

20<sup>TH</sup> June 2014

The Bombay Stock Exchange Limited  
Floor 25, P J Towers,  
Dalal Street, Mumbai 400 001 India

The National Stock Exchange of India Ltd  
Exchange Plaza, Plot No. C/1, G Block  
Bandra – Kurla Complex  
Bandra (E), Mumbai – 400 051

Dear Sirs / Madam

**Proceedings and Results of E-voting of Extra ordinary General Meeting of Nitesh Estates Limited ( BSE : 533202 ; NSE : NITESHEST -EQ ) held on Wednesday the 18<sup>th</sup> June 2014**

Pursuant to provisions of Sec 100 of the Companies Act 2013, an Extra Ordinary General Meeting (EGM) of the Company was convened on Wednesday the 18<sup>th</sup> June 2014, at 10.00 AM at Taj Wes End, Race Course Road, Bangalore 560 001 to seek approval of the members of the Company by way of Special Resolution for the business stated in the notice dated 22<sup>nd</sup> May 2014 convening the meeting.

Pursuant to Sec 108 of the Companies Act 2013 read with the applicable rule(s) made thereon the Company had provided a facility to the members to vote electronically ( " e-voting" ) on the aforementioned business and had appointed Mr. V. Sreedharan, Practicing Company Secretary ( FCS 2347 CP 833 ) as Scrutiniser to conduct the e-voting process in a fair and transparent manner. The e-voting period commenced on June 12, 2014 10.00 AM and concluded on June 14, 2014 5.00 PM. The scrutiniser unlocked the votes on June 16, 2014 in the presence of Two public witness Ms. Padmasri.M.V. resident of JP Nagar, Bangalore and Mr. Vijayesh Rajendran, resident of JP Nagar, Bangalore , who are not employees of the Company. He submitted his report on e-voting on June 16, 2014 . The report of the Scrutiniser is attached as **ANNEXURE 1**. The result of E-voting: ( in all the resolution there were no invalid e-votes )

Item No. as per Agenda	Subject matter of the resolution  (please refer full text of resolution in the notice for details)	In favour of the special resolutions			Against the Special Resolutions		
		No. Of share-holders	No. Of shares voted	% of shares	No. Of Share-holders	No.of shares voted	% of shares
1.	<b>SPECIAL RESOLUTION:</b>  Approval of borrowing powers of Board of Director ( including committee there of ) as per Sec 180 (1) ( c ) of the Companies Act 2013 ratifying the earlier approval of Rs 500 Cr as per Companies Act 1956 and increase the limit to Rs 1000 Cr.	10	6,05,63,414	100	3	1175	negligible

**Nitesh Estates Limited**

CIN : L07010KA2004PLC033412

Regd. Office: Level 7, Nitesh Timesquare, #8, M.G. Road, Bangalore - 560 001, India

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Item No. as per Agenda	Subject matter of the resolution  (please refer full text of resolution in the notice for details)	In favour of the special resolutions			Against the Special Resolutions		
		No. Of share-holders	No. Of shares voted	% of shares	No. Of Share-holders	No. of shares voted	% of shares
2	<p><b>SPECIAL RESOLUTION :</b></p> <p>As per Sec 180 (1) (a) of the Companies Act 2013, according consent to the Board of Directors ( including committee there of) to create mortgage, charge, hypothecations ..etc., on the assets of the company including any rights on any property both present and future in favour of the lenders, Financial institutions, banks, and other body corporate, etc.. to secure the amount of loan granted to the company up to the value of not exceeding Rs 1000 Cr</p>	9	6,05,63,389	100	4	1200	Negligible
3	<p><b>SPECIAL RESOLUTION :</b></p> <p>Pursuant to Sec 42 and 71 of the Companies Act 2013, and the rules made there under According consent to the Board of Directors ( including the Committee there of), to make offers() or issue invitations(s) to subscribe for Non-Convertible Debenture(s) on Private Placement basis for a period of one year from the date of passing this resolution.</p>	9	6,05,63,389	100	4	1225	Negligible

At the EGM held on Wednesday the 18<sup>th</sup> June 2014, at 10.00 AM, after ascertaining the Quorum was present Chairman called the meeting to Order. He briefed the members on the purpose and requirement of convening the EGM. The Scrutaniser appointed by the Board, Mr. V. Sreedharan,



Practicing Company Secretary, was also present to conduct the poll in a fair and transparent manner. Chairman directed the Company Secretary to explain the members on the new requirement of holding E-voting and also the voting at the General Meeting as per Companies Act 2013.

After this chairman read out the agenda for the meeting, which was with the permission of members taken as read. After discussion and answering the questions / providing clarification Chairman directly order the poll and asked the members those who have not exercised their vote in e-voting to exercise vote by Ballot.

The sealed Ballot box was after polling concluded was opened and verified by them.

The result of the poll at the meeting and the consolidated results were submitted to the Company in Form MGT 13 with requisite details and annexures, with CD containing the list of members and their voting pattern. The Voting at the EGM and Poll was as follows:

**Annexure – 1**

Consolidated result of voting (by E- voting and Poll) for resolution numbers 1 to 3 of the notice of the Extra Ordinary General Meeting of "Nitesh Estates Limited" held on Wednesday, June 18, 2014 at 'The Taj West End', Race Course Road, Bangalore 560001 at 10.00 A.M.

**Resolution 1.**

Voting Details	Voting by e-voting / poll	Number of Members present and voted (in person or by proxy)	Number of votes cast by them
Voted in favour of resolution.	By e-voting	10	6,05,63,414
	By Poll	61	70,14,392
<b>Total (Favour)</b>		<b>71</b>	<b>6,75,77,806</b>
Voted against the resolution.	By e-voting	3	1,125
	By Poll	2	400
<b>Total (Against)</b>		<b>5</b>	<b>1,575</b>
Invalid votes.	By e-voting	NIL	NIL
	By Poll	7	13,95,786
<b>Total (Invalid)</b>		<b>7</b>	<b>13,95,786</b>

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Resolution 2

Voting Details	Voting by e-voting / poll	Number of Members present and voted (in person or by proxy)	Number of votes cast by them
Voted in favour of resolution.	<i>By e-voting</i>	9	6,05,63,389
	<i>By Poll</i>	61	70,14,392
<b>Total (Favour)</b>		<b>70</b>	<b>6,75,77,781</b>
Voted against the resolution.	<i>By e-voting</i>	4	1,200
	<i>By Poll</i>	2	400
<b>Total (Against)</b>		<b>6</b>	<b>1,600</b>
Invalid votes.	<i>By e-voting</i>	NIL	NIL
	<i>By Poll</i>	7	13,95,786
<b>Total (Invalid)</b>		<b>7</b>	<b>13,95,786</b>

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Resolution 3

Voting Details	Voting by e-voting / poll	Number of Members present and voted (in person or by proxy)	Number of votes cast by them
Voted in favour of resolution.	<i>By e-voting</i>	9	6,05,63,389
	<i>By Poll</i>	59	70,14,192
<b>Total (Favour)</b>		<b>68</b>	<b>6,75,77,581</b>
Voted against the resolution.	<i>By e-voting</i>	4	1,225
	<i>By Poll</i>	2	400
<b>Total (Against)</b>		<b>6</b>	<b>1,625</b>
Invalid votes.	<i>By e-voting</i>	NIL	NIL
	<i>By Poll</i>	9	13,95,986
<b>Total (Invalid)</b>		<b>9</b>	<b>13,95,986</b>

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**Nitesh Estates Limited**

CIN : L07010KA2004PLC033412

Regd. Office: Level 7, Nitesh Timesquare, #8, M.G. Road, Bangalore - 560 001, India

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Resolution 3

Voting Details	Voting by e-voting / poll	Number of Members present and voted (In person or by proxy)	Number of votes cast by them
Voted in favour of resolution.	By e-voting	9	6,05,63,389
	By Poll	59	70,14,192
<b>Total (Favour)</b>		<b>68</b>	<b>6,75,77,581</b>
Voted against the resolution.	By e-voting	4	1,225
	By Poll	2	400
<b>Total (Against)</b>		<b>6</b>	<b>1,625</b>
Invalid votes.	By e-voting	NIL	NIL
	By Poll	9	13,95,986
<b>Total (Invalid)</b>		<b>9</b>	<b>13,95,986</b>



Summary Result of E-Voting and Poll for resolution numbers 1 to 3

Resolution No.	Total Valid Votes Cast			Voted in favour of Resolution				Voted against Resolution			
	E-Voting	Poll	Total	E-Voting	Poll	Total	%	E-Voting	Poll	Total	%
1	6,05,64,589	70,14,792	6,75,79,381	6,05,63,414	70,14,392	6,75,77,806	100	1,175	400	1,575	Negligible
2	6,05,64,589	70,14,792	6,75,79,381	6,05,63,389	70,14,392	6,75,77,781	100	1,200	400	1,600	Negligible
3	6,05,64,614	70,14,592	6,75,79,206	6,05,63,389	70,14,192	6,75,77,581	100	1,225	400	1,625	Negligible



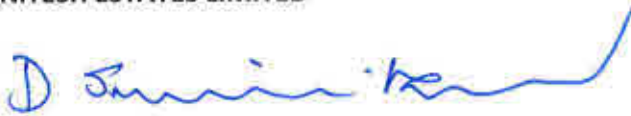


**RESULTS:**

All the three Special Resolutions submitted to the General Meeting have been approved and passed with the Requisite majority.

The Report of the Scrutiniser is also appended for your records.

For NITESH ESTATES LIMITED



**D. SRINIVASAN**  
**COMPANY SECRETARY**

Encl as above.



June 16, 2014

**REPORT OF SCRUTINIZER  
[E – VOTING]**

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

To,  
The Chairman,  
Nitesh Estates Limited,  
Nitesh Times Square,  
7<sup>th</sup> Floor, No.8, M.G Road  
Bangalore 560001

Sir,

I, V.Sreedharan, Partner of M/s V. Sreedharan and Associates, Company Secretaries, Bangalore, was appointed as Scrutinizer for the Extra Ordinary General Meeting of the Equity Shareholders of "**Nitesh Estates Limited**" to be held on Wednesday, June 18, 2014 at 10.00 A.M. at '**The Taj West End**', **Race Course Road, Bangalore - 560001** for the purpose of scrutinizing the E Voting process in a fair and transparent manner and ascertaining the requisite majority on E Voting carried out as per the provisions of the Companies Act, 2013 and Sub rule (xi) of Rule 20 of Companies (Management and Administration) Rules, 2014 on the resolutions referred to in this report.





We submit our report as under:

1. The E-Voting period remained open from 10.00 AM on Thursday, June 12, 2014 up to 5.00 PM on Saturday, June 14, 2014.
2. The Notice was sent to all the Members, whose names appeared in the Register of Members as on May 16, 2014, who were entitled to vote on the proposed 3 (Three) resolutions as mentioned in the Notice of the Extra Ordinary General Meeting of "Nitesh Estates Limited" (Item Number 1 to 3 of the Notice of the Extra Ordinary General Meeting of Nitesh Estates Limited).
3. The votes were unblocked on Monday, the June 16, 2014 around 10.45 A.M. in the presence of two witnesses, namely, Ms. Padmasri M.V, residing at 146/224, 'D' 18<sup>th</sup> Main, 5<sup>th</sup> Phase, J.P Nagar, Bangalore 560078 and Mr. Vijayesh Rajendran, residing at 56/5-1, G-7, Silverline Tulip Apartments, 9<sup>th</sup> Cross, Sarraki Main Road, J.P Nagar I Phase, Bangalore 560078 who are not in employment of the company.

They have signed below in confirmation of the votes being unblocked in their presence.

  
**(Padmasri M.V)**

  
**(Vijayesh Rajendran)**

4. Thereafter the details containing, inter-alia, list of equity shareholders, who voted "For" and "Against", were downloaded from the E- Voting website of Karvy Computershare Private Limited (<https://evoting.karvy.com>).





5. The result of the e-voting is as under:

a) **RESOLUTION 1**

**RESOLVED THAT** In supersession of the resolution passed under Section 293(1)(d) of the Companies Act, 1956 at the Extra-Ordinary General Meeting of the Company held on 21<sup>st</sup> November 2009 and pursuant to Section 180(1)(c) and other applicable provisions, if any, of the Companies Act, 2013 and the rules made there under, as amended from time to time, the consent of the Company be and is hereby accorded to the Board of Directors of the Company (hereinafter referred to as the "Board" which term shall include any committee thereof for the time being exercising the powers conferred on the Board by this Resolution) for borrowing from time to time, any sum or sums of monies, which together with the monies already borrowed by the Company (apart from the temporary loans obtained or to be obtained from the Company's bankers in the ordinary course of business), may exceed the aggregate of the paid-up share capital of the Company and its free reserves, that is to say, reserves not set apart for any specific purpose, provided that the total outstanding amount so borrowed shall not at any time exceed the limit of Rs. 1,000 Crore.

**RESOLVED FURTHER THAT** the Board be and is hereby authorized and empowered to arrange or settle the terms and conditions on which all such monies are to be borrowed from time to time as to interest, repayment, security or otherwise howsoever as it may think fit and to do all such acts, deeds and things, to execute all such documents, instruments and writings as may be required.



(i) Voted **in favour** of Resolution:

Number of Members voted through e-voting system	Number of votes cast by them	% of Total Number of valid votes cast
10	6,05,63,414	100

(ii) Voted **against** the resolution:

Number of Members voted through e-voting system	Number of votes cast by them	% of Total Number of valid votes cast
3	1,175	Negligible

(iii) **Invalid** Votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them
NIL	NIL





**b) RESOLUTION 2**

**RESOLVED THAT** in supersession of the resolution passed under Section 293(1)(a) of the Companies Act, 1956, and pursuant to Section 180(1)(a) and other applicable provisions, if any, of the Companies Act, 2013 and the rules made there under, as amended from time to time, the consent of the Company be and is hereby accorded to the creation by the Board of Directors of the Company (hereinafter referred to as the "Board" which term shall include any committee thereof for the time being exercising the powers conferred on the Board by this Resolution) of such mortgages, charges and hypothecations as may be necessary on such of the assets of the Company (including the rights/ interest possessed by the Company ), both present and future, in such manner as the Board / Committee of the Board may direct, together with power to take over the management of the Company in certain events, to or in favour of financial institutions, investment institutions and their subsidiaries, banks, mutual funds, trusts, other bodies corporate (hereinafter referred to as the Lending Agencies") and Trustees for the holders of debentures/ bonds and/or other instruments which may be issued on private placement basis or otherwise, to secure rupee term loans/foreign currency loans, debentures, bonds and other instruments of an outstanding aggregate value not exceeding Rs. 1,000 Crore together with interest thereon at the agreed rates, further interest, liquidated damages, premium on pre-payment or on redemption, costs, charges, expenses and all other moneys payable by the Company to the Trustees under the Trust Deed and to the Lending Agencies under their respective Agreements / Loan Agreements / Debenture Trust Deeds entered /to be entered into by the Company in respect of the said borrowings.





**RESOLVED FURTHER THAT** the Board be and is hereby authorized to finalize with the Lending Agencies / Trustees, the documents for creating the aforesaid mortgages, charges and/or hypothecations and to accept any modifications to, or to modify, alter or vary, the terms and conditions of the aforesaid documents and to do all such acts and things and to execute all such documents as may be necessary for giving effect to this Resolution

(i) Voted **in favour** of Resolution:

Number of Members voted through e-voting system	Number of votes cast by them	% of Total Number of valid votes cast
9	6,05,63,389	100

(ii) Voted **against** the resolution:

Number of Members voted through e-voting system	Number of votes cast by them	% of Total Number of valid votes cast
4	1,200	Negligible

(iii) **Invalid** Votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them
NIL	NIL





**c) RESOLUTION 3**

**RESOLVED THAT** pursuant to the provisions of Sections 42, 71 and other applicable provisions, if any, of the Companies Act, 2013 read with the Rules framed there under, as may be amended from time to time, the approval of the Company, be and is hereby accorded for making offer(s) or invitation(s) to subscribe to Non-Convertible Debentures on private placement basis during a period of one year from the date of passing of this Resolution within the overall borrowing limits of the Company, as approved by the Members, from time to time.

**RESOLVED FURTHER THAT** the Board of Directors of the Company (including any Committee thereof), be and is hereby authorized to do all such acts, deeds and things and give such directions as may be deemed necessary or expedient, to give effect to the this Resolution.

(i) Voted **in favour** of Resolution:

Number of Members voted through e-voting system	Number of votes cast by them	% of Total Number of valid votes cast
9	6,05,63,389	100

(ii) Voted **against** the resolution:

Number of Members voted through e-voting system	Number of votes cast by them	% of Total Number of valid votes cast
4	1,225	Negligible



**FORM No. MGT-13**  
**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

Extra Ordinary General Meeting of the Equity Shareholders of

**"Nitesh Estates Limited"** held on Wednesday, June 18, 2014 at

'The Taj West End', Race Course Road, Bangalore 560001 at 10.00 A.M.

Dear Sir,

I, V.Sreedharan, Partner of M/s V.Sreedharan and Associates, Company Secretaries, Bangalore, was appointed as Scrutinizer for the purpose scrutinizing the poll taken on the below mentioned resolutions, at the Extra Ordinary General Meeting of the Equity Shareholders of **"Nitesh Estates Limited"**, held on Wednesday, June 18, 2014 at 'The Taj West End', Race Course Road, Bangalore 560001.

We submit our report as under:

1. After the time fixed for closing of the poll by the Chairman, One ballot box kept for polling was locked in my presence with due identification marks placed by me.





2. The locked ballot boxes were 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.
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 as under:

**a) Resolution 1**

**RESOLVED THAT** in supersession of the resolution passed under Section 293(1)(d) of the Companies Act, 1956 at the Extra-Ordinary General Meeting of the Company held on 21<sup>st</sup> November 2009 and pursuant to Section 180(1)(c) and other applicable provisions, if any, of the Companies Act, 2013 and the rules made there under, as amended from time to time, the consent of the Company be and is hereby accorded to the Board of Directors of the Company (hereinafter referred to as the "Board" which term shall include any committee thereof for the time being exercising the powers conferred on the Board by this Resolution) for borrowing from time to time, any sum or sums of monies, which together with the monies already borrowed by the Company (apart from the temporary loans obtained or to be obtained from the Company's bankers in the ordinary course of business), may exceed the aggregate of the paid-up share capital of the Company and its free reserves, that is to say, reserves not set apart for any specific purpose, provided that the total outstanding amount so borrowed shall not at any time exceed the limit of Rs. 1,000 Crore.

**RESOLVED FURTHER THAT** the Board be and is hereby authorized and empowered to arrange or settle the terms and conditions on which all such monies are to be borrowed from time to time as to interest, repayment, security or otherwise howsoever as it may think fit and to do all such acts, deeds and things, to execute all such documents, instruments and writings as may be required.



(i) Voted **in favour** of Resolution

Number of Members present and voting (in person or by proxy)	Number of votes cast by them	% of Total Number of valid votes cast
61	70,14,392	99.99

(ii) Voted **against** the resolution

Number of Members Present and Voting (in person or by proxy)	Number of Votes Cast by them	% of Total Number of valid votes cast
2	400	0.01

(iii) **Invalid** Votes:

Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
7	13,95,786





**b) Resolution 2**

**RESOLVED THAT** in supersession of the resolution passed under Section 293(1)(a) of the Companies Act, 1956, and pursuant to Section 180(1)(a) and other applicable provisions, if any, of the Companies Act, 2013 and the rules made there under, as amended from time to time, the consent of the Company be and is hereby accorded to the creation by the Board of Directors of the Company (hereinafter referred to as the "Board" which term shall include any committee thereof for the time being exercising the powers conferred on the Board by this Resolution) of such mortgages, charges and hypothecations as may be necessary on such of the assets of the Company (including the rights/ interest possessed by the Company ), both present and future, in such manner as the Board / Committee of the Board may direct, together with power to take over the management of the Company in certain events, to or in favour of financial institutions, investment institutions and their subsidiaries, banks, mutual funds, trusts, other bodies corporate (hereinafter referred to as the Lending Agencies") and Trustees for the holders of debentures/ bonds and/or other instruments which may be issued on private placement basis or otherwise, to secure rupee term loans/foreign currency loans, debentures, bonds and other instruments of an outstanding aggregate value not exceeding Rs. 1,000 Crore together with interest thereon at the agreed rates, further interest, liquidated damages, premium on pre-payment or on redemption, costs, charges, expenses and all other moneys payable by the Company to the Trustees under the Trust Deed and to the Lending Agencies under their respective Agreements / Loan Agreements / Debenture Trust Deeds entered /to be entered into by the Company in respect of the said borrowings.

**RESOLVED FURTHER THAT** the Board be and is hereby authorized to finalize with the Lending Agencies / Trustees, the documents for creating the aforesaid mortgages, charges and/or hypothecations and to accept any modifications to, or to modify, alter or vary, the terms and conditions of the aforesaid documents and to do all such acts and things and to execute all such documents as may be necessary for giving effect to this Resolution



(i) Voted **in favour** of Resolution

Number of Members present and voting (in person or by proxy)	Number of votes cast by them	% of Total Number of valid votes cast
61	70,14,392	99.99

(ii) Voted **against** the resolution

Number of Members Present and Voting (in person or by proxy)	Number of Votes Cast by them	% of Total Number of valid votes cast
2	400	0.01

(iii) **Invalid** Votes:

Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
7	13,95,786





**c) Resolution 3**

**RESOLVED THAT** pursuant to the provisions of Sections 42, 71 and other applicable provisions, if any, of the Companies Act, 2013 read with the Rules framed there under, as may be amended from time to time, the approval of the Company, be and is hereby accorded for making offer(s) or invitation(s) to subscribe to Non-Convertible Debentures on private placement basis during a period of one year from the date of passing of this Resolution within the overall borrowing limits of the Company, as approved by the Members, from time to time.

**RESOLVED FURTHER THAT** the Board of Directors of the Company (including any Committee thereof), be and is hereby authorized to do all such acts, deeds and things and give such directions as may be deemed necessary or expedient, to give effect to the this Resolution.

(i) Voted **in favour** of Resolution

Number of Members present and voting (in person or by proxy)	Number of votes cast by them	% of Total Number of valid votes cast
59	70,14,192	99.99

(ii) Voted **against** the resolution

Number of Members Present and Voting (in person or by proxy)	Number of Votes Cast by them	% of Total Number of valid votes cast
2	400	0.01



(iii) **Invalid Votes:**

Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
9	13,95,986

5. A Compact Disc (CD) containing a list of Equity shareholders who voted "FOR", "AGAINST" and those whose votes were declared invalid for each resolution is enclosed.
6. The poll papers and all other relevant records were sealed and handed over to the Company Secretary / Director authorized by the Board for safe keeping.
7. The consolidated result of the votes cast (by E-voting and by poll) is provided as Annexure-1 to this report.

Thanking You,

Yours faithfully

For V. Sreedharan & Associates



V. Sreedharan  
Partner  
F.C.S - 2347 : C.P. No. 833

Place : Bangalore

Dated: June 19, 2014



## Annexure – 1

**Consolidated result of voting (by E- voting and Poll) for resolution numbers 1 to 3 of the notice of the Extra Ordinary General Meeting of "Nitesh Estates Limited" held on Wednesday, June 18, 2014 at 'The Taj West End', Race Course Road, Bangalore 560001 at 10.00 A.M.**

### Resolution 1

Voting Details	Voting by e-voting / poll	Number of Members present and voted (in person or by proxy)	Number of votes cast by them	
Voted in favour of resolution.	<i>By e-voting</i>	10		6,05,63,414
	<i>By Poll</i>	61		70,14,392
<b>Total (Favour)</b>		<b>71</b>		<b>6,75,77,806</b>
Voted against the resolution.	<i>By e-voting</i>	3		1,175
	<i>By Poll</i>	2		400
<b>Total (Against)</b>		<b>5</b>		<b>1,575</b>
Invalid votes.	<i>By e-voting</i>		NIL	NIL
	<i>By Poll</i>	7		13,95,786
<b>Total (Invalid)</b>		<b>7</b>		<b>13,95,786</b>



**Resolution 2**

Voting Details	Voting by e-voting / poll	Number of Members present and voted (in person or by proxy)	Number of votes cast by them
Voted in favour of resolution.	<i>By e-voting</i>	9	6,05,63,389
	<i>By Poll</i>	61	70,14,392
<b>Total (Favour)</b>		<b>70</b>	<b>6,75,77,781</b>
Voted against the resolution.	<i>By e-voting</i>	4	1,200
	<i>By Poll</i>	2	400
<b>Total (Against)</b>		<b>6</b>	<b>1,600</b>
Invalid votes.	<i>By e-voting</i>	NIL	NIL
	<i>By Poll</i>	7	13,95,786
<b>Total (Invalid)</b>		<b>7</b>	<b>13,95,786</b>





Resolution 3

Voting Details	Voting by e-voting / poll	Number of Members present and voted (in person or by proxy)	Number of votes cast by them
Voted in favour of resolution.	<i>By e-voting</i>	9	6,05,63,389
	<i>By Poll</i>	59	70,14,192
<b>Total (Favour)</b>		<b>68</b>	<b>6,75,77,581</b>
Voted against the resolution.	<i>By e-voting</i>	4	1,225
	<i>By Poll</i>	2	400
<b>Total (Against)</b>		<b>6</b>	<b>1,625</b>
Invalid votes.	<i>By e-voting</i>	NIL	NIL
	<i>By Poll</i>	9	13,95,986
<b>Total (Invalid)</b>		<b>9</b>	<b>13,95,986</b>



**Summary Result of E-Voting and Poll for resolution numbers 1 to 3**

Resolution No.	Total Valid Votes Cast			Voted in favour of Resolution			Voted against Resolution				
	E-Voting	Poll	Total	E-Voting	Poll	Total	%	E-Voting	Poll	Total	%
1	6,05,64,589	70,14,792	6,75,79,381	6,05,63,414	70,14,392	6,75,77,806	100	1,175	400	1,575	Negligible
2	6,05,64,589	70,14,792	6,75,79,381	6,05,63,389	70,14,392	6,75,77,781	100	1,200	400	1,600	Negligible
3	6,05,64,614	70,14,592	6,75,79,206	6,05,63,389	70,14,192	6,75,77,581	100	1225	400	1,625	Negligible





(iii) **Invalid** Votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them
NIL	NIL

6. The Register, all other papers and relevant records relating to electronic voting shall remain in our safe custody until the Chairman considers, approves and signs the Minutes of the aforesaid Annual General Meeting and thereafter the same will be handed over to the company.

Thanking You,

Yours faithfully,

For V. Sreedharan & Associates



V. Sreedharan  
Partner

F.C.S - 2347 - C.P. No. 833

**Place: Bangalore**

**Dated: June 16, 2014**