

30<sup>th</sup> March, 2019

Department of Corporate Services  
BSE Limited  
Phiroze Jeejeebhoy Towers  
Dalal Street  
Mumbai-400 001

Dear Sir,

**Security Code: 503229**

**Sub: Submission of the Voting Results of the Postal Ballot as per the format prescribed under Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements), Regulations, 2015 as amended**

With reference to the captioned subject, we are pleased to inform you that the Company has conducted Postal Ballot pursuant to the provisions of 110 of the Companies Act, 2013 read with Rule 22 of the Companies (Management and Administration) Rules 2014, as amended for seeking consent of its Members in relation to Special Resolutions as mentioned in the Notice of Postal Ballot dated 30<sup>th</sup> January, 2019.

In view of the above, please find enclosed herewith the Voting Results of the aforesaid Postal Ballot process (Consolidated results for e-voting and physical Postal Ballot Forms) in the format prescribed as **Annexure-I** along with the Scrutinizer's Report dated 30<sup>th</sup> March, 2019 as prescribed in **Annexure-II** and the same will be available on the Company's website at [www.simplex-group.com](http://www.simplex-group.com)

The Special Resolutions of the said Postal Ballot has been passed with requisite majority on 28<sup>th</sup> March, 2019.

Kindly take the above intimation on record and acknowledge receipt of the same.

Thanking you,

Yours faithfully,  
For **Simplex Realty Limited**

  
**Shekhar R Singh**  
**Company Secretary**  
**& Compliance Officer**

Encl: as above

<b>Date of Postal Ballot</b>	<b>28<sup>th</sup> March, 2019 (Voting start date: From 27<sup>th</sup> February, 2019 10.00 AM IST to 28<sup>th</sup> March, 2019 5.00 PM IST)</b>
<b>Total number of shareholders on record date i.e. 22nd February, 2019</b>	<b>4300</b>
<b>No. of shareholders present in the meeting either in person or through proxy:</b>  <b>Promoters and Promoter Groups:</b>  <b>Public:</b>	<b>Not Applicable</b>
<b>No. of shareholders attended the meeting through Video Conferencing</b>  <b>Promoters and Promoter Group</b>  <b>Public:</b>	<b>Not Applicable</b>



## Simplex Realty Limited

Resolution Required : (Special)			1) Re-appointment of Shri Vishnubhai B Haribhakti (DIN No.00088062) as an Independent Director of the Company						
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	No. of votes Invalid
		[1]	[2]	[3]={[2]/[1]}*100	[4]	[5]	[6]={[4]/[2]}*100	[7]={[5]/[2]}*100	[8]
Promoter and Promoter Group	E-Voting	1,601,824	0	0.0000	0	0	0	0	0
	Postal Ballot		1491627	93.1205	1491627	0	100.0000	0.0000	0
	<b>Total</b>		<b>1491627</b>	<b>93.1205</b>	<b>1491627</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>	<b>0</b>
Public Institutions	E-Voting	699,879	0	0.0000	0	0	0	0	90900
	Postal Ballot		0	0.0000	0	0	0	0	0
	<b>Total</b>		<b>0</b>	<b>0.0000</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>
Public Non Institutions	E-Voting	689,679	25938	3.7609	25931	7	99.9730	0.0270	0
	Postal Ballot		47107	6.8303	47105	2	99.9958	0.0042	100
	<b>Total</b>		<b>73045</b>	<b>10.5912</b>	<b>73036</b>	<b>9</b>	<b>99.9877</b>	<b>0.0123</b>	<b>0</b>
<b>Total</b>		<b>2,991,382</b>	<b>1564672</b>	<b>52.3060</b>	<b>1564663</b>	<b>9</b>	<b>99.9994</b>	<b>0.0006</b>	<b>0</b>

Thus, based on the results, the special resolution as contained in Item No.1 is passed by requisite Majority.



## Simplex Realty Limited

Resolution Required : (Special)			2) Re-appointment of Shri Surendra Kumar Somany (DIN No. 00001131) as an Independent Director of the Company						
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	No. of votes Invalid
		[1]	[2]	[3]={[2]/[1]}*100	[4]	[5]	[6]={[4]/[2]}*100	[7]={[5]/[2]}*100	[8]
Promoter and Promoter Group	E-Voting	1,601,824	0	0.0000	0	0	0	0	0
	Postal Ballot		1491627	93.1205	1491627	0	100.0000	0.0000	0
	<b>Total</b>		<b>1491627</b>	<b>93.1205</b>	<b>1491627</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>	<b>0</b>
Public Institutions	E-Voting	699,879	0	0.0000	0	0	0	0	90900
	Postal Ballot		0	0.0000	0	0	0	0	0
	<b>Total</b>		<b>0</b>	<b>0.0000</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>
Public Non Institutions	E-Voting	689,679	25938	3.7609	25931	7	99.9730	0.0270	0
	Postal Ballot		47107	6.8303	47105	2	99.9958	0.0042	100
	<b>Total</b>		<b>73045</b>	<b>10.5912</b>	<b>73036</b>	<b>9</b>	<b>99.9877</b>	<b>0.0123</b>	<b>0</b>
<b>Total</b>		<b>2,991,382</b>	<b>1564672</b>	<b>52.3060</b>	<b>1564663</b>	<b>9</b>	<b>99.9994</b>	<b>0.0006</b>	<b>0</b>

Thus, based on the results, the special resolution as contained in Item No.2 is passed by requisite Majority.



**CONFIDENTIAL**

Date: 30<sup>th</sup> March, 2019

To

**The Chairman/Company Secretary**

**Simplex Realty Limited**

30 Kesharao Khadya Marg,

Sant Gadge Maharaj Chowk,

Jacob Circle, Mumbai -400011

Respected Sir/Madam,

**Sub.: Scrutinizer's Report for passing of resolution through Postal Ballot  
(physical and e-voting)**

I have completed the assignment as the Scrutinizer for the Postal Ballot process under Section 110 of the Companies Act, 2013 ('the Act') read with Companies (Management and Administration) Rules, 2014 as amended from time to time and Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and I submit herewith my report for your necessary further action.

I shall return the postal ballot forms, register and records soon after your declaration of the result and signing of the minutes of the meeting held for declaration of the result of Postal Ballot process.

I request you to preserve the postal ballot forms, register and records as required under Rule 22 of Companies (Management and Administration) Rules, 2014.

Thanking you,

For **Manish Ghia & Associates**  
**Company Secretaries**



**CS Manish L. Ghia**

**Partner**

**M. No. FCS 6252; C. P. No.3531**

**Encl: A/a**

**SCRUTINIZER'S REPORT**

*[Pursuant to Section 110 of the Companies Act, 2013 and  
Rule 20 and 22 of Companies (Management and Administration) Rules, 2014]*

To  
**The Chairman/Company Secretary**  
**Simplex Realty Limited**  
30 Kesharao Khadya Marg,  
Sant Gadge Maharaj Chowk,  
Jacob Circle,  
Mumbai -400011

Respected Sir/Madam,

**Sub: Scrutinizer's Report for passing of resolution through Postal Ballot  
(physical and e-voting).**

I, CS Manish L. Ghia, Partner, M/s. Manish Ghia & Associates, Company Secretaries, Mumbai was appointed as Scrutinizer by the Board of Directors of the Company to scrutinize the voting through Postal Ballot (physical and e-voting) for seeking approval of members for the following matter:

- a. Re-appointment, of Shri Vishnubhai B Haribhakti as an Independent Director of the Company.
  - b. Re-appointment of Shri Surendra Kumar Somany as an Independent Director of the Company.
1. The Postal Ballot and e-voting process has been completed and now I submit my report as under:
    - 1.1 The Company completed the dispatch of Postal Ballot Notice dated 30<sup>th</sup> January, 2019 along with Postal Ballot Form and self-addressed business reply envelope to its members through permitted mode on Tuesday, 26<sup>th</sup> February, 2019, whose names appeared in the Register of Members/List of



Beneficiaries maintained by the Depositories as on the cut-off date being Friday, 22<sup>nd</sup> February, 2019.

- 1.2 As per provisions of applicable rules of Companies (Management and Administration) Rules, 2014, the Company has published advertisement about completion of dispatch of Postal Ballot Notice and providing E-voting facility in English Newspaper "Financial Express" and Marathi Newspaper "Mumbai Lakshadeep" on Wednesday, 27<sup>th</sup> February, 2019.
- 1.3 Particulars of all the Postal Ballot Forms received from the Members have been entered in a register separately maintained for the purpose.
- 1.4 All Postal Ballot Forms received upto 5.00 p.m. on Thursday, 28<sup>th</sup> March, 2019 being the last date and time fixed by the Company for receipt of the Postal Ballot Forms, are considered for my scrutiny.
- 1.5 The Postal Ballot Forms were duly opened in my presence and scrutinized, including verification of signature of the shareholder(s). The Shareholding was matched / confirmed with the Register of Members of the Company/List of Beneficiaries maintained by the Depositories as on the cut-off date i.e. Friday, 22<sup>nd</sup> February, 2019.
- 1.6 The e-voting period commenced on Wednesday, 27<sup>th</sup> February, 2019, 10:00 a.m. (IST) onwards and ended on Thursday, 28<sup>th</sup> March, 2019 at 5.00 p.m. (IST). The Company has availed the e-voting facility offered by Central Depositories Services Limited (CDSL) for conducting Postal Ballot Process.
- 1.7 The data for e-voting was downloaded after the e-voting module was disabled by CDSL on Thursday, 28<sup>th</sup> March, 2019 after 5.00 p.m.
- 1.8 The e-voting data was scrutinized for verification of votes cast in favour and against the resolution.
- 1.9 The Company has not received any envelopes containing Postal Ballot form after Thursday, 28<sup>th</sup> March, 2019 (05.00 P.M. IST).



2. The summary of the voting through Postal Ballot Forms received and e-voting is as follows:

Resolution No.1

Particulars		Special Resolution for Re-appointment of Shri Vishnubhai B Haribhakti (DIN-00088602) as an Independent Director of the Company.						
Whether promoter/ promoter group are interested in the agenda/resolution?				NO				
Category	Mode of Voting	No. of shares held	No. of valid 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
Promoter and Promoter Group	E-Voting	1601824	0	0.0000	0	0	0.0000	0.0000
	Ballot forms		1491627	93.1205	1491627	0	100.0000	0.0000
	<b>Total (A)</b>		<b>1491627</b>	<b>93.1205</b>	<b>1491627</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Public-Institutions	E-Voting	699879	0	0.0000	0	0	0.0000	0.0000
	Ballot forms		0	0.0000	0	0	0.0000	0.0000
	<b>Total (B)</b>		<b>0</b>	<b>0.0000</b>	<b>0</b>	<b>0</b>	<b>0.0000</b>	<b>0.0000</b>
Public- Non Institutions	E-Voting	689679	25938	3.7609	25931	7	99.9730	0.0270
	Ballot forms		47107	6.8303	47105	2	99.9958	0.0042
	<b>Total (C)</b>		<b>73045</b>	<b>10.5912</b>	<b>73036</b>	<b>9</b>	<b>99.9877</b>	<b>0.123</b>
<b>Total (A+B+C)</b>		<b>2991382</b>	<b>1564672</b>	<b>52.3060</b>	<b>1564663</b>	<b>9</b>	<b>99.9994</b>	<b>0.0006</b>
Result: Based on the aforesaid voting, we report that the Special Resolution as contained in the Notice of Postal Ballot dated 30 <sup>th</sup> January, 2019 has received consent of the requisite majority.								

Invalid Votes:

Total number of members whose votes were declared invalid	Mode of Voting (E-voting/Postal Ballot)	Remarks	Total number of votes
1	Postal Ballot	Vote not casted	100
2	Postal Ballot <sup>1</sup>	Casted vote both by E-voting and Postal Ballot	25532

<sup>1</sup> Vote cast through E-Voting has been considered and voting through postal ballot has been treated as invalid.





Resolution No.2

Particulars		Special Resolution for Re-appointment of Shri Surendra Kumar Somany (DIN-00001131) as an Independent Director of the Company.						
Whether promoter/ promoter group are interested in the agenda/resolution?				NO				
Category	Mode of Voting	No. of shares held	No. of valid 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
Promoter and Promoter Group	E-Voting	1601824	0	0.0000	0	0	0.0000	0.0000
	Ballot forms		1491627	93.1205	1491627	0	100.0000	0.0000
	<b>Total (A)</b>		<b>1491627</b>	<b>93.1205</b>	<b>1491627</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Public-Institutions	E-Voting	699879	0	0.0000	0	0	0.0000	0.0000
	Ballot forms		0	0.0000	0	0	0.0000	0.0000
	<b>Total (B)</b>		<b>0</b>	<b>0.0000</b>	<b>0</b>	<b>0</b>	<b>0.0000</b>	<b>0.0000</b>
Public- Non Institutions	E-Voting	689679	25938	3.7609	25931	7	99.9730	0.0270
	Ballot forms		47107	6.8303	47105	2	99.9958	0.0042
	<b>Total (C)</b>		<b>73045</b>	<b>10.5912</b>	<b>73036</b>	<b>9</b>	<b>99.9877</b>	<b>0.0123</b>
<b>Total (A+B+C)</b>		<b>2991382</b>	<b>1564672</b>	<b>52.3060</b>	<b>1564663</b>	<b>9</b>	<b>99.9994</b>	<b>0.0006</b>
<b>Result: Based on the aforesaid voting, we report that the Special Resolution as contained in the Notice of Postal Ballot dated 30<sup>th</sup> January, 2019 has received consent of the requisite majority.</b>								

Invalid Votes:

Total number of members whose votes were declared invalid	Mode of Voting (E-voting/Postal Ballot)	Remarks	Total number of votes
1	Postal Ballot	Vote not casted	100
2	Postal Ballot <sup>2</sup>	Casted vote both by E-voting and Postal Ballot	25532



<sup>2</sup> Vote cast through E-Voting has been considered and voting through postal ballot has been treated as invalid.

3. The ballot Papers and all other relevant records were sealed and are kept in the safe custody of the Scrutinizer till the Chairman signs the minutes of the Postal Ballot.

Thanking You.



Place: Mumbai  
Date: 30<sup>th</sup> March, 2019

For Manish Ghia & Associates  
Company Secretaries

CS Manish L. Ghia  
Partner

M. No. FCS 6252 C. P. No. 3531

Countersigned by

\_\_\_\_\_  
Chairman / Authorized Person  
Simplex Realty Limited

Place: Mumbai  
Date: 30<sup>th</sup> March, 2019