

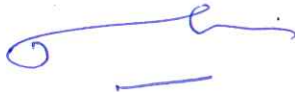
## DECLARATION OF RESULT OF THE POSTAL BALLOT

In terms of the resolution passed by the Board of Directors on 17<sup>th</sup> December 2014, the Company has conducted Postal Ballot under Section 110 of the Companies Act, 2013 read with rule 22 of the Companies (Management and Administration) Rules, 2014, seeking assent / dissent of the members for the special resolution, under section 149 and 152 of the Companies Act 2013 and the applicable rules thereto, to the appointment of the Independent Director, as specified in the Notice dated 18<sup>th</sup> February, 2015 read with the Explanatory Statement attached thereto.

The Company had appointed Ms. Jigyasa N. Ved of M/s. Parikh Parekh & Associates, Practicing Company Secretaries, as the Scrutinizer for conducting the postal ballot process in a fair and transparent manner.

The last date for receipt of the Postal Ballot Forms, duly completed, from the members was 24<sup>th</sup> March, 2015.

The Scrutinizer, Ms. Jigyasa N. Ved of M/s. Parikh Parekh & Associates, Practicing Company Secretaries, has on 25<sup>th</sup> March, 2015 submitted the Report on the Postal Ballot to the aforesaid special resolution.



Based on the Report of the Scrutinizer, the following result is hereby announced to the members at the Registered Office of the Company:

<b>Description of the Special Resolution</b>		<b>Appointment of Mr. Pradip Narotam Kapadia as an Independent Director of the Company.</b>		
<b>Sr. No.</b>	<b>Particulars</b>	<b>No. of Ballots Forms</b>	<b>No. of Equity Shares voted</b>	<b>% of Valid Votes Received</b>
1	Total Number of valid Ballots received	41	7,00,34,281	100.00
2	Assented to Resolution	40	7,00,33,881	99.99
3	Dissented to Resolution	1	400	0.01

<b>Total No. of invalid ballots received</b>	<b>Total No. of invalid votes cast (Shares)</b>
1	120

The above special resolution has therefore been approved by the members with requisite majority.

**For AFCONS INFRASTRUCTURE LIMITED**



**P.R. RAJENDRAN**  
**COMPANY SECRETARY**

DATE : 25<sup>th</sup> MARCH 2015  
PLACE : MUMBAI