

CS/2014-15/VR_C35A

Date : September 27, 2014

To,
The Listing Department
BSE Limited
Department of Corporate Affairs
Phiroze Jeejeebhoy Towers
Dalal Street Mumbai - 400001

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

Dear Sir(s)

Subject : Results of Postal Ballot under Clause 35A of Listing Agreement
Reference : ISIN - INE337M01013

This is to intimate you that Company has conducted a Postal Ballot Process pursuant to Section 110 of the Companies Act, 2013, read with the Companies (Management and Administration) Rules 2014, and the approval of Shareholders was sought on following resolution :

S. No.	Description	Type of Resolution
1	Authority to extend the Objects of M/s Indo Thai Realities Limited, a Wholly Owned Subsidiary Company of Indo Thai Securities Limited	Special Resolution
2	Transaction with related parties under Section 188 of the Companies Act, 2013	Special Resolution
3	Authority for loans/ guarantee/ security/ acquiring securities/ investment by the Company under Section 186 of the Companies Act, 2013	Special Resolution

The last date for receipt of the Postal Ballot Forms, duly completed by the Shareholders was Thursday, 25th September, 2014.

The Scrutinizer, M/s Kaushal Ameta & Co., appointed by the Board has submitted his Report on the Postal Ballot and the results are announce to the Shareholders today Saturday, September 27, 2014 at 5.30 P.M. by Mr. Parasmal Doshi, Chairman of the Company at Company's Registered Office.



We are submitting herewith Results of Voting conducted by Postal Ballot, Scrutinizer's Report under the adherence of Clause 35A of the Listing Agreement and other applicable clauses for your records & perusal.

You are requested to please find the same and take on your records.

Thanking You,

Yours Faithfully,

For Indo Thai Securities Limited



Anurag Kumar Saxena

(Company Secretary cum Compliance Officer)



Enclosure :

- Declaration of Results of Voting conducted on Resolution through Postal Ballot
- Copy of Scrutinizer's Report
- Postal Ballot Notice with Postal Ballot Form

DECLARATION OF RESULTS OF VOTING CONDUCTED BY POSTAL BALLOT

Pursuant to Section 110 of the Companies Act, 2013 read with Rules 22 of the Companies (Management and Administration) Rules 2014, the approval of Shareholders was sought by means of Postal Ballot vide Notice dated August 09, 2014 on following resolutions:

S. No.	Description	Type of Resolution
1	Authority to extend the Objects of M/s Indo Thai Realities Limited, a Wholly Owned Subsidiary Company of Indo Thai Securities Limited	Special Resolution
2	Transaction with related parties under Section 188 of the Companies Act, 2013	Special Resolution
3	Authority for loans/ guarantee/ security/ acquiring securities/ investment by the Company under Section 186 of the Companies Act, 2013	Special Resolution

The Scrutinizer, M/s Kaushal Ameta & Co., Company Secretaries, Indore who was appointed as Scrutinizer by the Board on 9th August 2014, has submitted the Report after completion of scrutiny of the Postal Ballot Forms received from shareholders physically and electronic voting done by them upto 6.00 P.M. on 25th September 2014. Summary of the Scrutinizer's Report is as below:

Resolution No. 1					
Authority to extend the Objects of M/s Indo Thai Realities Limited a Wholly Owned Subsidiary Company of Indo Thai Securities Limited					
<i>Particulars</i>	<i>Total no. of Folios</i>	<i>Total No. of Shares Held</i>	<i>Total No. of Votes Cast</i>	<i>Percentage to Total Vote Cast</i>	<i>Percentage to Total Paid up Capital</i>
Total Votes Cast through E-voting [A]	107	8221813	8221813	100.000	82.218
Total Votes Cast through Postal Ballot forms Received [B]	20	237545	237545	100.000	2.375
Grand total of E-voting /Postal Ballot Form [C=(A+B)]	127	8459358	8459358	100.000	84.594
Less: Invalid E-voting/Postal Ballot Forms [D]*	9	8233	8233	100.000	0.082
Net E-voting/Postal Ballot Forms [E=(C-D)]	118	8451125	8451125	100.000	84.511
Total Votes In Favour of the Resolution [F]	116	8439225	8439225	99.859	84.392
Total Votes In Against of the Resolution [H]	2	11900	11900	0.141	0.119



Resolution No. 2	Transaction with related parties under Section 188 of the Companies Act, 2013				
<i>Particulars</i>	<i>Total no. of Folios</i>	<i>Total No. of Shares Held</i>	<i>Total No. of Votes Cast</i>	<i>Percentage to Total Vote Cast</i>	<i>Percentage to Total Paid up Capital</i>
Total Votes Cast through E-voting [A]	107	8221813	8221813	100.000	82.218
Total Votes Cast through Postal Ballot forms Received [B]	20	237545	237545	100.000	2.375
Grand total of E-voting /Postal Ballot Form [C=(A+B)]	127	8459358	8459358	100.000	84.594
Less: Invalid E-voting/Postal Ballot Forms [D]*	21	6443883	6443883	100.000	64.439
Net E-voting/Postal Ballot Forms [E=(C-D)]	106	2015475	2015475	100.000	20.155
Total Votes In Favour of the Resolution [F]	103	2014275	2014275	99.940	20.143
Total Votes In Against of the Resolution [H]	3	1200	1200	0.060	0.012

Resolution No. 3	Authority for loans/ guarantee/ security/ acquiring securities/ investment by the Company under Section 186 of the Companies Act, 2013				
<i>Particulars</i>	<i>Total no. of Folios</i>	<i>Total No. of Shares Held</i>	<i>Total No. of Votes Cast</i>	<i>Percentage to Total Vote Cast</i>	<i>Percentage to Total Paid up Capital</i>
Total Votes Cast through E-voting [A]	107	8221813	8221813	100.000	82.218
Total Votes Cast through Postal Ballot forms Received [B]	20	237545	237545	100.000	2.375
Grand total of E-voting /Postal Ballot Form [C=(A+B)]	127	8459358	8459358	100.000	84.594
Less: Invalid E-voting/Postal Ballot Forms [D]*	9	8233	8233	100.000	0.082
Net E-voting/Postal Ballot Forms [E=(C-D)]	118	8451125	8451125	100.000	84.511
Total Votes In Favour of the Resolution [F]	117	8450125	8450125	99.988	84.501
Total Votes In Against of the Resolution [H]	1	1000	1000	0.012	0.010



**Due to reason of vote not cast, discrepancies in signature and delay in submission of forms and vote cast by related party, treated as Invalid Postal Ballot, and these are not taken into account for the voting.*

On basis of above results, it is announced on today, September 27, 2014 at 5.30 P.M. at Registered Office of the Company at 16, 4th Floor, Dawa Bazar, R.N.T. Marg, Indore (M.P.) that the votes cast "FOR" on the Special Resolutions cited under Item No. 1, 2 & 3 of the Postal Ballot Notice dated 09.08.2014 out of the total votes casts is 99.859%, 99.940%, 99.988% respectively. Hence, more than 99% of the Shareholders have assented for all Special Resolutions, and such resolutions has been passed with the requisite majority.

Break-up of Voting as per Listing Agreement:

Resolution no. 1	Authority to extend the Objects of M/s Indo Thai Realities Limited a Wholly Owned Subsidiary Company of Indo Thai Securities Limited						
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	6493550	6493550	100.00	6493550	0	100.00	0.00
Public Institutional holders	0	0	0.00	0	0	0.00	0.00
Public-Others	3506450	1957575	55.83	1945675	11900	99.39	0.61
Total	10000000	8451125	84.51	8439225	11900	99.86	0.14

Resolution no. 2	Transaction with related parties under Section 188 of the Companies Act, 2013						
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	6493550	57900#	0.89	57900	0	100.00	0.00
Public Institutional holders	0	0	0.00	0	0	0.00	0.00
Public-Others	3506450	1957575	55.83	1956375	1200	99.94	0.06
Total	10000000	2015475	20.15	2014275	1200	99.94	0.06



Resolution no. 3	Authority for loans/ guarantee/ security/ acquiring securities/ investment by the Company under Section 186 of the Companies Act, 2013						
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	6493550	6493550	100.00	6493550	0	100.00	0.00
Public Institutional holders	0	0	0.00	0	0	0.00	0.00
Public-Others	3506450	1957575	55.83	1956575	1000	99.95	0.05
Total	10000000	8451125	84.51	8450125	1000	99.99	0.01

Note : * Only valid votes considered for.

Votes cast by Interested parties has been excluded.

For Indo Thai Securities Limited


Parasmal Doshi
 (Chairman)



Dated : September 27, 2014

KAUSHAL AMETA & CO.
Company Secretaries

404, Navneet Plaza,
5/2 Old Palasia, Indore -01
P-0731-4202337 M-9893523155
E- 7Kaushal@gmail.com

SCRUTINIZER'S REPORT

The Board of Directors,
Indo Thai Securities Limited
16, 4th Floor, Dawa Bazar,
R.N.T. Marg, Indore - 452001

Dear Sir,

The Board of Directors of the Company had appointed us on 09th August, 2014 as Scrutinizer for conducting the Postal Ballot voting process in respect of the Special Resolution to be passed by the Members of the Company for the following resolutions:

1. Authority to extend the objects of M/s Indo Thai Realities Limited a Wholly Owned Subsidiary Company of Indo Thai Securities Limited
2. Transactions with related parties under Section 188 of the Companies Act, 2013
3. Authorization for loans / guarantee / security / acquiring securities / investments by the Company under Section 186 of the Companies Act, 2013.

As per the Information furnished to us by the Company and according to the scrutiny of postal ballot Forms received (through physical and electronic mode) from Members of the Company, We hereby submit our report as under:

Sr. No.	Particulars	Date
1	The date of determination of entitlement to receive Postal Ballot Forms	Friday, 08th August, 2014
2	Date of Completion of dispatch of Notice and other enclosure thereon together with Postal Ballot Form(s) and Business Reply Envelop	Tuesday, 26th August, 2014
3	Date of Public Announcement with respect to completion of Dispatch of Postal Ballot Forms in Two Newspapers: i. The Free Press Journal (English daily) ii. Choutha Sansar (Hindi daily)	Wednesday, 27th August, 2014
4	Last date to receive the Postal Ballot Forms/E-voting from Members of the Company.	Thursday, 25th September, 2014.



[Handwritten signature]

KAUSHAL AMETA & CO.

Company Secretaries

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We Report that, we have considered and taken on record the scaled envelopes containing postal ballot forms received at 16, 4th Floor, Dawa Bazar, R.N.T. Marg, Indore- 452001, up to 25th September, 2014 (6.00 P.M) including hand delivery and through e-voting facility by shareholders of the Company up to 25th September, 2014 (6.00 P.M).

We further Report that the signature verification in respect of these postal Ballot have been done online through E-voting Access window provided by Registrar and Transfer Agent (RTA) of the Company i.e M/s. Sharepro Services (India) Private Limited.

Summary of postal Ballot(s)/ e-Voting is given below:

Resolution No. 1	Authority to extend the Objects of M/s Indo Thai Realities Limited a Wholly Owned Subsidiary Company of Indo Thai Securities Limited				
Particulars	Total no. of Folios	Total No. of Shares Held	Total No. of Votes Cast	Percentage to Total Vote Cast	Percentage to Total Paid up Capital
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Resolution No. 2	Transaction with related parties under Section 188 of the Companies Act, 2013				
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Particulars	Total no. of Folios	Total No. of Shares Held	Total No. of Votes Cast	Percentage to Total Vote Cast	Percentage to Total Paid up Capital
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*Due to reason of vote not cast, discrepancies in signature and delay in submission of forms and vote cast by related party, treated as Invalid Postal Ballot, and these are not taken into account for the voting.

We further report that, following are the details of voting in respect of the Special Resolution.

Sr. No.	Special Resolution	Votes in Assent		Votes in Dissent		Remark
		Number	Percentage	Number	Percentage	
1	Authority to extend the objects of M/s Indo Thai Realities Limited a Wholly Owned Subsidiary Company of Indo Thai Securities Limited	8439225	99.859	11900	0.141	More than 99.00% of the Shareholders have assented for the Special Resolution
2	Transactions with related parties under Section 188 of the Companies Act, 2013	2014275	99.940	1200	0.060	More than 99.00% of the Shareholders have assented for the Special Resolution



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3	Authorization for loans / guarantee / security / acquiring securities / investments by the Company under Section 186 of the Companies Act, 2013	8450125	99.988	1000	0.012	More than 99.00% of the Shareholders have assented for the Special Resolution
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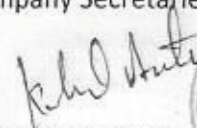
The Postal Ballot forms and all other related records are kept in our custody and shall be handed over to Mr. Anurag Kumar Saxena, Company Secretary of the Company, who is authorized by the Board to supervise the Postal Ballot Process.

The Voting has been reckoned in proportion to a member's share of the paid up equity share capital of the Company as on 08th August, 2014. Since, the number of votes cast by the members of the Company in favour of the Resolution is as per the requirements of The Companies Act, 2013 alongwith the rules framed thereunder (including any statutory modification or re-enactment thereof), we hereby report that the above said resolution is duly passed with requisite majority. You may accordingly declare the result of the voting by Postal Ballot.

Thanking You,

Your's Truly,

For **M/s Kaushal Ameta & Company**
Company Secretaries


CS Kaushal Ameta
Scrutinizer



Place: **Indore**

Date: **27.09.2014**