



MONOTYPE INDIA LTD.

Date: 06.10.2015

To,
The manager,
Dept of Corp. Services,
Bombay Stock Exchange Ltd,
25th Floor, P.J Towers, Dalal Street,
Mumbai-400001

Dear Sir/Madam,

Declaration of Result of remote e-Voting and Poll
40th Annual General Meeting held on 30th September, 2015

Pursuant to Section 108 of the Companies Act, 2013 and rule 20 (3) of the Companies (Management and Administration) Rules, 2014 as amended and Clause 35 of the Listing Agreement, M/S MONOTYPE INDIA LIMITED (The Company) had provided remote E-voting facility to the members to enable them to cast their votes electronically on the resolution proposed in the notice of the 40th Annual General Meeting (AGM). The remote e-voting was open from 9.00 A.M on 27th September, 2015 to 5.00 P.M on 29th September, 2015.

Further in line with the rule 21(2) of the Companies (Management and Administration) Rules, 2014, as amended, other provision of the Companies Act, 2013 and in terms of the clarification issued by the ministry of Corporate affairs, voting of show of hands was not permitted at the General Meeting and instead e-voting and poll has been offered to the members. Therefore, at the AGM, the voting is conducted by means of poll.

The Board of Directors have appointed M/s Manoj Shaw & Co. Company secretaries, Kolkata, in its meeting held on 30th May, 2015 as the Scrutinizer for remote e-voting and poll. The scrutinizer have carried out the scrutiny of all the electronic votes received till 5.00 P.M on 29th September, 2015 and on poll at the AGM and submitted the consolidated Report on 30.09.2015. The Report of the Scrutinizer is attached herewith.

The Consolidated Results as per the Scrutinizer's Report is as follows.



CIN -L72900WB1974PLC029679

Add.: - Shantiniketan Building, Third Floor, Room No 314, 8 Camac Street, Kolkata 700 017.
Phone No.: 033-32016182 • Email-id: monotypeindialtd@gmail.com • WEB SITE - <http://www.monotypeindia.in>



MONOTYPE INDIA LTD.

| Monotype India Ltd. | | SUMMARY OF REMOTE E-VOTING AND POLL RESULT | | | | | | | | | | | | | | |
|---------------------|---|--|---------------------------------------|-------------------|--------------------------------------|---|---------------------------|--|--------------|------------------|--------------------------------------|---|---------------------------|--|--------------|------------|
| Resolution No. | Subject Matter of the Resolution | Total No. of Valid Votes through Remote E-Voting | Total No. of Valid Votes through Poll | Total Valid Votes | Assent/ in Favour of | | | | | Dissent/ Against | | | | | Total | |
| | | | | | No. of Votes through Remote E-Voting | % of votes in favour of votes through Remote e-voting | No. of Votes through Poll | % of votes in favour of votes through Poll | Total | | No. of Votes through Remote E-Voting | % of votes against on votes through Remote e-voting | No. of Votes through Poll | % of votes against on votes through Poll | Total | |
| | | | | | | | | | No. of Votes | % | | | | | No. of Votes | % |
| 1 | ORDINARY RESOLUTION: Ordinary Resolution for Adoption of Audited Financial Statements for the F.Y. 2014 - 2015. | 180147219 | 789 | 180148008 | 180147219 | 100 | 789 | 100 | 180148008 | 100 | 0 | 0 | 0 | 0 | 0 | 0 |
| 2 | ORDINARY RESOLUTION: Re-appointment of Mr. Naresh Manakchand Jain, (DIN - 00291963) who retires by rotation. | 180147219 | 789 | 180148008 | 180147219 | 100 | 789 | 100 | 180148008 | 100 | 0 | 0 | 0 | 0 | 0 | 0 |
| 3 | ORDINARY RESOLUTION: Re-appointment of Motilal and Associates, Chartered Accountants (Firm Registration NO. 106584W) Chartered Accountants, as Statutory Auditors. | 180147219 | 789 | 180148008 | 180147218 | 99.99999944 | 789 | 100 | 180148007 | 100 | 1 | 0.00000056 | 0 | 0 | 1 | 0.00000056 |
| 4 | ORDINARY RESOLUTION: appoint Mr. Akhilesh Vijaychand Jain (Din: 00027658) as an Independent Director. | 180147219 | 789 | 180148008 | 180147218 | 99.99999944 | 789 | 100 | 180148007 | 100 | 1 | 0.00000056 | 0 | 0 | 1 | 0.00000056 |
| 5 | ORDINARY RESOLUTION: To appoint Mr. Ashish Sethi (Din: 03605153), as an Independent Director. | 180147219 | 789 | 180148008 | 180147219 | 100 | 789 | 100 | 180148008 | 100 | 0 | 0 | 0 | 0 | 0 | 0 |
| 6 | ORDINARY RESOLUTION: To appoint Mr. Harsh Jain (DIN - 02457584) as Executive Director. | 180147219 | 789 | 180148008 | 180147219 | 100.00 | 789 | 100 | 180148008 | 100 | 0 | 0 | 0 | 0 | 0 | 0 |
| 7 | ORDINARY RESOLUTION: Remuneration Payable to the Mr. Harsh Jain. | 180147219 | 789 | 180148008 | 180147218 | 99.99999944 | 789 | 100 | 180148007 | 100 | 1 | 0.00000056 | 0 | 0 | 1 | 0.00000056 |
| 8 | ORDINARY RESOLUTION: To appoint Mrs. Sudarshana Mitra (Din: 06746680), as an Independent Director. | 180147219 | 789 | 180148008 | 180147219 | 100.00 | 789 | 100 | 180148008 | 100 | 0 | 0 | 0 | 0 | 0 | 0 |
| 9 | SPECIAL RESOLUTION: To Approve Borrowing Powers of the Company. | 180147219 | 789 | 180148008 | 180147218 | 99.99999944 | 789 | 100 | 180148007 | 100 | 1 | 0.00000056 | 0 | 0 | 1 | 0.00000056 |



CIN - L72900WB1974PLC029679

Add.: - Shantiniketan Building, Third Floor, Room No 314, 8 Camac Street, Kolkata 700 017.

Phone No.: 033-32016182 • Email-id: monotypeindialtd@gmail.com • WEB SITE - <http://www.monotypeindia.in>



MONOTYPE INDIA LTD.

Based on the Consolidated Report of the Scrutinizer, all Resolution as set out in the Notice of the AGM has been duly passed by the Members with requisite majority.

This is your information and records.

Thanking you,

For **MONOTYPE INDIA LIMITED**

A handwritten signature in black ink is written over a circular purple stamp. The stamp contains the text 'MONOTYPE INDIA LIMITED' around the top edge and 'KOLKATA' in the center, with a small star at the bottom.

Authorized Signatory

Encl: Report of the Scrutinizer dated 30.09.2015



MANOJ SHAW & CO.
COMPANY SECRETARIES

"COMMERCE HOUSE",
2A, GANESH CHANDRA AVENUE,
8 TH FLOOR, R. NO. 8C, KOLKATA - 700013
☎ : 033-2213-2007, Cell : 9830271137
e-mail : shawmanoj2003@yahoo.co.in
:shawmanoj2003@gmail.com

**CONSOLIDATED SCRUTINIZER'S REPORT FOR REMOTE E-VOTING & POLL OF
MONOTYPE INDIA LIMITED**

**[Pursuant to section 108 & 109 of the Companies Act, 2013 and rule 20 (4) (xii) of the
Companies (Management and Administration) Rules, 2015]**

To,
The Chairman
Monotype India Limited
Shantiniketan Building,
3rd Floor, Room No 314, 8 Camac Street,
Kolkata, 700017

**Subject : Passing of Resolution through Remote E voting and poll conducted at the 40th AGM of
MONOTYPE INDIA LIMITED held on Wednesday, the 30th day of September, 2015**

Dear Sir,

I, Manoj Prasad Shaw, Company Secretary in Practice, have been appointed as Scrutinizer, by Monotype India Limited ("the Company") for the purpose of Scrutinizing the remote e-voting process under the provisions of Section 108 of the Companies Act, 2013 ("Act") read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended ("Rules") and Poll through ballot papers under the provisions of Section 109 of the Act, read with Rule 21 of the Rules, on the resolutions contained in the notice of the AGM of the Equity Shareholders of the Company held on September 30, 2015 at 7/2 K.B. Sarani, Jessore Road, Near ILS Hospital, Opp Bhutan Consulate, Kolkata- 700080.

It is understood that the management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and Rules relating to voting on the resolutions contained in the Notice of meeting. My responsibilities as scrutinizer was restricted to make Scrutinizer's Report of the



otes cast "in favour" or "against" the resolutions stated, based on the reports generated from the Remote e-voting system provided by the Central Depository Services Limited (CDSL), the authorized agency to provide Remote e-voting facilities, engaged by the Company from, 27th September, 2015 (9.00 a.m. IST) and ends on, 29th September, 2015 (5.00 p.m. IST) and physical voting through poll as conducted during the meeting.

At the meeting, voting through poll process was facilitated to the attending members and proxies who could not participate in the Remote e-voting. Separate Scrutinizers' Report dated 30th September, 2015 has been generated in relation to voting conducted through the concerned poll process.

This report combines result of voting conducted through electronic means and result of voting conducted through physical means through poll. The summary of the combined result is provided hereinafter, for reference.



SUMMARY OF REMOTE E-VOTING AND POLL RESULT

| Resolution No. | Subject Matter of the Resolution | Total No. of Valid Votes through Remote E-Voting | Total No. of Valid Votes through Poll | Total Valid Votes | Assent/ in Favour of | | | | Dissent/ Against | | | | Total | | | |
|----------------|--|--|---------------------------------------|-------------------|--------------------------------------|---|---------------------------|--|------------------|-----|--------------------------------------|---|---------------------------|--|--------------|------------|
| | | | | | No. of Votes through Remote E-Voting | % of votes in favour of votes through Remote e-voting | No. of Votes through Poll | % of votes in favour of votes through Poll | Total | | No. of Votes through Remote E-Voting | % of votes against on votes through Remote e-voting | No. of Votes through Poll | % of votes against on votes through Poll | No. of Votes | % |
| | | | | | | | | | No. of Votes | % | | | | | | |
| 1 | ORDINARY RESOLUTION: Ordinary Resolution for Adoption of Audited Financial Statements for the F.Y. 2014 - 2015. | 180147219 | 789 | 180148008 | 180147219 | 100 | 789 | 100 | 180148008 | 100 | 0 | 0 | 0 | 0 | 0 | 0 |
| 2 | ORDINARY RESOLUTION: Re-appointment of Mr. Ramesh Manikchand Jain (DIN - 00291963) who retires by rotation. | 180147219 | 789 | 180148008 | 180147219 | 100 | 789 | 100 | 180148008 | 100 | 0 | 0 | 0 | 0 | 0 | 0 |
| 3 | ORDINARY RESOLUTION: Re-appointment of Mittal and Associates, Chartered Accountants (Firm Registration No. 106584W) Chartered Accountants, as Statutory Auditors. | 180147219 | 789 | 180148008 | 180147218 | 99.99999944 | 789 | 100 | 180148007 | 100 | 1 | 0.00000056 | 0 | 0 | 1 | 0.00000056 |
| 4 | ORDINARY RESOLUTION: appoint Mr. Ashish Vajaychard Jain (Din: 00027658) as an Independent Director. | 180147219 | 789 | 180148008 | 180147218 | 99.99999944 | 789 | 100 | 180148007 | 100 | 1 | 0.00000056 | 0 | 0 | 1 | 0.00000056 |
| 5 | ORDINARY RESOLUTION: To appoint Mr. Ashish Sethi (Din: 03601153), as an Independent Director. | 180147219 | 789 | 180148008 | 180147219 | 100 | 789 | 100 | 180148008 | 100 | 0 | 0 | 0 | 0 | 0 | 0 |
| 6 | ORDINARY RESOLUTION: To appoint Mr. Ramesh Jain (DIN - 02457584) as Executive Director. | 180147219 | 789 | 180148008 | 180147219 | 100.00 | 789 | 100 | 180148008 | 100 | 0 | 0 | 0 | 0 | 0 | 0 |
| 7 | ORDINARY RESOLUTION: Remuneration Payable to the Mr. Ramesh Jain. | 180147219 | 789 | 180148008 | 180147218 | 99.99999944 | 789 | 100 | 180148007 | 100 | 1 | 0.00000056 | 0 | 0 | 1 | 0.00000056 |
| 8 | ORDINARY RESOLUTION: To appoint Mrs. Sushama Pitba (Din: 06746680), as an Independent Director. | 180147219 | 789 | 180148008 | 180147219 | 100.00 | 789 | 100 | 180148008 | 100 | 0 | 0 | 0 | 0 | 0 | 0 |
| 9 | SPECIAL RESOLUTION: To Approve Borrowing Powers of the Company. | 180147219 | 789 | 180148008 | 180147218 | 99.99999944 | 789 | 100 | 180148007 | 100 | 1 | 0.00000056 | 0 | 0 | 1 | 0.00000056 |



The electronic data and all other relevant records relating to the Remote e-voting is under my safe custody and will be handed over to the Company Secretary for preserving safely after the Chairman considers, approves and signs the minutes of the AGM.

Thanking you,

Place: Kolkata

Date: 30th September, 2015

Yours faithfully



For M/s MANOJ SHAW & CO.

Manoj Prasad Shaw

CS MANOJ PRASAD SHAW

SCRUTINIZER

MEMBERSHIP NO.: 5517,

C. P.: No. 4194