



SCRUTINIZER'S REPORT

[Pursuant to Section 108 of the Companies Act, 2013 and Rule 20 (3) (xi) of the Companies (Management and Administration Rules, 2014)]

The Chairman
IST Limited

Reg: 38th Annual General Meeting of the Members of IST Limited to be held on Tuesday, the 30th September, 2014 at Dharuhera Industrial Complex, Delhi Jaipur Highway No. 8, Kapriwas, Dharuhera, Rewari – 123106 (Haryana).

Sub: E-Voting Results

Dear Sir,

I, Suchitta Koley, Practicing Company Secretary, appointed to act as the Scrutinizer, by IST Limited, in terms of Section 108 of the Companies Act, 2013, read with Rule 20 of the Companies (Management and Administration) Rules, 2014, for the purpose of scrutinizing the electronic voting process in respect of the Resolutions proposed at the 38th Annual General Meeting of the Company, do hereby submit my report as follows :

1. The e-voting services were provided by Central Depository Services (India) Limited.
2. Voting rights were reckoned on the paid up value of shares registered in the name of the members as at 22nd August, 2014.
3. The period of e-voting started at 10.00 AM on Tuesday, 23rd September, 2014 and ended at 5.00 PM on Thursday, 25th September, 2014.

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4. The votes cast were unblocked on 27th September, 2014 at 15.15 Hrs in the presence of two witnesses, Mr. Himanshu Khosla and Mr. Rajat Kumar Kohli , both of whom are not in employment of the Company.
5. Based on the reports generated from CDSL's e-voting website www.evotingindia.com, there were no voting done through the electronic mode and accordingly the result is NIL.

Place : New Delhi
Dated : 27.09.2014

Yours truly


(Suchitta Koley)
Scrutinizer

We, the undersigned have witnessed that the votes were unblocked from CDSL's e-voting website www.evotingindia.com in our presence on Saturday, the 27th September, 2014 at 15.15 Hrs.

WITNESS : Himanshu Khosla
1.  PD 19/B Vishakhra Enclave, Pitam Pura, Delhi-110034

WITNESS:

2. 

Mr Rajat Kumar Kohli
(Shop no. 22, Krishna Market, Kalkaji,
New Delhi- 110019 District - South - East).



SCRUTINIZER'S REPORT

[Pursuant to Section 109 of the Companies Act, 2013 and Rule 21(2) of the Companies (Management and Administration Rules, 2014)]

The Chairman
IST Limited

Reg: 38th Annual General Meeting of the Members of IST Limited held at 11.30 AM, on Tuesday, the 30th September, 2014 at Dharuhera Industrial Complex, Delhi Jaipur Highway No. 8, Kapriwas, Dharuhera, Rewari – 123106 (Haryana).

Dear Sir,

I, Suchitta Koley, Practicing Company Secretary, appointed to act as the Scrutinizer, by IST Limited, for the **poll taken on the resolutions transacted at the 38th Annual General Meeting** of the shareholders of IST Limited held at 11.30 AM, on Tuesday, the 30th September, 2014, submit my report as under :

1. After the time fixed for closing of the poll by the Chairman, the Ballot box kept for polling were sealed in my presence with due identification marks placed by me.
2. The locked ballot box was subsequently opened in my presence and poll papers were diligently scrutinized. The poll papers were reconciled with the records maintained by the Company / Registrar and Transfer Agents of the Company and the authorizations / proxies lodged with the Company.

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3. The poll papers, which were incomplete and /or which were otherwise found defective have been treated as invalid and kept separately.
4. The result of the Poll is given in Annexure 'A' which is attached to and forms part of this Report.
5. A statement containing list of equity shareholders who voted 'FOR', 'AGAINST' and those whose votes were declared 'INVALID' for each resolution is enclosed – Annexure 'B'.

Place : Dharuhera, Haryana
Dated : 30.09.2014

Yours truly,


(Suchitta Koley)
Scrutinizer

ANNEXURE - 'A' TO SCRUTINIZER REPORT ON BALLOT AT THE AGM HELD AT 11.30 AM ON 30TH SEPTEMBER, 2014 - IST LIMITED

S. No.	Particulars	VOTED IN FAVOUR OF THE RESOLUTION			VOTED AGAINST THE RESOLUTION			INVALID VOTES		
		No. of Members who voted	No. of Shares for which Votes Cast	Percentage of votes to Total Number of valid votes	No. of Members who voted	No. of Shares for which Votes Cast	Percentage of votes to Total Number of valid votes	No. of Members who voted	No. of Shares for which Votes Cast	Percentage of votes to Total Number of valid votes
A. ORDINARY BUSINESS										
1.	Ordinary Resolution Adoption of Audited Financial Statements (including Consolidated) for the financial year ended March 31, 2014 together with the reports of the Directors and Auditors thereon	32	49,07,048	100	Nil	Nil	0.00	Nil	Nil	0.00
2.	Ordinary Resolution Re-appointment of Shri Gaurav Gupta as Director of the Company, who retires by rotation	32	49,07,048	100	Nil	Nil	0.00	Nil	Nil	0.00
3.	Ordinary Resolution Re-appointment of M/s. O.P. Dadu & Co., Chartered Accountant, as Statutory Auditors and fixing their remuneration.	32	49,07,048	100	Nil	Nil	0.00	Nil	Nil	0.00
B. SPECIAL BUSINESS										
4.1	Special Resolution Re-appointment of Shri S.C. Jain as Whole Time Director designated as Executive Director	32	49,07,048	100	Nil	Nil	0.00	Nil	Nil	0.00
4.2	Ordinary Resolution Appointment of Air Marshal (Retd.) D. Keelor, as an Independent Director	32	49,07,048	100	Nil	Nil	0.00	Nil	Nil	0.00
4.3	Ordinary Resolution Appointment of Brig. (Retd.) G.S. Sawhney, as an Independent Director	32	49,07,048	100	Nil	Nil	0.00	Nil	Nil	0.00
4.4	Ordinary Resolution Appointment of Shri R.K. Jain, as an Independent Director	32	49,07,048	100	Nil	Nil	0.00	Nil	Nil	0.00
4.5	Ordinary Resolution Approval of Remuneration of Cost Auditors for the financial year ending March 31, 2015.	32	49,07,048	100	Nil	Nil	0.00	Nil	Nil	0.00
4.6	Special Resolution Alteration in Articles of Association of the Company	32	49,07,048	100	Nil	Nil	0.00	Nil	Nil	0.00

Place : Dharuhera, Haryana
Dated : 30th September, 2014

We, the undersigned witnessed that - the ballot box was locked at the commencement of the AGM; the ballot box was sealed & identification marks were put after the voting was completed; and unsealed in our presence on 30th September, 2014 at 1.00 PM.

Witness : (1) Himanshu Khosla, PD 19/B, Vishakha Enclave, Pitam Pura, Delhi - 110034. (2) Rajat Kumar Kohli, 22, Krishna Market, Kalkaji, New Delhi - 110019

Sudhakar Koley
Scrutinizer



CONSOLIDATED REPORT OF SCRUTINIZER

[Pursuant to Section 109 of the Companies Act, 2013 and rule 21 (2) of the Companies (Management and Administration) Rules, 2014]

To
The Chairman
IST Limited

Sub : 38th Annual General Meeting of the Equity Shareholders of IST Limited Held on Tuesday, the 30th September, 2014 at 11.30 A.M.

Dear Sir,

I, Suchitta Koley, appointed as Scrutinizer for the purpose of the poll taken on the below mentioned resolution (s), at the 38th Annual General Meeting of the Equity Shareholders of IST Limited, held on Tuesday, the 30th September, 2014 at 11.30 AM submit our consolidated report of E Voting and Voting through ballot (Physical) as per Annexure –I, which is attached to and forms part of this Report.

Place : Dharuhera, Haryana
Dated : 30.09.2014

Yours truly,


(Suchitta Koley)
Scrutinizer

ANNEXURE - I TO SCRUTINIZER'S CONSOLIDATED REPORT ON E-VOTING AND BALLOT - AGM HELD AT 11.30 PM ON 30TH SEPTEMBER, 2014 - IST LIMITED

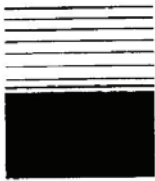
S. No.	Particulars	VOTED IN FAVOUR OF THE RESOLUTION			VOTED AGAINST THE RESOLUTION			INVALID VOTES		
		No. of Members who voted	No. of Shares for which Votes Cast	Percentage of votes to Total Number of valid votes	No. of Members who voted	No. of Shares for which Votes Cast	Percentage of votes to Total Number of valid votes	No. of Members who voted	No. of Shares for which Votes Cast	Percentage of votes to Total Number of valid votes
A. ORDINARY BUSINESS										
1.	Ordinary Resolution Adoption of Audited Financial Statements (including Consolidated) for the financial year ended March 31, 2014 together with the reports of the Directors and Auditors thereon	32	49,07,048	100	Nil	Nil	0.00	Nil	Nil	0.00
2.	Ordinary Resolution Re-appointment of Shri Gaurav Gupta as Director of the Company, who retires by rotation	32	49,07,048	100	Nil	Nil	0.00	Nil	Nil	0.00
3.	Ordinary Resolution Re-appointment of M/s. O.P. Dadu & Co., Chartered Accountant, as Statutory Auditors and fixing their remuneration.	32	49,07,048	100	Nil	Nil	0.00	Nil	Nil	0.00
B. SPECIAL BUSINESS										
4.1	Special Resolution Re-appointment of Shri S.C. Jain as Whole Time Director designated as Executive Director	32	49,07,048	100	Nil	Nil	0.00	Nil	Nil	0.00
4.2	Ordinary Resolution Appointment of Air Marshal (Retd.) D. Keelor, as an Independent Director	32	49,07,048	100	Nil	Nil	0.00	Nil	Nil	0.00
4.3	Ordinary Resolution Appointment of Brig. (Retd.) G.S. Sawhney, as an Independent Director	32	49,07,048	100	Nil	Nil	0.00	Nil	Nil	0.00
4.4	Ordinary Resolution Appointment of Shri R.K. Jain, as an Independent Director	32	49,07,048	100	Nil	Nil	0.00	Nil	Nil	0.00
4.5	Ordinary Resolution Approval of Remuneration of Cost Auditors for the financial year ending March 31, 2015.	32	49,07,048	100	Nil	Nil	0.00	Nil	Nil	0.00
4.6	Special Resolution Alteration in Articles of Association of the Company	32	49,07,048	100	Nil	Nil	0.00	Nil	Nil	0.00

Place : Dharuhera, Haryana
Dated : 30th September, 2014

Sanchit Koley
Scrutinizer

We, the undersigned witnessed that there were no voting done through the electronic mode, the ballot box was locked at the commencement of the AGM, the ballot box was sealed & identification marks were put after the voting was completed; and unsealed in our presence on 30th September, 2014 at 1.00 PM.

Witness : (3) Himanshu Khosla, PD 19/B, Vishakha Enclave, Pitam Pura, Delhi - 110034. (4) Rajat Kumar Kohli, 22, Krishna Market, Kalkaji, New Delhi - 110019



CIN - L33301HR1976PLCO08316

IST LIMITED

38TH ANNUAL GENERAL MEETING HELD ON TUESDAY, 30TH SEPTEMBER, 2014

DECLARATION OF RESULTS OF E-VOTING AND POLL

As per the provisions of the Companies Act, 2013 and Clause 35 B of the Listing Agreement, the Company had provided the facility of e-voting to the Shareholders to enable them to cast their vote electronically on the resolutions proposed in the Notice of the 38th Annual General Meeting (AGM). The e-voting was open from 10.00 AM on Tuesday, 23rd September, 2014 and ended at 5.00 PM on Thursday, 25th September, 2014.

In line with the provisions of the Companies Act, 2013 and in terms of the clarification issued by MCA, voting by show of hands was not permitted at the general meeting where e-voting has been offered to the Shareholders. Therefore, at the 38th AGM, voting was conducted by means of poll.

Shri Suchitta Koley, FCS 1647 (CP No.714), Practicing Company Secretary, was appointed by the Company as Scrutinizer for conducting e-voting and polling at AGM in fair and transparent manner. The Scrutinizer has carried out the scrutiny of all the electronic votes received upto 5.00 PM on 25th September, 2014 and poll received till the conclusion of the meeting and submitted their Report on 30th September, 2014.

The Consolidated Results as per the Scrutinizer's Report dated 30th September, 2014 are as follows :

S. No.	Particulars	No. of Votes Cast	No. of votes in favour & approx. %	No. of votes against & approx. %
A. ORDINARY BUSINESS				
1.	Ordinary Resolution Adoption of Audited Financial Statements (including Consolidated) for the financial year ended March 31, 2014 together with the reports of the Directors' and Auditors' thereon	49,07,048	49,07,048 (100%)	Nil (0.00%)
2.	Ordinary Resolution Re-appointment of Shri Gaurav Gupta as Director of the Company, who retires by rotation	49,07,048	49,07,048 (100%)	Nil (0.00%)
3.	Ordinary Resolution Re-appointment of M/s. O.P. Dadu & Co., Chartered Accountant, as Statutory Auditors and fixing their remuneration.	49,07,048	49,07,048 (100%)	Nil (0.00%)

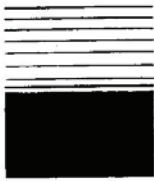


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Regd. Off. & Factory : Dharuhera Industrial Complex, Delhi-Jaipur Highway No. 8,
Village Kapriwas, Dharuhera, Distt. Rewari-123106 (Haryana)
Phones : 01274-267346-48, Fax : 01274-267444
E-mail : istgroup@sify.com Website : www.istindia.com

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CIN - L33301HR1976PLCO08316

IST LIMITED

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S. No.	Particulars	No. of Votes Cast	No. of votes in favour & approx. %	No. of votes against & approx. %
B. SPECIAL BUSINESS				
4.1	Special Resolution Re-appointment of Shri S.C. Jain as Whole Time Director designated as Executive Director	49,07,048	49,07,048 (100%)	Nil (0.00%)
4.2	Ordinary Resolution Appointment of Air Marshal (Retd.) D. Keelor, as an Independent Director	49,07,048	49,07,048 (100%)	Nil (0.00%)
4.3	Ordinary Resolution Appointment of Brig. (Retd.) G.S. Sawhney, as an Independent Director	49,07,048	49,07,048 (100%)	Nil (0.00%)
4.4	Ordinary Resolution Appointment of Shri R.K. Jain, as an Independent Director	49,07,048	49,07,048 (100%)	Nil (0.00%)
4.5	Ordinary Resolution Approval of Remuneration of Cost Auditors for the financial year ending March 31, 2015.	49,07,048	49,07,048 (100%)	Nil (0.00%)
4.6	Special Resolution Alteration in Articles of Association of the Company	49,07,048	49,07,048 (100%)	Nil (0.00%)

Based on the consolidated Report of the Scrutinizer, all Resolutions as set out in the Notice of 38th AGM have been duly approved by the Shareholders with requisite majority.

For IST Limited

Air Marshal (Retd.) D. Keelor
Chairman
DIN : 00999470

Dharuhera, Haryana
Date : 30th September, 2014



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