] CAPITAL & INFRASTRUCTURE LTD.

REGD. OFFICE : 18, R. N. MUKHERJEE ROAD, 6TH FLOOR, KOLKATA - 700 001, INDIA
Phone : 2210-8828, 2248-4922/4943, Fax : 91-33-22481693, E-mail : sushil@nagreeka.com

Ref.: NCIL/ /2015

01/10/2015

To Corporate Relationship Department Bombay Stock Exchange Ltd. Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai-400001 Scrip Code: 532895	To The Secretary National Stock Exchange of India Limited Exchange Plaza Bandra Kurla Complex Bandra (E) Mumbai 400 051 Scrip Code: NAGREEKCAP
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Information pursuant to Clause 31(d) and 35A of the Listing Agreement:

Pursuant to Clause 31(d) read with Clause 35A of the Listing Agreement the required information related to the 21st Annual General Meeting (AGM) of Nagreeka Capital & Infrastructure Limited ("the Company") was held at **Bengal National Chamber of Commerce and Industry**, 23, R.N. Mukherjee Road, Kolkata-700 001, on Monday, the 28th September, 2014 at 11.30 a.m., is furnished below:-

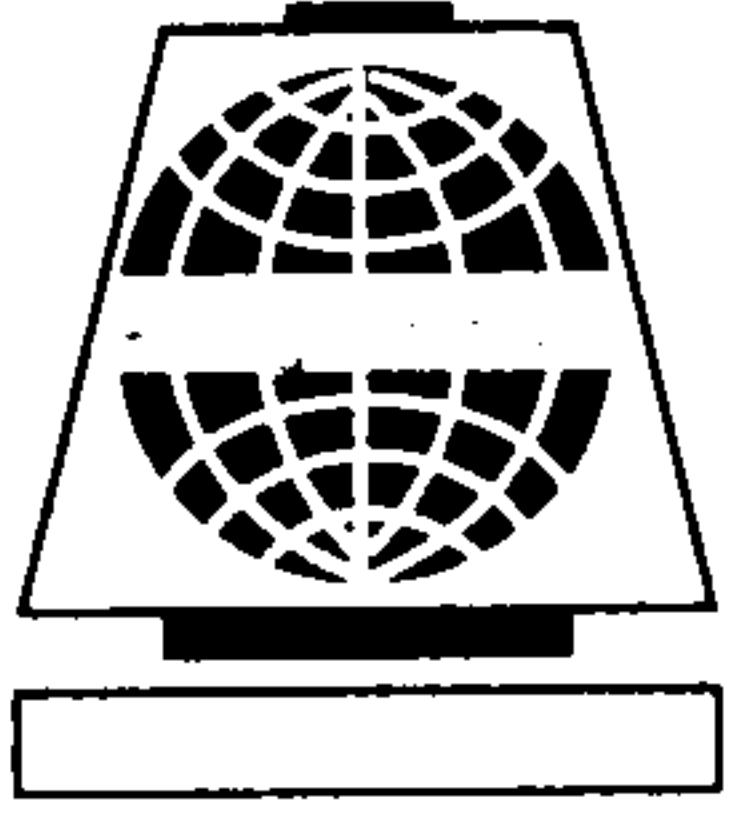
Date of AGM	28 th September, 2015
Total number of Shareholders on record date	10254
No. of shareholders present in the meeting either personally or through proxy :	
Promoter & Promoter Group	19
Public	52
No. of Shareholders attended the meeting through video conferencing:	N.A.
Promoter & Promoter Group	
Public	
Mode of Voting	Remote e-voting from 23/09/2015 to 27/09/2015. Ballot papers at the AGM

Nagreeka Capital & Infrastructure Limited


Co. Secretary

MUMBAI OFFICE : 7, KALA BHAWAN, 3, MATHEW ROAD, MUMBAI - 400 004, INDIA
Phone : 91-22-23625977, 23618873, Fax : 91-22-23630475, E-mail : info@nagreeka.com, Website : www.nagreeka.com

CIN : L65999WB1994PLC065725



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01/10/2015

To
Corporate Relationship Department
Bombay Stock Exchange Ltd.
Phiroze Jeejeebhoy Towers,
Dalal Street,
Mumbai-400001

Scrip Code: 532895

Dear Sir,

Sub: Scrutinizer's Report and proceedings of the 21st Annual General Meeting of Nagreeka Capital & Infrastructure Ltd.

(A) Scrutinizer's Report

Please find enclosed herewith photocopy of Scrutinizer's Report dated 01.10.2015 in connection with the results of remote e-voting and ballot voting which took place in regard to the 21st Annual General Meeting of the members of the company. We trust the above report is self explanatory.

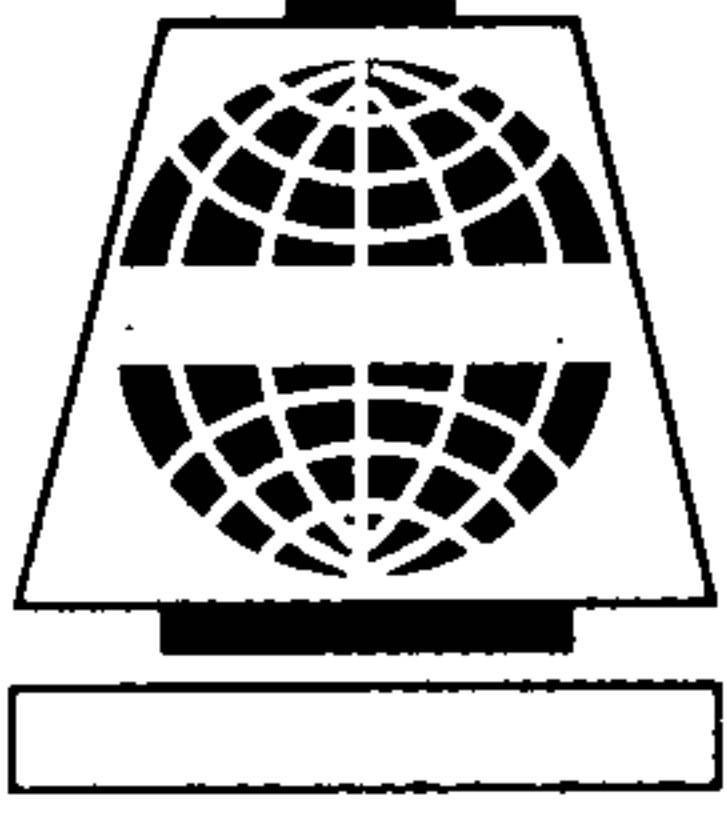
(B) Proceedings of 21st Annual General Meeting of the Members of Nagreeka Capital & Infrastructure Ltd.

The 21st Annual General Meeting of the members of the company was held on Monday, the 28th September, 2015 at 11.30 AM at Bengal National Chamber of Commerce & Industry, 23, R.N. Mukherjee Road, Kolkata 700 001.

Mr. Sushil Patwari (DIN 00023980), Chairman and Mr. B.C. Talukdar (DIN 00024015) along with Mr. S. Chattopadhyay, Company Secretary of the company were present at the meeting.

Mr. Sushil Patwari (DIN 00023980), Chairman welcomed the members at the Annual General Meeting.

After verifying the Attendance Register and proxies, the Chairman declared that requisite quorum was present and called the meeting to order.



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The Chairman announced that the Register of Directors' share holding and other requisite registers, as per the provisions of the Companies Act, 2013 and Rules thereof, were available for inspection by the Members of the Company.

The Chairman declared, with the permission of the Members, that the notice convening the 21st Annual General Meeting and the Directors' Report, having been circulated already, is taken as read.

All the business proposed before the 21st Annual General Meeting were conducted as per the relevant provisions of the Companies Act, 2013, the Rules made thereunder, listing agreement and the applicable circulations / guidelines issued by Ministry of Corporate Affairs.

The Chairman informed that the remote e-voting facility was provided to all the members entitled to vote, on all the resolutions set forth in the notice in terms of Clause 35B of the listing agreement and the provisions of the Companies Act, 2013 and the Rules made thereunder and also Secretarial Standard 2 (SS-2) on "General Meeting" issued by the Institute of Companies Secretaries of India. Remote e-voting commenced on The Wednesday, The 23rd September, 2015 at 10.30 AM and ended on 27.09.2015 at 5.00 PM.

After the items set out in the notice of the Annual General Meeting dated 28th May, 2015, convening Annual General Meeting on 28th September, 2015 were transacted, there was voting through ballot papers also for which ballot papers were handed over to the shareholders present. Scrutinizer Mr. H.R. Agarwal with his team was present to facilitate the ballot voting.

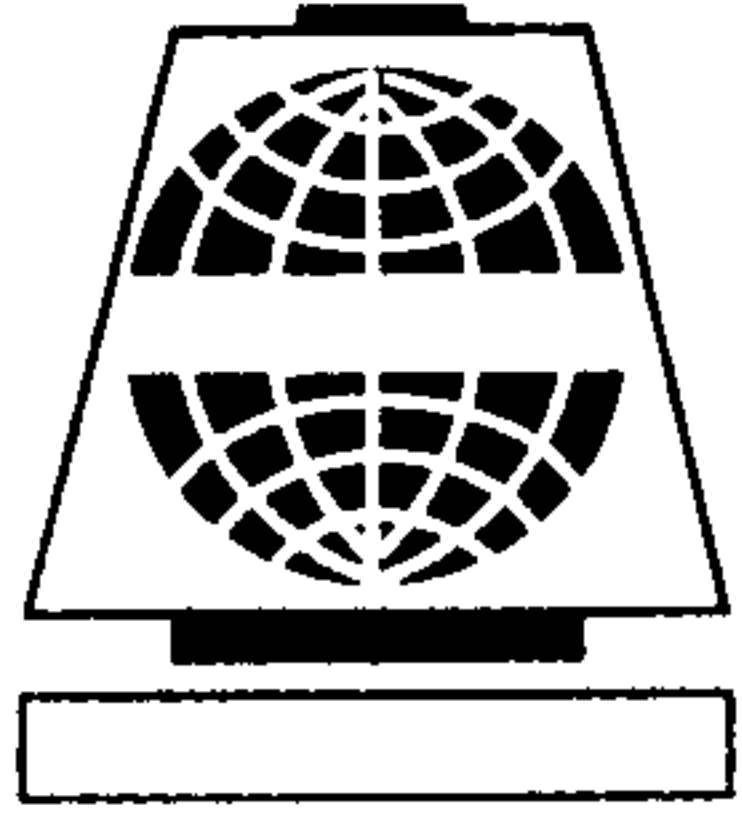
The items set out in the notice for which the approval from the shareholders are required are as under :-

Ordinary Business

- (i) Adoption of accounts
- (ii) Reappointment of Mr. Sunil Patwari as Director
- (iii) Reappointment of Auditors

Special Business

- (i) Appointment of Ms. Surabhi Sanganeria as an Independent Director.
- (ii) The alteration of the terms and conditions of office of Mr Sunil Patwari as Managing Director.



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The Chairman concluded from the stating that the results of the voting process shall be announced within three days from the conclusion of this meeting.

Please take the above information on record. This is a summary of the proceedings of the 21st Annual General Meeting under Clause 31 of the listing agreement and should not be regarded as the Minutes of the Meeting.

Should you require any further information / clarification in this regard, please contact Mr. S. Chattopadhyay, Company Secretary at Phone No. 033-2248-4943 or at e-mail ID compsect.ncil@nagreeka.com.

For Nagreeka Capital & Infrastructure Ltd

S. Chattopadhyay
(Company Secretary)

Encs: as above.

SCRUTINIZER'S REPORT

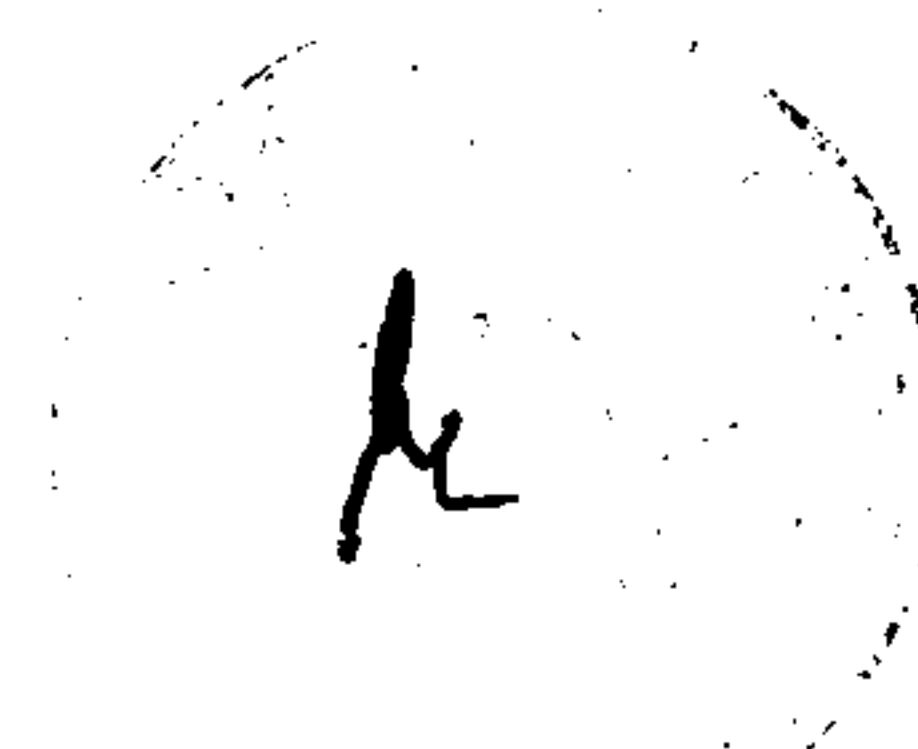
[Pursuant to Section 108 of the Companies Act, 2013 and
Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended]

To
The Chairman,
NAGREEKA CAPITAL & INFRASTRUCTURE LIMITED
18, R. N. MUKHERJEE ROAD
6TH Floor,
KOLKATA : 700001

Dear Sir,

I, CA. Hari Ram Agarwal (M. No. FCA 057625), Chartered Accountant in Practice and Managing Partner of M/s. H. R. AGARWAL & ASSOCIATES, Chartered Accountants, at 219-C, Old China Bazar Street, 1st Floor, Room no. B-6, Kolkata – 700 001, was appointed as the scrutinizer for conducting the e voting process and voting at the AGM in a fair and transparent manner by the Board of Directors at their meeting held on 28th May, 2015, in connection with 21st AGM of the members of NAGREEKA CAPITAL & INFRASTRUCTURE LIMITED (the “Company”) held on 28th September, 2015, at 11.30 A.M. at Bengal National Chamber of Commerce and Industry at 23, R. N. MUKHERJEE ROAD, KOLKATA : 700001 for the purpose of scrutinizing the remote e-voting and voting through physical ballot process in a fair and transparent manner and ascertaining the requisite majority on remote e-voting and voting through physical ballot process carried out as per the provisions of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended, on the resolutions referred to in this report.

The management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and Rules relating to e-voting and voting through physical ballot process on the resolutions contained in the Notice of the Annual General Meeting dated the 28th May, 2015. My responsibility as a scrutinizer for the voting process through electronic means and physical ballots is restricted to make a Scrutinizer's Report of the votes cast “in favour” or “against” the resolutions, based on the reports generated from the e-voting system of Central Depository Services (India) Limited (CDSL) and of voting through physical ballots as provided by M/s Maheshwari Datamatics Pvt. Ltd., the agencies engaged by the Company to provide e-voting and physical ballot facilities.



I submit my report as under:

1. The remote e-voting period remained open from 9.30 AM IST on Wednesday, the 23rd September, 2015 up to 5.00 PM IST on Sunday, the 27th September, 2015.
2. The Shareholders holding shares as on the "cut off" date, i.e. Monday, 21st September, 2015 were entitled to vote on the proposed 5 (Five) resolutions as mentioned in the notice dated 28th day of May, 2015 of the Annual General Meeting of the Company.
3. The votes were unblocked on Thursday, the 28th day of September, 2015 around 05.45 PM after the completion of the Annual General Meeting in the presence of two witnesses, namely,
 - 1) Mr. Prashant Gupta, residing at 9B Sikdar Para Street, Kolkata – 700007 and
 - 2) Mr. Sumit Agarwal residing at 13, Topsia Rd., Kolkata – 700 046, who are not in employment of the Company.
4. Thereafter the details containing, inter-alia, list of equity shareholders, who voted "For" and "Against", were downloaded from the e-Voting website of CDSL (<https://www.evotingindia.com>)

The result of the remote e-voting [EVSN: 150901096] is as under:

<A> **ORDINARY BUSINESS:**

a) Resolution 1

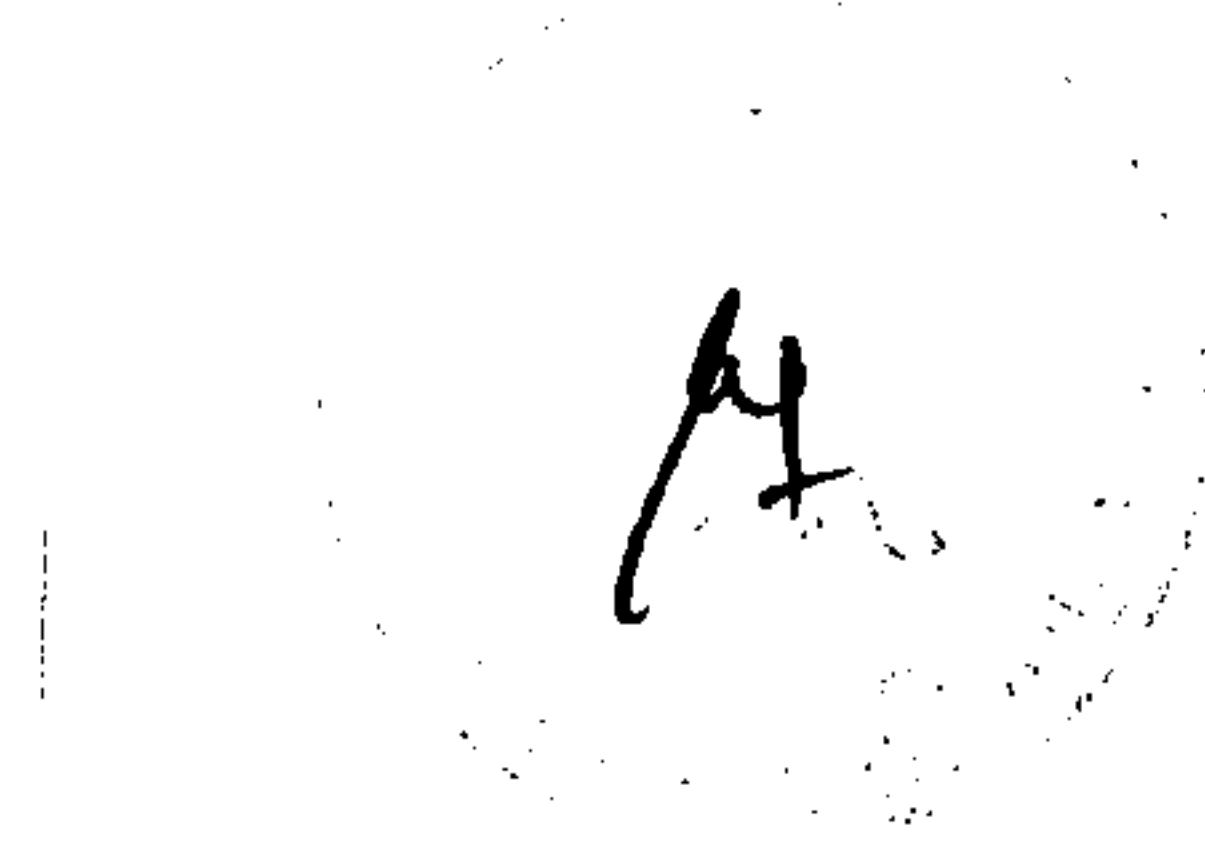
To receive, consider and adopt the Audited Balance Sheet as at 31st March, 2015, the Profit and Loss Account for the year ended on that date and reports of the Directors and the Auditors thereon.

Total No. of votes cast	Total No. of votes cast in favour	Total No. of votes cast against
79,90,584	79,90,479	105

b) Resolution 2

To appoint a Director in place of Mr. Sunil Patwari (DIN 00024007), who retires by rotation and being eligible, offers himself for re-appointment.

Total No. of votes cast	Total No. of votes cast in favour	Total No. of votes cast against
79,90,584	79,90,479	105



c) Resolution 3

To re-appoint M/s H.R. Agarwal & Associates, Chartered Accountants (FRN 323029E) as Statutory Auditors of the Company and to fix their remuneration.

<i>Total No. of votes cast</i>	<i>Total No. of votes cast in favour</i>	<i>Total No. of votes cast against</i>
79,90,584	79,90,479	105

 SPECIAL BUSINESS:

d) Resolution 4

Type of Resolution: Ordinary Resolution

To Appoint Ms. Surabhi Sangneria (DIN 06987772), as an Independent Director of the Company, to hold office for 5 consecutive years upto 27th September, 2020, not being liable to retire by rotation.

<i>Total No. of votes cast</i>	<i>Total No. of votes cast in favour</i>	<i>Total No. of votes cast against</i>
79,90,584	79,90,479	105

e) Resolution 5

Type of Resolution: Ordinary Resolution

To the appoint of Mr. Sunil Patwari, DIN 00024007, as the Managing Director of the Company, with effect from 1st June, 2015 for a period of 5 years, i.e. till 31st May, 2020, subject to retirement by rotation.

<i>Total No. of votes cast</i>	<i>Total No. of votes cast in favour</i>	<i>Total No. of votes cast against</i>
79,90,584	79,90,479	105

5. The Company has also distributed the physical ballot forms at the venue of the Annual General Meeting to enable the shareholders to cast the votes physically in case the same has not been casted by them through remote e-voting.

6. The result of the voting through ballot forms are as under :

<A> ORDINARY BUSINESS:

a) Resolution 1

To receive, consider and adopt the Audited Balance Sheet as at 31st March, 2015, the Profit and Loss Account for the year ended on that date and reports of the Directors and the Auditors thereon.

<i>Total No. of votes cast</i>	<i>Total No. of votes cast in favour</i>	<i>Total No. of votes cast against</i>
2,51,008	2,51,008	0

b) Resolution 2

To appoint a Director in place of Mr. Sunil Patwari (DIN 00024007), who retires by rotation and being eligible, offers himself for re-appointment.

<i>Total No. of votes cast</i>	<i>Total No. of votes cast in favour</i>	<i>Total No. of votes cast against</i>
2,51,008	2,51,008	0

c) Resolution 3

To re-appoint M/s H.R. Agarwal & Associates, Chartered Accountants (FRN 323029E) as Statutory Auditors of the Company and to fix their remuneration.

<i>Total No. of votes cast</i>	<i>Total No. of votes cast in favour</i>	<i>Total No. of votes cast against</i>
2,51,008	2,51,008	0

 SPECIAL BUSINESS:

d) Resolution 4

Type of Resolution: Ordinary Resolution

To Appoint Ms. Surabhi Sanganeria (DIN 06987772), as an Independent Director of the Company, to hold office for 5 consecutive years upto 27th September, 2020, not being liable to retire by rotation.

<i>Total No. of votes cast</i>	<i>Total No. of votes cast in favour</i>	<i>Total No. of votes cast against</i>
2,51,008	2,51,008	0



e) Resolution 5

Type of Resolution: Ordinary Resolution

To the appoint of Mr. Sunil Patwari, DIN 00024007, as the Managing Director of the Company, with effect from 1st June, 2015 for a period of 5 years, i.e. till 31st May, 2020, subject to retirement by rotation.

<i>Total No. of votes cast</i>	<i>Total No. of votes cast in favour</i>	<i>Total No. of votes cast against</i>
2,51,008	2,51,008	0

7. Thus, the **combined result** of the remote e-voting [EVSN : 150811013] and votes casted through physical ballot papers distributed at the venue are as under:

<A> ORDINARY BUSINESS:

a) Resolution 1

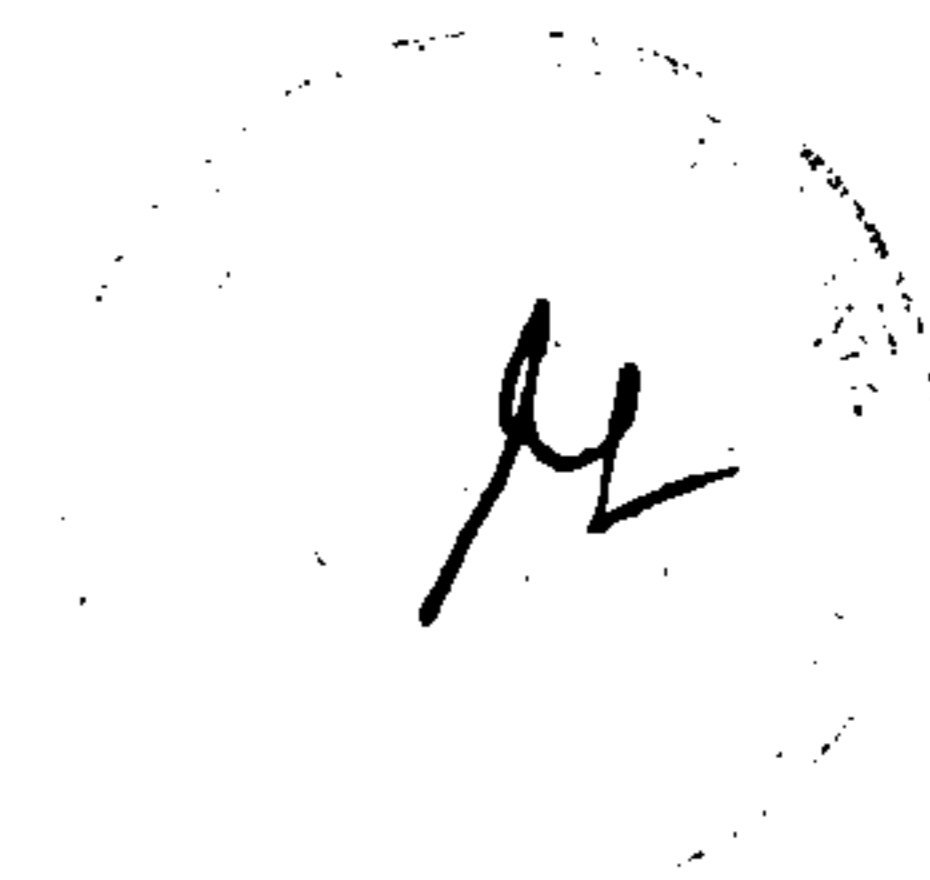
To receive, consider and adopt the Audited Balance Sheet as at 31st March, 2015, the Profit and Loss Account for the year ended on that date and reports of the Directors and the Auditors thereon.

<i>Total No. of votes cast</i>	<i>Total No. of votes cast in favour</i>	<i>Total No. of votes cast against</i>
82,41,592	82,41,487	105
	(99.9987%)	(0.0013%)

b) Resolution 2

To appoint a Director in place of Mr. Sunil Patwari (DIN 00024007), who retires by rotation and being eligible, offers himself for re-appointment.

<i>Total No. of votes cast</i>	<i>Total No. of votes cast in favour</i>	<i>Total No. of votes cast against</i>
82,41,592	82,41,487	105
	(99.9987%)	(0.0013%)



c) Resolution 3

To re-appoint M/s H.R. Agarwal & Associates, Chartered Accountants (FRN 323029E) as Statutory Auditors of the Company and to fix their remuneration.

<i>Total No. of votes cast</i>	<i>Total No. of votes cast in favour</i>	<i>Total No. of votes cast against</i>
82,41,592	82,41,487 (99.9987%)	105 (0.0013%)

** SPECIAL BUSINESS:**

d) Resolution 4

Type of Resolution: Ordinary Resolution

To Appoint Ms. Surabhi Sangneria (DIN 06987772), as an Independent Director of the Company, to hold office for 5 consecutive years upto 27th September, 2020, not being liable to retire by rotation.

<i>Total No. of votes cast</i>	<i>Total No. of votes cast in favour</i>	<i>Total No. of votes cast against</i>
82,41,592	82,41,487 (99.9987%)	105 (0.0013%)

e) Resolution 5

Type of Resolution: Ordinary Resolution

To the appoint of Mr. Sunil Patwari, DIN 00024007, as the Managing Director of the Company, with effect from 1st June, 2015 for a period of 5 years, i.e. till 31st May, 2020, subject to retirement by rotation.

<i>Total No. of votes cast</i>	<i>Total No. of votes cast in favour</i>	<i>Total No. of votes cast against</i>
82,41,592	82,41,487 (99.9987%)	105 (0.0013%)

M

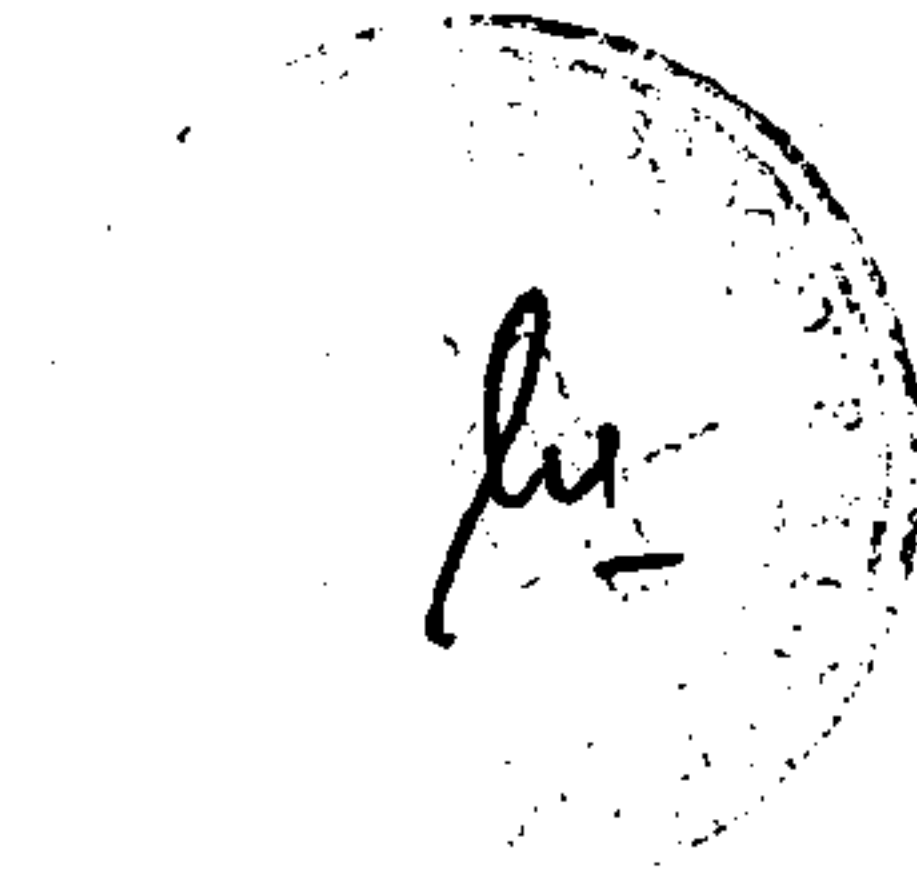
8. All the resolutions proposed hereinabove have been passed with requisite majority.
9. The physical ballot forms, remote e-voting register and other related papers / registers and records shall remain in our safe custody until the Chairman considers, approves and signs the minutes in this regard.

Thanking You,
Yours Faithfully,



CA. HARI RAM AGARWAL
Practicing Chartered Accountant
M. No: FCA 057625

Place: KOLKATA
Dated: 01.10.2015



Verified the contents and received the Report of the Scrutinizer
For NAGREEKA CAPITAL & INFRASTRUCTURE LIMITED



CHAIRMAN