

ISMT/SEC/10/2013-14

April 15, 2013

Department of Corporate Services
Bombay Stock Exchange Limited
Phiroze Jeejeebhoy Towers
Dalal Street, Fort
Mumbai – 400 001

National Stock Exchange Limited
Exchange Plaza, Bandra-Kurla Complex
Bandra (E)
Mumbai 400051

Dear Sir/Ma'am,

Sub: Declaration of Result of Special Resolution passed through Postal Ballot

Please be informed that pursuant to Section 192A of the Companies Act, 1956 read with the Companies (passing of the resolution by postal ballot) Rules, 2011, the shareholders of the Company, by way of Postal Ballot, have passed a Special Resolution with requisite majority for payment of remuneration to Non-Executive Director, Mr. O.P.Kakkar under Sections 198, 309 (4) (a), 349 and 350 of the Companies Act, 1956 to the extent applicable and in accordance with the requirements of Clause 49(I)(B) of the Listing Agreement, as set out in the Notice dated February 14, 2013.

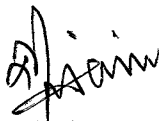
Please find enclosed herewith copy of declaration of Result of the Postal Ballot on the basis of report dated April 15, 2013 submitted by the Scrutinizer, Mr. Milind B. Kasodekar, Practising Company Secretary, in the prescribed format specified in terms of Clause 35A of the Listing Agreement.

You are requested to kindly take the same on your record.

Thanking you.

Yours faithfully,

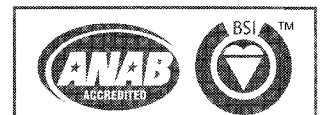
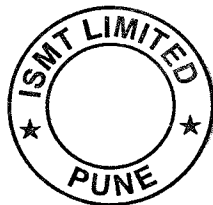
For **ISMT Limited**



Nilesh Jain

Company Secretary

Encl: as above



ANNOUNCEMENT OF RESULTS OF POSTAL BALLOT

The Board of Directors of the Company in their Meeting held on February 14, 2013 had sought the approval of the shareholders of the Company under Section 192A of the Companies Act, 1956 read with the Companies (passing of the resolution by postal ballot) Rules, 2011 as specified in the notice of Postal Ballot dated February 14, 2013, read with the Explanatory Statement attached thereto, for the payment of monthly remuneration to Mr.O.P.Kakkar.

The duly completed postal ballot forms were received by the close of working hours on Monday, April 8, 2013. Mr. Milind B.Kasodekar, Practising Company Secretary, who was appointed as Independent Scrutinizer for the Postal Ballot, has submitted his report dated April 15, 2013.

Details of Postal Ballot Results as prescribed under the Clause 35A of the Listing Agreement with the Stock Exchanges are as follows:

Special Resolution for payment of remuneration to Mr.O.P.Kakkar,Non-Executive

Director

Promoter/ Public	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 of 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 and Promoter Group	76041755	71027390	93.41	71027390	0	100.00	0.00
Public – Institutional Holders	19844682	10802944	54.44	10623140	179804	98.34	1.66
Public – Others	50614946	6921991	13.68	6855750	66241	99.04	0.96
Total	146501383	88752325	60.58	88506280	246045	99.72	0.28

On the basis of the Scrutinizer's Report, Mr. Salil Taneja, Chief Executive Officer, announced that the Special Resolution of the Postal Ballot Notice dated February 14, 2013, is passed with requisite majority.

For ISMT Limited



Nilesh Jain

Company Secretary

