

# ESAAAR (INDIA) LIMITED

CIN: L67120MH1951PLC222871

Regd. Off: B-411, Crystal Plaza, Opp. Infinity Mall, New Link Road, Andheri (West), Mumbai- 400053  
Tel No.: 022-60605677 • Email Id: esaarindia@gmail.com • Website: www.esaarindia.com

Date: 26/09/2016

To,  
The Bombay Stock Exchange Ltd  
Corporate Relationship Dept,  
1st Floor, New Trading Ring,  
Rotunda Building, P. J. Towers,  
Dalal Street, Fort, Mumbai – 400 001

**BSE Scrip Code: 531502**

**Sub: 64<sup>th</sup> Annual General Meeting held on 26/09/2016**

Dear Sir/Madam

This is to inform that 64th Annual General Meeting of the Company commenced at 11:30 A.M. & concluded at 12:30 P.M. at the Registered Office of the company at B/411, Crystal Plaza, Opp. Infinity Mall, New Link Road, Andheri (West), Mumbai- 400053.

The company provided remote E- Voting facility to the members on all the resolutions proposed to be considered at the AGM from Friday, 23/09/2016 (09:00 A.M.) to Sunday 25/09/2016 at 05:00 P.M. Further the members and proxy holders, who attended the AGM, were provided the facility to vote through Ballot Paper.

The result of voting through Ballot Paper at the AGM and remote E- Voting opted by the members on resolution from item Nos. 1 to 8 of the Notice of AGM, will be forwarded separately on declaration of voting results in the prescribed format.

Thanking You

Yours Faithfully,  
For Esaar (India) Limited

*Khushboo Jain*

Khushboo Jain  
[Company Secretary]



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**Sub: Proceedings of the 64<sup>th</sup> Annual General Meeting of the company**

Sir/Madam

We enclose herewith gist of the proceedings of 64<sup>th</sup> Annual general Meeting of the company held on 26<sup>th</sup> September, 2016.

Thanking You

Yours Faithfully

For Esaar (India) Limited

*Khushboo Jain*  
Khushboo Jain  
(Company Secretary)



Encl: As above

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## Gist of the Proceeding of the 64<sup>th</sup> Annual General Meeting of Esaar (India) Limited held on 26th September, 2016

The 64<sup>th</sup> Annual General Meeting of the Members of the Company was held on 26<sup>th</sup> September, 2016 at 11:00 A.M., at B-411, Crystal Plaza, opp. Infinity Mall, New Link Road, Andheri (West), Mumbai-400053.

Total 32 Members (including 5 Authorised Representative) attended the meeting as per the records of attendance.

The Chairman occupied the Chair and proceeded with the meeting.

The Chairman informed the Members that the requisite quorum was present and called the meeting in order.

The Chairman gave an overview of the financial performance of the company for the financial year ended 31<sup>st</sup> March, 2016 and its future outlook.

He further informed that the Board of Directors have engaged the services of National Securities Depository Limited (NSDL) as the authorised agency to provide e-voting facility and have appointed Mr. Rajesh Soni, partner of M/s R. Soni & Co., Chartered Accountants (Membership No: 133240), Mumbai as the scrutinizer for the purpose of Scrutinizing the voting through Ballot paper and remote e-voting process.

The Chairman informed the Members that pursuant to the provision of the companies Act, 2013, Rules framed thereunder and the SEBI( Listing Obligation and Disclosure Requirement) Regulations, 2015 ( the "Listing Regulation") the company had extended remote e-voting facility to the members of the company in respect of the resolutions to be passed at the Meeting. The remote e-voting commenced at 9:00 a.m. 23<sup>rd</sup> September, 2016 and ended at 5:00 p.m. on 25th September, 2016.

The chairman informed the members that the facility for voting through physical ballot form is available at the meeting for the members who have not cast their vote through remote e-voting.

Thereafter all the 8 Resolution required to be passed were proposed and seconded.

1. Adoption of the Standalone Audited Financial Statement of the company for the financial year ended 31<sup>st</sup> March, 2016, reports of the Board of Directors and auditors thereon.

(Ordinary Resolution)

2. Re-appointment of Mr. Nikhil Shiva Poojary (DIN: 07441927), who retires by rotation and being eligible, offers himself for re-appointment.

(Ordinary Resolution)

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3. Appointment of M/s. R. Soni & Co. (FRN: 130349W) as the Statutory Auditors of the company in place of retiring auditors.  
(Ordinary Resolution)
4. Regularization of office of Mr. Nikhil Shiva Poojary (DIN: 07441927) as a Director of the Company.  
(Ordinary Resolution)
5. Regularization of office of Mr. Upendra Pravinbhai Patel (DIN: 06854187), as an Independent Director as a Director of the Company.  
(Ordinary Resolution)
6. Regularization of office of Mr. Mehul Kadiya (DIN: 07591755), as an Independent Director as a Director of the Company.  
(Ordinary Resolution)
7. Appointment of Mr. Nikhil Shiva Poojary (DIN: 07441927) as the Whole Time Director of the company for the term of five years w.e.f 25.07.2016  
(Special Resolution)
8. Approval of Related Party Transaction upto Rs. 50 Crores with each related parties.  
(Ordinary Resolution)

The Chairman informed that the result of the e-voting and poll will be declared to the exchange and NSDL and will also be posted on Companys' website once scrutinizer submits his report to the company.

For Esaar (India) Limited

*Khushboo Jain*  
Khushboo Jain  
[Company Secretary]



Date: 27.09.2016

Place: Mumbai

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**BSE Scrip Code: 531502**

**Sub: Details of Voting results of 64<sup>th</sup> Annual General meeting of the company held on 26.09.2016 pursuant to Regulation 44 of SEBI (LODR) Regulations, 2015**

Sir/madam

Pursuant to Regulation 44 of SEBI (LODR) Regulations, 2015 the details of the voting results of the 64<sup>th</sup> Annual General meeting of the company held on 26<sup>th</sup> September, 2016 are enclosed in prescribed format. Kindly take the same in your records

Thanking You

Yours Faithfully

For Esaar (India) Limited

*Khushboo Jain*  
Khushboo Jain  
(Company Secretary)



Encl: As above



Resolution required: (Ordinary/Special)		Resolution No. 2 : Ordinary Resolution Re-appointment of Mr. Nikhil Shiva Poojary, Director, who retires by rotation and being eligible, offers himself for re-appointment									
Whether Promoter / Promoter group are interested in the agenda/ Resolution?		No									
Category	Mode of Voting	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	(3)=[(2)/(1)]*100	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
	E-Voting	1	2	0.00	4	5	0.00	0.00			
	Poll	6346880	0	100.00	0	0	100.00	0.00			
Promoter & Promoter group	Postal Ballot(if applicable)		6346880		6346880	0					
	Total	6346880	6346880	100.00	6346880	0	100.00	0.00			
	E-Voting										
Public - Institutional Holders	Poll										
	Postal Ballot(if applicable)										
	Total		2670787	1.35	2666462	4325	99.84	0.16			
	E-Voting	198078120	14159518	7.15	14159518	0	100.00	0			
	Poll										
Public - Non Institutions	Postal Ballot(if applicable)										
	Total	198078120	16830305	8.50	16825980	4325	-	-			
	Total	204425000	23177185	-	23172860	4325	-	-			

Resolution No. 3 : Ordinary Resolution  
 Appointment of as M/s. R. Sont & Co. Chartered Accountants (Registration No: 130349W) As Auditors of the  
 company and fixing their Remuneration

Resolution required: (Ordinary/Special)

Whether Promoter / Promoter group are interested in the agenda/ Resolution?

Category	Mode of Voting	No						
		No. of Shares held	No. of Votes polled	% of votes polled on outstanding shares (3)=[(2)/(1)]*100	No. of votes in favour	No. of votes against	% of votes in favour on votes polled (6)=[(4)/(2)]*100	% of votes against on votes polled (7)=[(5)/(2)]*100
		1	2	(3)=[(2)/(1)]*100	4	5	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
	E-Voting	6346880	0	0.00	0	0	0.00	0.00
	Poll		6346880	100.00	6346880	0	100.00	0.00
Promoter & Promoter group	Postal Ballot(if applicable)							
	Total	6346880	6346880	100.00	6346880	0	100.00	0.00
	E-Voting							
	Poll							
Public - Institutional Holders	Postal Ballot(if applicable)							
	Total		2670787	1.35	2666487	4300	99.84	0.16
	E-Voting	198078120	14159518	7.15	14159518	0	100.00	0.00
	Poll							
Public - Non Institutions	Postal Ballot(if applicable)							
	Total	198078120	16830305	8.50	16826005	4300		
	Total	204425000	23177185		23172885	4300		



Resolution required: (Ordinary/Special)		Resolution No. 4: Regularization of appointment of Mr. Nikhil Shiva Poojary (DIN: 07441927) as the Director of the company (Ordinary Resolution)									
Whether Promoter / Promoter group are interested in the agenda/ Resolution?		No									
Category	Mode of Voting	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	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100	
		1	2	(3)=[(2)/(1)]*100	4	5					
	E-Voting	6346880	0	0.00	0	0	0.00	0.00		0.00	
	Poll		6346880	100.00	6346880	0	100.00	0.00		0.00	
Promoter & Promoter group	Postal Ballot(if applicable)		-	-	-	-	-	-		-	
	Total	6346880	6346880	100.00	6346880	0	100.00	0.00		0.00	
	E-Voting										
	Poll										
Public - Institutional Holders	Postal Ballot(if applicable)		-	-	-	-	-	-		-	
	Total										
	E-Voting	198078120	2670787	1.35	2666462	4325	99.84	0.16		0.16	
	Poll		14159518	7.15	14159518	0	100.00	0.00		0.00	
Public - Non Institutions	Postal Ballot(if applicable)		-	-	-	-	-	-		-	
	Total	198078120	16830305	8.50	16825980	4325	-	-		-	
	Total	204425000	23177185	-	23172860	4325	-	-		-	

Resolution No. 5 : Regularization of appointment of Mr. Upendra Pravinbhai Patel (DIN: 06854187) as the Director of the company (Ordinary Resolution)

Resolution required: (Ordinary/Special)		No						
Whether Promoter / Promoter group are interested in	Mode of Voting	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
		1	2	(3)=[(2)/(1)]*100	4	5	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter & Promoter group	E-Voting	6346880	0	0.00	0	0	0.00	0.00
	Poll	6346880	6346880	100.00	6346880	0	100.00	0.00
	Postal Ballot(if applicable)	-	-	-	-	-	-	-
Public - Institutional Holders	Total	6346880	6346880	100.00	6346880	0	100.00	0.00
	E-Voting							
	Poll							
Public - Non Institutions	Postal Ballot(if applicable)	-	-	-	-	-	-	-
	Total	198078120	2670787	1.35	2666462	4325	99.84	0.16
	E-Voting		14159518	7.15	14159518	0	100.00	0.00
	Poll							
	Postal Ballot(if applicable)							
<b>Total</b>		204425000	23177185	-	23177860	4325	-	-

Resolution No. 6: Regularization of appointment of Mr. Mehul Kadiya (DIN: 07591755) as the Director of the company (Ordinary Resolution)

Whether Promoter / Promoter group are interested in the agenda/		NO						
Category	Mode of Voting	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
		1	2	$(3) = \frac{(2)}{(1)} * 100$	4	5	$(6) = \frac{(4)}{(2)} * 100$	$(7) = \frac{(5)}{(2)} * 100$
Promoter & Promoter group	E-Voting	6346880	0	0.00	0	0	0.00	0.00
	Poll		6346880	100.00	6346880	0	100.00	0.00
	Total	6346880	6346880	100.00	6346880	0	100.00	0.00
Public - Institutional Holders	E-Voting							
	Poll							
	Total							
Public - Non Institutions	E-Voting	198078120	2670787	1.35	2666462	4325	99.84	0.16
	Poll		14159518	7.15	14159518	0	100.00	0.00
	Total	198078120	16830305	8.50	16825980	4325	-	-
Total		204425000	23177185	-	23172860	4325	-	-

Resolution No. 7: Appointment of Mr. Nikhil Shiva Poojary (DIN: 07441927) as the Whole Time Director of the company (Special Resolution)

Whether Promoter / Promoter group are interested in the agenda/		NO						
Category	Mode of Voting	No. of Shares	No. of Votes polled	% of votes polled on outstanding	No. of votes in favour	No. of votes against	% of votes in favour on votes	% of votes against on
		1	2	$(3) = \frac{(2)}{(1)} * 100$	4	5	$(6) = \frac{(4)}{(2)} * 100$	$(7) = \frac{(5)}{(2)} * 100$
Promoter & Promoter group	E-Voting	6346880	0	0.00	0	0	0.00	0.00
	Poll		6346880	100.00	6346880	0	100.00	0.00
	Total	6346880	6346880	100.00	6346880	0	100.00	0.00
Public - Institutional Holders	E-Voting							
	Poll							
	Total							
Public - Non Institutions	E-Voting	198078120	2670787	1.35	2655462	15325	99.43	0.57
	Poll		14159518	7.15	14159518	0	100.00	0.00
	Total	198078120	16830305	8.50	16814980	15325	-	-
Total		204425000	23177185	-	23161860	15325	-	-

Resolution required: (Ordinary/Special)		Resolution No. 8: Approval for related party transactions (Ordinary Resolution)						
Whether Promoter / Promoter group are interested in the agenda/		YES						
Category	Mode of Voting	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
		1	2	$(3)=[(2)/(1)]*100$	4	5	$(6)=[(4)/(2)]*100$	$(7)=[(5)/(2)]*100$
Promoter & Promoter group	E-Voting	6346880	0	0.00	0	0	0.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot(if applicable)		-	-	-	-	-	-
	Total	6346880	0	0.00	0	0	0.00	0.00
Public - Institutional Holders	E-Voting							
	Poll							
	Postal Ballot(if applicable)							
	Total		2670787	1.35	2666462	4325	99.84	0.16
Public - Non Institutions	E-Voting	198078120	14159518	7.15	14159518	0	100.00	0.00
	Poll							
	Postal Ballot(if applicable)							
	Total	198078120	16830305	8.50	16825980	4325	-	-
	Total	204425000	16830305	-	16825980	4325	-	-

For Esaar (India) Limited

*Khushboo Jain*  
Khushboo Jain  
(Company Secretary)



Place: Mumbai  
Date: 27/09/2016

Note: The Agenda item No. 8 is related party transactions, therefore Promoters are abstained from casting votes.