

MINUTES OF ANNOUNCEMENT OF RESULTS OF THE RESOLUTION PASSED THROUGH POSTAL BALLOT PROCESS, DECLARED AT 1800 HOURS ON OCTOBER 7, 2015 AT THE REGISTERED OFFICE OF THE COMPANY AT A-25, TECHNOCRAFT HOUSE, MIDC, MAROL INDUSTRIAL AREA, ROAD NO.03, OPP. ESIS HOSPITAL, ANDHERI (EAST), MUMBAI - 400093.

Present:

- Mr. Sharad Kumar Saraf - Chairman & Managing Director
- Mr. Anil Gadodia - President (Accounts and Finance)
- Mr. Neeraj Rai - Company Secretary
- Mr. Nitesh Jain - Proprietor of Nitesh Jain & Co., Scrutinizer

Mr. Sharad Kumar Saraf, Chairman & Managing Director, apprised that pursuant to Section 110 of the Companies Act, 2013 read with the Companies (Management and Administration) Rules, 2014, the Board of Directors of the Company had accorded its approval to conduct postal ballot process to seek the consent of the Members of the Company for the Special Resolution as specified in the Postal Ballot Notice dated August 10, 2015.

The Company has availed the e-voting services of National Depository Service Limited ("NSDL").

Further, pursuant to section 108 of the Companies Act, 2013 read with rule 20 of the Companies (Management and Administration) Rules, 2014 and pursuant to clause 35B of the Listing Agreement M/s. Nitesh Jain & Co. Company Secretaries, was appointed as Scrutinizer for conducting the postal ballot and e-voting process in a fair and transparent manner.

The last date for receipt of the Postal Ballot Forms duly completed from the Members/E-voting was Monday, October 5, 2015 (1800 hours).

The Scrutinizer has submitted his report dated October 7, 2015, to the Chairman of the Company and the results of the Postal Ballot has been declared on Wednesday, October 7, 2015 at 1800 hours at the Registered Office of the Company.

As per the Scrutinizer's Report, the result of the Postal Ballot is summarized hereunder:

Particulars	Number of Votes Contained in						% of total valid votes cast
	E - Voting		Ballots Voting		Total		
	No. of members voted	Number of votes cast by them	No. of members voted	Number of votes cast by them	No. of members voted	Number of votes cast by them	
Voted in Favour	64	23937266	35	10627	99	23947893	99.99
Voted Against	7	1181	0	0	7	1181	0.01
Invalid	--	--	3	222	3	222	-

HELD AT _____ ON _____ TIME _____

Accordingly, on the basis of the Scrutinizer's Report the Chairman of the Company has declared the Special Resolution as set out in the postal ballot notice dated August 10, 2015, has been passed by the Members, which is reproduced below:

1. Approval for Alteration of the Main Object Clause by inserting Clause no. 1D after the existing Clause No. 1C of the Main Object of the Memorandum of Association of the Company.

"RESOLVED THAT pursuant to the provisions of Section 13 and other applicable provisions, if any, of the Companies Act, 2013 and Rules made thereunder and subject to all the applicable laws and regulations, including but not limited to Listing Agreement entered with Stock Exchanges, the approval of the Members be and is hereby granted for alteration of the Object Clause of the Memorandum of Association of the Company by inserting Clause no. 1D after the existing Clause no. 1C under "THE MAIN OBJECTS" as follows:

1D.To carry on the business of Software designing, development, customisation, implementation, maintenance, and dealing in computer software and solutions, and to import, export, sell, purchase, distribute, host or otherwise deal in computer software/information technology packages, programs and solutions, to provide internet / web based applications, services and solutions, provide or take up Information technology related assignments, offering services on-site/ offsite or through development centres, to undertake Information Technology enabled services, to capture, maintain and process electronic data for third parties including for group companies or entities, to carry on the business of manufacturing, dealing and maintenance of computer hardware, computer systems and data processors, telecommunication systems, their components, spare parts, equipments and devices and to develop Information Technology/ Software Park or Township.

RESOLVED FURTHER THAT the Board of Directors and Mr. Neeraj Rai, Company Secretary be and are hereby severally authorised to sign all such forms and returns and other documents and to do all such acts, deeds and things as may be necessary to give effect to the above resolution."

Date: October 8, 2015

Place: Mumbai



Sharad Kumar Saraf
Chairman