

## **COUNT N DENIER (INDIA) LIMITED**

Address: Ground Floor, Shop No.12, Tardeo AC Market Building, Tardeo Road, Tardeo, Mumbai - 400034

Email id: countndenier@gmail.com

### **RESULTS OF POSTAL BALLOT**

Pursuant to Section 192(A) of the Companies Act, 1956, read with the Companies (Passing of the Resolution by Postal Ballot) Rules, 2011, the approval of the shareholders was sought by postal ballot for:

Item No.	Type of Resolution	Particulars
1.	Special	Alteration of the Object Clause of the Memorandum of Association by insertion of new Sub Clause in the Main Objects
2.	Special	Commencement of new business under Section 149(2A)
3.	Ordinary	Authority to Board for borrowing moneys in excess of the aggregate of the paid – up capital and free reserves
4.	Ordinary	Authority to the Board for mortgaging and / or creating a charge and / or giving corporate guarantee(s) upto a limit of Rs. 100 Crores
5.	Special	Authority to Board to make loans and investments/ guarantee/ security in excess of the prescribed limits
6.	Ordinary	Increase in Authorised Share Capital of the Company
7.	Special	Issue of Equity Shares on Preferential basis

The last date of receipt of the postal ballot forms, duly completed by the shareholders was Monday, 19<sup>th</sup> August 2013.

The Scrutinizer appointed by the Board has submitted his report on the postal ballot on Thursday, 22<sup>nd</sup> August 2013 and the following resolution was announced to the shareholders on Friday, 23 August 2013, at the Registered Office of the Company:

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### Item No.1:

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 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 and Promoter Group	1447400	1447400	100	1447400	0	100	0
Public – Institutional holders	52600	0	0	0	0	0	0
Public- Others	1500000	298900	19.93	295300	500	98.80	0.17
<b>Total</b>	<b>3000000</b>	<b>1746300</b>	<b>58.21</b>	<b>1742700</b>	<b>500</b>	<b>99.79</b>	<b>0.03</b>

Hence the above mentioned Resolution has been passed with the appropriate majority

### Item No.2:

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 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 and Promoter Group	1447400	1447400	100	1447400	0	100	0
Public – Institutional holders	52600	0	0	0	0	0	0
Public- Others	1500000	298900	19.93	295300	500	98.80	0.17
<b>Total</b>	<b>3000000</b>	<b>1746300</b>	<b>58.21</b>	<b>1742700</b>	<b>500</b>	<b>99.79</b>	<b>0.03</b>

Hence the above mentioned Resolution has been passed with the appropriate majority

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### Item No.3:

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 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 and Promoter Group	1447400	1447400	100	1447400	0	100	0
Public – Institutional holders	52600	0	0	0	0	0	0
Public- Others	1500000	298900	19.93	295300	500	98.80	0.17
<b>Total</b>	<b>3000000</b>	<b>1746300</b>	<b>58.21</b>	<b>1742700</b>	<b>500</b>	<b>99.79</b>	<b>0.03</b>

Hence the above mentioned Resolution has been passed with the appropriate majority

### Item No.4:

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 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 and Promoter Group	1447400	1447400	100	1447400	0	100	0
Public – Institutional holders	52600	0	0	0	0	0	0
Public- Others	1500000	298900	19.93	295300	500	98.80	0.17
<b>Total</b>	<b>3000000</b>	<b>1746300</b>	<b>58.21</b>	<b>1742700</b>	<b>500</b>	<b>99.79</b>	<b>0.03</b>

Hence the above mentioned Resolution has been passed with the appropriate majority

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### Item No.5:

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 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 and Promoter Group	1447400	1447400	100	1447400	0	100	0
Public – Institutional holders	52600	0	0	0	0	0	0
Public- Others	1500000	298900	19.93	295300	500	98.80	0.17
<b>Total</b>	<b>3000000</b>	<b>1746300</b>	<b>58.21</b>	<b>1742700</b>	<b>500</b>	<b>99.79</b>	<b>0.03</b>

Hence the above mentioned Resolution has been passed with the appropriate majority

### Item No.6:

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 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 and Promoter Group	1447400	1447400	100	1447400	0	100	0
Public – Institutional holders	52600	0	0	0	0	0	0
Public- Others	1500000	298900	19.93	295700	100	98.93	0.03
<b>Total</b>	<b>3000000</b>	<b>1746300</b>	<b>58.21</b>	<b>1743100</b>	<b>100</b>	<b>99.82</b>	<b>0.01</b>

Hence the above mentioned Resolution has been passed with the appropriate majority

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### Item No.7:

Promoter / Public	No. of Shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes in favour (4)	No. of votes against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	1447400	1447400	100	1447400	0	100	0
Public – Institutional holders	52600	0	0	0	0	0	0
Public- Others	1500000	298900	19.93	295600	200	98.90	0.07
<b>Total</b>	<b>3000000</b>	<b>1746300</b>	<b>58.21</b>	<b>1743000</b>	<b>200</b>	<b>99.81</b>	<b>0.01</b>

Hence the above mentioned Resolution has been passed with the appropriate majority