

January 05, 2015

National Stock Exchange of India Limited
Exchange Plaza, 5th Floor,
Plot No. C/1, G Block,
Bandra Kurla Complex,
Bandra (E), Mumbai-400051

BSE Limited
P J Towers
Dalal Street
Mumbai-400 001

Sub: Clause 35A-Declaration of Postal Ballot Results

Dear Sir/Madam,

This is to inform you that pursuant to the provisions of Section 110 of the Companies Act, 2013, read with rule 22 of the Companies (Management and Administration) Rules, 2014, the consent of the equity shareholders of the Company, vide postal Ballot dated November 14, 2013, for passing nine resolutions as special resolution(s) was sought. The last date for receipt of postal ballot form(s)/e-voting from shareholders was January 02, 2015.

The Scrutinizer appointed by the Board has submitted his report on the postal ballot. On the basis of the said report, the result was declared at the registered office of the Company on January 05, 2014. The Scrutinizer has reported that Shareholders of the Company have approved proposed special resolutions with requisite majority.


In compliance with the requirement of clause 35A of the Listing Agreement, we are enclosing herewith the said results in the prescribed format (Annexure-A).

Please take the information on record and do the needful.

Thanking you,

Yours faithfully,

For Den Networks Limited


Jatni Mahajan
Company Secretary
Membership No.: F-6887

Encl: Results of Postal Ballot (Annexure-A)
Scrutinizer Report (Annexure-B)

DEN Networks Limited

CIN: L92490DL2007PLC165673

Registered Office: 236, Okhla Industrial Estate, Phase – III, New Delhi – 110 020.

Landline: +91 11 40522200 || Facsimile: +91 11 40522203 || E-Mail : den@denonline.in || www.dennetworks.com

Resolution 1 **Authorization for borrowings under Section 180 (1) (c) of the Companies Act, 2013 (Special Resolution)**

Ballot Paper									
	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	71,360,420	-	-	-	-	-	-		
Public - Institutional holders	42,383,561	6,067,108	14.31	6,067,108	-	100	-		
Public-Others	64,455,825	2,060,541	3.20	2,060,541	-	100	-		
Total	178,199,806	8,127,649	4.56	8,127,649	-	100	-		
E- Voting									
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	71,360,420	71,360,420	100.00	71,360,420	-	100	-		
Public - Institutional holders	42,383,561	19,546,043	46.16	19,546,043	20,000	99.90	0.10		
Public-Others	64,455,825	33,155,198	51.44	33,154,998	200	100	0.00		
Total	178,199,806	124,081,661	69.63	124,061,461	20,200.00	99.98	0.02		
Combined Voting (E-Voting + Ballot Paper)									
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	71,360,420	71,360,420	100.00	71,360,420	-	100	-		
Public - Institutional holders	42,383,561	25,633,151	60.48	25,613,151	20,000	99.92	0.08		
Public-Others	64,455,825	35,215,739	54.64	35,215,539	200	100	0.00		
Total	178,199,806	132,209,310	74.19	132,189,110	20,200	99.98	0.02		



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Resolution 2

Creation of charge on assets under Section 180 (1) (a) of the Companies Act, 2013 (Special Resolution)

Ballot Paper

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	71,360,420	-	-	-	-	-	-
Public - Institutional holders	42,383,561	6,067,108	14.31	6,067,108	-	100	-
Public-Others	64,455,825	33,155,198	51.44	33,154,998	200	100	-
Total	178,199,806	39,222,306	22.01	39,222,106	200	100	0.0

E- Voting

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	71,360,420	71,360,420	100.00	71,360,420	-	100	-
Public - Institutional holders	42,383,561	19,566,043	46.16	19,546,043	20,000	99.90	0.10
Public-Others	64,455,825	2,060,541	3.20	2,060,496	45	100	45.00
Total	178,199,806	92,987,004	52.18	92,966,959	20,045	99.98	0.02

Combined Voting (E-Voting + Ballot Paper)

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	71,360,420	71,360,420	100.00	71,360,420	-	100	-
Public - Institutional holders	42,383,561	25,633,151	60.48	25,613,151	20,000	99.92	0.08
Public-Others	64,455,825	35,215,739	54.64	35,215,494	245.00	100	0.00
Total	178,199,806	132,209,310	74.19	132,189,065	20,245	99.98	0.02



Resolution 3 **Alteration of Memorandum of Association in terms of Companies Act, 2013 (Special Resolution)**

Ballot Paper

Promoter/Public	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes - in favour	No. of Votes - in 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	71,360,420	-	0.00	-	-	-	-
Public - Institutional holders	42,383,561	6,067,108	14.31	6,067,108	-	100.00	-
Public-Others	64,455,825	33,155,198	51.44	33,154,998	200	100.00	0.00
Total	178,199,806	39,222,306	22.01	39,222,106	200	100.00	0.00

E- Voting

Promoter/Public	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes - in favour	No. of Votes - in 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	71,360,420	71,360,420	100.00	71,360,420	-	100.00	-
Public - Institutional holders	42,383,561	19,566,043	46.16	16,301,632	3,264,411	83.32	16.68
Public-Others	64,455,825	2,060,541	3.20	2,060,541	-	100.00	-
Total	178,199,806	92,987,004	52.18	89,722,593	3,264,411	96.49	3.51

Combined Voting (E-Voting + Ballot Paper)

Promoter/Public	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes - in favour	No. of Votes - in 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	71,360,420	71,360,420	100.00	71,360,420	-	100	-
Public - Institutional holders	42,383,561	25,633,151	60.48	22,368,740	3,264,411	87.26	12.74
Public-Others	64,455,825	35,215,739	54.64	35,215,539	200.00	100.00	0.00
Total	178,199,806	132,209,310	74.19	128,944,699	3,264,611	97.53	2.47



Resolution 4
Issue of Securities under Employee Stock Option Scheme (ESOS) through Purchase from Secondary Market to employees of the Company (Special Resolution)

Ballot Paper							
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	71,360,420	-	-	-	-	-	-
Public – Institutional holders	42,383,561	6,067,108	14.31	6,067,108	-	100.00	-
Public-Others	64,455,825	33,155,198	51.44	33,154,998	200	100.00	0.00
Total	178,199,806	39,222,306	22.01	39,222,106	200	100	0.00

E- Voting							
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	71,360,420	71,360,420	100.00	71,360,420	-	100.00	-
Public – Institutional holders	42,383,561	18,859,073	44.50	13,584,411	5,274,662	72.03	27.97
Public-Others	64,455,825	2,060,541	3.20	2,060,541	-	100.00	-
Total	178,199,806	92,280,034	51.78	87,005,372	5,274,662	94.28	5.72

Combined Voting (E-Voting + Ballot Paper)							
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	71,360,420	71,360,420	100.00	71,360,420	-	100	-
Public – Institutional holders	42,383,561	24,926,181	58.81	19,651,519	5,274,662	78.84	21.16
Public-Others	64,455,825	35,215,739	54.64	35,215,539	200.00	100.00	0.00
Total	178,199,806	131,502,340	73.79	126,227,478	5,274,862	95.99	4.01



Resolution 5
Issue of Securities under Employee Stock Option Scheme (ESOS) to the Employees and Directors of
Subsidiary/Associate Company(ies) through Purchase from Secondary Market (Special Resolution)

Ballot Paper

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	71,360,420	-	0.00	-	-	-	-
Public – Institutional holders	42,383,561	6,067,108	14.31	6,067,108	-	100.00	-
Public-Others	64,455,825	33,155,198	51.44	33,154,998	200	100.00	0.00
Total	178,199,806	39,222,306	22.01	39,222,106	200	100	0.00

E- Voting

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	71,360,420	71,360,420	100.00	71,360,420	-	100.00	-
Public – Institutional holders	42,383,561	18,859,073	44.50	13,584,411	5,274,662	72.03	27.97
Public-Others	64,455,825	2,060,541	3.20	2,060,541	-	100.00	-
Total	178,199,806	92,280,034	51.78	87,005,372	5,274,662	94.28	5.72

Combined Voting (E-Voting + Ballot Paper)

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	71,360,420	71,360,420	100.00	71,360,420	-	100	-
Public – Institutional holders	42,383,561	24,926,181	58.81	19,651,519	5,274,662	78.84	21.16
Public-Others	64,455,825	35,215,739	54.64	35,215,539	-	100.00	-
Total	178,199,806	131,502,340	73.79	126,227,478	5,274,662	95.99	4.01



Resolution 6
Issue of more than 1% Securities under Employee Stock Option Scheme (ESOS) to employees of the Company through Purchase from Secondary Market (Special Resolution)

Ballot Paper		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
Promoter/Public	(1)		(2)	$(3) = [(2)/(1)] * 100$	(4)	(5)	$6 = [(4)/(2)] * 100$	$7 = [(5)/(2)] * 100$
Promoter and Promoter Group	71,360,420	-	-	-	-	-	-	-
Public - Institutional holders	42,383,561	6,067,108	6,067,108	14.31	6,067,108	-	100.00	-
Public-Others	64,455,825	33,155,198	33,155,198	51.44	33,154,998	200	100.00	0.00
Total	178,199,806	39,222,306	39,222,306	22.01	39,222,106	200	100	0.00

E-Voting		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
Promoter/Public	(1)		(2)	$(3) = [(2)/(1)] * 100$	(4)	(5)	$6 = [(4)/(2)] * 100$	$7 = [(5)/(2)] * 100$
Promoter and Promoter Group	71,360,420	71,360,420	71,360,420	100.00	71,360,420	-	100.00	-
Public - Institutional holders	42,383,561	18,859,073	18,859,073	44.50	13,584,411	5,274,662	72.03	27.97
Public-Others	64,455,825	2,060,541	2,060,541	3.20	2,060,341	200	99.99	0.01
Total	178,199,806	92,280,034	92,280,034	51.78	87,005,172	5,274,862	94.28	5.72

Combined Voting (E-Voting + Ballot Paper)		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
Promoter/Public	(1)		(2)	$(3) = [(2)/(1)] * 100$	(4)	(5)	$6 = [(4)/(2)] * 100$	$7 = [(5)/(2)] * 100$
Promoter and Promoter Group	71,360,420	71,360,420	71,360,420	100.00	71,360,420	-	100	-
Public - Institutional holders	42,383,561	24,926,181	24,926,181	58.81	19,651,519	5,274,662	78.84	21.16
Public-Others	64,455,825	35,215,739	35,215,739	54.64	35,215,339	400	100	0.00
Total	178,199,806	131,502,340	131,502,340	73.79	126,227,278	5,275,062	95.99	4.01



Resolution 7
Issue of Securities under Employee Stock Option Scheme (ESOS) through issuance and allotment of new shares (Special Resolution)

Ballot Paper		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
Promoter/Public	(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	6= [(4)/(2)]*100	7= [(5)/(2)]*100	
Promoter and Promoter Group	71,360,420	-	-	-	-	-	-	
Public - Institutional holders	42,383,561	6,067,108	14.31	6,067,108	-	100.00	-	
Public-Others	64,455,825	33,155,198	51.44	33,154,998	200	100.00	0.00	
Total	178,199,806	39,222,306	22.01	39,222,106	200	100	0.00	

E-Voting		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
Promoter/Public	(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	6= [(4)/(2)]*100	7= [(5)/(2)]*100	
Promoter and Promoter Group	71,360,420	71,360,420	100.00	71,360,420	-	100.00	-	
Public - Institutional holders	42,383,561	18,859,073	44.50	13,584,411	5,274,662	72.03	27.97	
Public-Others	64,455,825	2,060,541	3.20	1,895,246	165,295.00	91.98	8.02	
Total	178,199,806	92,280,034	51.78	86,840,077	5,439,957	94.10	5.90	

Combined Voting (E-Voting + Ballot Paper)		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
Promoter/Public	(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	6= [(4)/(2)]*100	7= [(5)/(2)]*100	
Promoter and Promoter Group	71,360,420	71,360,420	100.00	71,360,420	-	100	-	
Public - Institutional holders	42,383,561	24,926,181	58.81	19,651,519	5,274,662	78.84	21.16	
Public-Others	64,455,825	35,215,739	54.64	35,050,244	165,495	99.53	0.47	
Total	178,199,806	131,502,340	73.79	126,062,183	5,440,157	95.86	4.14	



Resolution 8
Issue of Securities under Employee Stock Option Scheme (ESOS) to the Employees and Directors of
Subsidiary/Associate Company(ies) through issuance and allotment of new shares (Special Resolution)

Ballot Paper		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/Public								
Promoter and Promoter Group	71,360,420	-	-	-	-	-	-	-
Public – Institutional holders	42,383,561	6,067,108	14.31	6,067,108	-	-	100.00	-
Public-Others	64,455,825	33,155,198	51.44	33,154,998	200	200	100.00	0.00
Total	178,199,806	39,222,306	22.01	39,222,106	200	200	100	0.00

E-Voting		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/Public								
Promoter and Promoter Group	71,360,420	71,360,420	100.00	71,360,420	-	-	100.00	-
Public – Institutional holders	42,383,561	18,859,073	44.50	13,584,411	5,274,662	5,274,662	72.03	27.97
Public-Others	64,455,825	2,060,541	3.20	1,895,246	165,295	165,295	91.98	8.02
Total	178,199,806	92,280,034	51.78	86,840,077	5,439,957	5,439,957	94.10	5.90

Combined Voting (E-Voting + Ballot Paper)		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/Public								
Promoter and Promoter Group	71,360,420	71,360,420	100.00	71,360,420	-	-	100.00	-
Public – Institutional holders	42,383,561	24,926,181	58.81	19,651,519	5,274,662	5,274,662	78.84	21.16
Public-Others	64,455,825	35,215,739	54.64	35,050,244	165,495	165,495	99.53	0.47
Total	178,199,806	131,502,340	73.79	126,062,183	5,440,157	5,440,157	95.86	4.14



Resolution 9
Issue of more than 1% Securities under Employee Stock Option Scheme (ESOS) to employees of the Company through issuance and allotment of new shares (Special Resolution)

Ballot Paper		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/Public								
Promoter and Promoter Group	71,360,420	-	-	-	-	-	-	-
Public - Institutional holders	42,383,561	14.31	6,067,108	-	100.00	-	100.00	-
Public-Others	64,455,825	51.44	33,155,198	200	100.00	200	100.00	0.00
Total	178,199,806	22.01	39,222,306	200	100	200	100	0.00

E- Voting		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/Public								
Promoter and Promoter Group	71,360,420	100.00	71,360,420	-	100.00	-	100.00	-
Public - Institutional holders	42,383,561	44.50	18,859,073	5,274,662	72.03	27.97	72.03	27.97
Public-Others	64,455,825	3.20	2,060,541	165,295	91.98	8.02	91.98	8.02
Total	178,199,806	51.78	92,280,034	5,439,957	94.10	5.90	94.10	5.90

Combined Voting (E-Voting + Ballot Paper)		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/Public								
Promoter and Promoter Group	71,360,420	100.00	71,360,420	-	100.00	-	100.00	-
Public - Institutional holders	42,383,561	58.81	24,926,181	5,274,662	78.84	21.16	78.84	21.16
Public-Others	64,455,825	54.64	35,215,739	165,495	99.53	0.47	99.53	0.47
Total	178,199,806	73.79	131,502,340	5,440,157	95.86	4.14	95.86	4.14



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NKJ & ASSOCIATES
COMPANY SECRETARIES

Scrutinizer Report

On the Notice of the Postal Ballot of
M/S DEN NETWORKS LIMITED Put to vote through Postal Ballot
(Postal Ballot Notice dated 14th November, 2014)

New Delhi
January 05th 2015

M/S DEN NETWORKS LIMITED
236, Okhla Industrial Area,
Phase III, New Delhi- 110 020

I have scrutinized the Postal Ballot forms received by me till 02nd January, 2015 on the agenda item of the Notice of the Postal Ballot dated of M/S DEN NETWORKS LIMITED (herein after referred "as the Company") sent pursuant to Section 110 of the Companies Act, 2013 read with the Rule 22 of Companies (Management and Administration) Rules, 2014.

On the basis of the Postal Ballot Forms including E-Voting received by me from the shareholders of the Company, I hereby confirm the following in respect of aforesaid Item put to vote through Postal Ballot:

	<i>No. of Shares</i>
<i>No. of Total votes received by scrutinizer</i>	13,22,09,310
<i>Less Rejected due to technical reason</i>	0
<i>No. of valid votes</i>	*13,22,09,310

*No. of Valid votes includes Number of Votes abstained which are not included below

R. N.	Brief Description of Resolution	No. of valid votes polled	No. of Votes - in favour	No. of Votes - against	% of Votes in favour on valid votes polled	% of Votes against on valid votes polled
1	Special Resolution under Section 180(1)(c) of the Companies Act, 2013 for authorizing the Board of Directors of the Company to borrow loans in excess of Paid-up Capital and Free Reserves of the Company.	13,22,09,310	13,21,89,110	20,200	99.98	0.02



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2	Special Resolution under Section 180(1)(a) of Companies Act, 2013 for authorizing the Board of Directors of the Company for creation of Charge/Hypothecation/Mortgage on the movable/immovable properties of the Company for securing the borrowings of the Company.	13,22,09,310	13,21,89,065	20,245	99.98	0.02
3	Special Resolution under Section 13 and other applicable provisions, if any, of the Companies Act, 2013 for alteration of Memorandum of Association.	13,22,09,310	12,89,44,699	32,64,611	97.54	2.46
4	Special Resolution under Section 62 and other applicable provisions, if any, of the Companies Act, 2013 to issue of Securities under Employee Stock option Scheme to employees of the Company through Secondary Market Route.	13,15,02,340	12,62,27,478	52,74,862	95.99	4.01
5	Special Resolution under Section 62 and other applicable provisions, if any, of the Companies Act, 2013 to issue of Securities under Employee Stock option Scheme to employees and directors of the Subsidiary and Associates Companies through Secondary Market Route.	13,15,02,340	12,62,27,478	52,74,862	95.99	4.01
6	Special Resolution under Section 62 and other applicable provisions, if any, of the Companies Act, 2013 to issue more than 1% Securities under Employee Stock Option Scheme (ESOS) to employees of the Company through purchase from Secondary Market Route.	13,15,02,340	12,62,27,278	52,75,062	95.99	4.01
7	Special Resolution under Section 62 and other applicable provisions, if any, of the Companies Act, 2013 to issue of Securities under Employee Stock option Scheme to employees of the Company through issuance and allotment of new	13,15,02,340	12,60,62,183	54,40,157	95.86	4.14



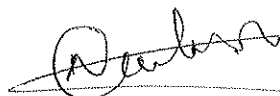
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	shares.					
8	Special Resolution under Section 62 and other applicable provisions, if any, of the Companies Act, 2013 to issue of Securities under Employee Stock option Scheme to employees and directors of the Subsidiary and Associates Companies through issuance and allotment of new shares.	13,15,02,340	12,60,62,183	54,40,157	95.86	4.14
9	Special Resolution under Section 62 and other applicable provisions, if any, of the Companies Act, 2013 to issue more than 1% Securities under Employee Stock Option Scheme (ESOS) to employees of the Company through issuance and allotment of new shares.	13,15,02,340	12,60,62,183	54,40,157	95.86	4.14

Result:

The members have, therefore, approved the resolution with more than requisite majority.


Neelesh Kumar Jain
Scrutinizer

