



BANGALORE
BEIJING
CAPETOWN
CHANDIGARH
DELHI
GOA
HYDERABAD
JOHANNESBURG
KOLKATA
LONDON
LOS ANGELES
MUMBAI
NEW YORK
VANCOUVER

December 24, 2015

To,
The National Stock Exchange of India
Listing Department,
Exchange Plaza,
Bandra Kurla Complex
Bandra East,
Mumbai - 400 051
Fax Nos.: 26598237 / 26598238

To,
BSE Limited
Listing Department,
Phiroze Jeejeebhoy Towers,
Dalal Street,
Mumbai - 400 001
Fax Nos.: 22723121/2037/2039

Ref: Scrip Code: BSE – 532748/NSE – PFOCUS

Sub: Outcome and Proceedings of the 18th Annual General Meeting of the Company

Ref: Clause 31(d), 35A of the Listing Agreement and Regulation 30 and 44 of SEBI (Listing obligation and Disclosure Requirements), 2015

Pursuant to Clause 31(d) of the Listing Agreement and Regulation 30 of SEBI (Listing obligation and Disclosure Requirements), 2015, we have enclosed a copy of the Proceedings of the 18th Annual General Meeting duly convened on December 24, 2015 at 10.00 a.m. at 9th Floor, 'True North', Plot No. 63, Road no. 13, Opp. Hotel Tunga Paradise, MIDC, Andheri (East), Mumbai – 400093.

Pursuant to Clause 35A of the Listing Agreement and Regulation 44 of SEBI (Listing obligation and Disclosure Requirements), 2015, also please find enclosed herewith the details regarding the voting results in the prescribed format alongwith the Scrutinizers report.

Request you to take the above on record and oblige.

Thanking you,

**Yours faithfully,
For Prime Focus Limited**

Bhah
**Parina Shah
Company Secretary**





BANGALORE
BEIJING
CAPE TOWN
CHANDIGARH
DELHI
GOA
HYDERABAD
JOHANNESBURG
KOLKATA
LONDON
LOS ANGELES
MUMBAI
NEW YORK
VANCOUVER

**PROCEEDINGS OF THE 18th ANNUAL GENERAL MEETING OF THE COMPANY
HELD ON DECEMBER 24, 2015**

The 18th Annual General Meeting ("AGM") of the Company was duly held on Thursday, December 24, 2015 at 10.00 a.m. at 9th Floor, 'True North', Plot No. 63, Road no. 13, Opp. Hotel Tunga Paradise, MIDC, Andheri (East), Mumbai – 400093.

Mr. Naresh Malhotra chaired the meeting. The Chairman extended a warm welcome to the shareholders, Board Members, representatives of the bodies corporate and all others present at the Meeting. He also introduced the Directors and Key Managerial Personnel present on the dais. He further announced that the quorum for the meeting was present and called the meeting to order. He informed that in aggregate 82 members were present in person at the AGM and 2 persons were present through proxies received by the Company. The Members were informed that the requisite registers and documents referred to in the Notice of the AGM were available for inspection during the meeting.

The Company in accordance with the provisions of Section 108 of the Companies Act, 2013 read with the amended Rule 20 of the Companies (Management and Administration) Rules, 2014 and the Listing Agreement, the Company had provided remote e-voting facility through Central Depository Services Limited (CDSL) platform to all its members holding shares in dematerialized or physical form as on the cut-off date being Thursday, December 17, 2015 to exercise their right to vote by electronic means on all the businesses specified in the Notice convening the Annual General Meeting. The remote e-voting period commenced on Monday, December 21, 2015 from 9.00 am and concluded on Wednesday, December 23, 2015 at 5.00 pm.

As remote e-voting facility was provided to the Members, voting through Ballot paper was available at the meeting for Members as on December 17, 2015 who had not cast their vote by remote e-voting.

The Company had appointed, Mr. Dhirendra Maurya, Practising Company Secretary as Scrutinizer for independently conducting and overseeing the voting process in a fair and transparent manner.

With the permission of the Members, the Notice convening the meeting was taken as read.

The Company Secretary read out the qualification mentioned in the Auditor's Report and the related explanation.

The Chairman then placed the following agenda matters as set out in the Notice of 18th Annual General Meeting before the Members briefly explaining the objective and implications, wherever necessary.





BANGALORE
BEIJING
CAPE TOWN
CHANDIGARH
DELHI
GOA
HYDERABAD
JOHANNESBURG
KOLKATA
LONDON
LOS ANGELES
MUMBAI
NEW YORK
VANCOUVER

Ordinary Business

1. (a) Adoption of the Audited Standalone Financial Statements of the Company for the Financial Year ended June 30, 2015, together with the Report of the Board of Directors and Auditors thereon. (*Ordinary Resolution*)
(b) Adoption of the Audited Consolidated Financial Statements of the Company for the Financial Year ended June 30, 2015 and the Report of Auditors thereon.
2. Appointment of Mr. Ramakrishnan Sankaranarayanan (DIN:02696897), who retires by rotation and being eligible offers himself for re-appointment. (*Ordinary Resolution*)
3. Ratification of Statutory Auditors' Appointment(*Ordinary Resolution*)

Special Business

4. Appointment of Dr. (Mrs.) Hemalatha Thiagarajan (DIN: 07144803) as an Independent Director (*Ordinary Resolution*)
5. Appointment of Mr. Amit Bapna (DIN: 00008443) as a Non-Executive Director (*Ordinary Resolution*)
6. Offer or invite for Subscription of Secured / Unsecured Non-Convertible Debentures and/or other Debt securities on private placement basis (*Special Resolution*)
7. Approval for existing Material Related Party Transactions pursuant to the provisions of Clause 23 of Chapter IV of Securities and Exchange Board of India (Listing Obligation and Disclosure requirements) Regulations, 2015 (*Ordinary Resolution*)

The Chairman then invited queries from the Members on the agenda matters. The queries were replied and the suggestions made by the Members were taken on record.

Thereafter, the Members were informed that a consolidated report on total votes cast in favour and against shall be submitted by the Scrutinizer within two days of the conclusion of the AGM and the same shall be forthwith declared by the Company by publishing on its website, the website of CDSL and by notifying to the Stock Exchange where the shares of the Company are listed and on the Notice Board of the Company.

The AGM concluded with a vote of thanks to those present.

Thanking you,

**Yours faithfully,
For Prime Focus Limited**


**Parina Shah
Company Secretary**





BANGALORE
BEIJING
CAPE TOWN
CHANDIGARH
DELHI
GOA
HYDERABAD
JOHANNESBURG
KOLKATA
LONDON
LOS ANGELES
MUMBAI
NEW YORK
VANCOUVER

**DETAILS OF VOTING RESULTS AT THE AGM AS PER THE FORMAT
PRESCRIBED UNDER CLAUSE 35A OF THE LISTING AGREEMENT AND
REGULATION 44 OF SEBI (LISTING OBLIGATION AND DISCLOSURE
REQUIREMENTS), 2015**

Sr. No.	Description	Particulars
A.	Date of the AGM	December 24, 2015
B.	Total No. of shareholders on Record Date i.e. December 14, 2015	10708
C.	No. of Shareholders present either in person or through Proxy: i) Promoters and promoter group ii) Public	2 82
D.	No. of shareholders who attended the meeting through Video Conferencing: i) Promoters and promoter group ii) Public	Nil





AGENDAWISE DETAILS:

Resolution Required : (Ordinary)			Resolution No: 1 - To receive, consider and adopt: a. the Audited Standalone Financial Statements of the Company for the Financial Year ended June 30, 2015, together with the Report of the Board of Directors and Auditors thereon. b. the Audited Consolidated Financial Statements of the Company for the Financial Year ended June 30, 2015 and the Report of Auditors thereon.					
Whether promoter/ promoter group are interested in the agenda/resolution?			No					
Category	Mode of 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 and Promoter Group	E-Voting	104607641	104607641	100.0000	104607641	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Total		104607641	100.0000	104607641	0	100.0000	0.0000
Public Institutions	E-Voting	1166853	0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Total		0	0.0000	0	0	0.0000	0.0000
Public Non Institutions	E-Voting	193104480	105041225	54.3961	105041225	0	100.0000	0.0000
	Poll		65855708	34.1037	65855705	3	100.0000	0.0000
	Total		170896933	88.4998	170896930	3	100.0000	0.0000
Total		298878974	275504574	92.1793	275504571	3	100.0000	0.0000





Resolution Required : (Ordinary)			Resolution No. 2 - To appoint a Director in place of Mr. Ramakrishnan Sankaranarayanan (DIN: 02696897), who retires by rotation and being eligible offers himself for re-appointment.					
Whether promoter/ promoter group are interested in the agenda/resolution?			No					
Category	Mode of 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 and Promoter Group	E-Voting	104607641	104607641	100.0000	104607641	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Total		104607641	100.0000	104607641	0	100.0000	0.0000
Public Institutions	E-Voting	1166853	0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Total		0	0.0000	0	0	0.0000	0.0000
Public Non Institutions	E-Voting	193104480	105041225	54.3961	105041225	0	100.0000	0.0000
	Poll		65855708	34.1037	65855705	3	100.0000	0.0000
	Total		170896933	88.4998	170896930	3	100.0000	0.0000
Total		298878974	275504574	92.1793	275504571	3	100.0000	0.0000





Resolution Required : (Ordinary)		Resolution No. 3 - Ratification of Statutory Auditors' Appointment.						
Whether promoter/ promoter group are interested in the agenda/ resolution?		No						
Category	Mode of 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 and Promoter Group	E-Voting	104607641	104607641	100.0000	104607641	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Total		104607641	100.0000	104607641	0	100.0000	0.0000
Public Institutions	E-Voting	1166853	0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Total		0	0.0000	0	0	0.0000	0.0000
Public Non Institutions	E-Voting	193104480	105041225	54.3961	105041225	0	100.0000	0.0000
	Poll		65855708	34.1037	65855705	3	100.0000	0.0000
	Total		170896933	88.4998	170896930	3	100.0000	0.0000
Total		298878974	275504574	92.1793	275504571	3	100.0000	0.0000

BANGALORE
BEIJING
CAPE TOWN
CHANDIGARH
DELHI
GOA
HYDERABAD
JOHANNESBURG
KOLKATA
LONDON
LOS ANGELES
MUMBAI
NEW YORK
VANCOUVER





Resolution Required : (Ordinary)			Resolution No. 4 - Appointment of Dr.(Mrs) Hemalatha Thiagarajan (DIN 07144803) as an Independent Director					
Whether promoter/ promoter group are interested in the agenda/resolution?			No					
Category	Mode of 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 and Promoter Group	E-Voting	104607641	104607641	100.0000	104607641	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Total		104607641	100.0000	104607641	0	100.0000	0.0000
Public Institutions	E-Voting	1166853	0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Total		0	0.0000	0	0	0.0000	0.0000
Public Non Institutions	E-Voting	193104480	105041225	54.3961	105041225	0	100.0000	0.0000
	Poll		65855708	34.1037	65855705	3	100.0000	0.0000
	Total		170896933	88.4998	170896930	3	100.0000	0.0000
Total		298878974	275504574	92.1793	275504571	3	100.0000	0.0000

BANGALORE
BEIJING
CAPE TOWN
CHANDIGARH
DELHI
GOA
HYDERABAD
JOHANNESBURG
KOLKATA
LONDON
LOS ANGELES
MUMBAI
NEW YORK
VANCOUVER





Resolution Required : (Ordinary)			Resolution No. 5 - Appointment of Mr. Amit Bapna (DIN: 00008443) as a Non-Executive Director					
Whether promoter/ promoter group are interested in the agenda/resolution?			No					
Category	Mode of 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 and Promoter Group	E-Voting	104607641	104607641	100.0000	104607641	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Total		104607641	100.0000	104607641	0	100.0000	0.0000
Public Institutions	E-Voting	1166853	0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Total		0	0.0000	0	0	0.0000	0.0000
Public Non Institutions	E-Voting	193104480	105041225	54.3961	105041225	0	100.0000	0.0000
	Poll		65855708	34.1037	65855705	3	100.0000	0.0000
	Total		170896933	88.4998	170896930	3	100.0000	0.0000
Total		298878974	275504574	92.1793	275504571	3	100.0000	0.0000

BANGALORE
BEIJING
CAPE TOWN
CHANDIGARH
DELHI
GOA
HYDERABAD
JOHANNESBURG
KOLKATA
LONDON
LOS ANGELES
MUMBAI
NEW YORK
VANCOUVER





Resolution Required : (Special)			Resolution No. 6 - Offer or invite for subscription of Secured / Unsecured Non-Convertible Debentures					
Whether promoter/ promoter group are interested in the agenda/resolution?			No					
Category	Mode of 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 and Promoter Group	E-Voting	104607641	104607641	100.0000	104607641	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Total		104607641	100.0000	104607641	0	100.0000	0.0000
Public Institutions	E-Voting	1166853	0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Total		0	0.0000	0	0	0.0000	0.0000
Public Non Institutions	E-Voting	193104480	105041225	54.3961	105041225	0	100.0000	0.0000
	Poll		65855708	34.1037	65855705	3	100.0000	0.0000
	Total		170896933	88.4998	170896930	3	100.0000	0.0000
Total		298878974	275504574	92.1793	275504571	3	100.0000	0.0000





Resolution Required : (Ordinary)			Resolution No. 7 - Approval for existing Material Related Party Transactions.					
Whether promoter/ promoter group are interested in the agenda/resolution?			Yes					
Category	Mode of 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 and Promoter Group	E-Voting	104607641	0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Total		0	0.0000	0	0	0.0000	0.0000
Public Institutions	E-Voting	1166853	0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Total		0	0.0000	0	0	0.0000	0.0000
Public Non Institutions	E-Voting	193104480	105041225	54.3961	105041225	0	100.0000	0.0000
	Poll		63901	0.0331	63898	3	99.9953	0.0047
	Total		105105126	54.4292	105105123	3	100.0000	0.0000
Total		298878974	105105126	35.1665	105105123	3	100.0000	0.0000

For PRIME FOCUS LIMITED

Shah
PARINA SHAH
COMPANY SECRETARY
 Encl: As above



BANGALORE
 BEIJING
 CAPE TOWN
 CHANDIGARH
 DELHI
 GOA
 HYDERABAD
 JOHANNESBURG
 KOLKATA
 LONDON
 LOS ANGELES
 MUMBAI
 NEW YORK
 VANCOUVER

Dhirendra R. Maurya
M.Com, ACS

✉ : maurya.dhirendra@gmail.com
csmaurya.dhirendra@gmail.com
☎ : 98 1959 4742, Off : 022-28186445

Dhirendra Maurya & Associates Company Secretaries

SCRUTINIZER'S COMBINED REPORT ON E-VOTING & POLL

To the Chairman of Eighteenth Annual General Meeting of **M/s. Prime Focus Limited** (CIN: L92100MH1997PLC108981) held on Thursday, December 24, 2015 at 10.00 a.m. at 9th Floor, 'True North', Plot No. 63, Road No. 13, Opp. Hotel Tunga Paradise, MIDC, Andheri (East), Mumbai - 400093.

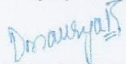
In terms of the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of Companies (Management & Administration) Rules, 2014, I was appointed as a Scrutiniser to conduct E-voting for passing of 6 (Six) Ordinary Resolutions & 1 (One) Special Resolution as contained in the notice dated 16th September 2015.

In terms of the provisions of Section 109 of the Companies Act, 2013 read with Rule 21 of Companies (Management & Administration) Rules, 2014, I was appointed as a Scrutiniser to conduct poll for passing of 6 (Six) Ordinary Resolutions & 1 (One) Special Resolution as contained in the notice dated 16th September 2015. Subsequently, I have issued Scrutinizer's Report on 24th December 2015.

After my appointment as Scrutinizers, I took charge of the sealed ballot boxes. I have scrutinized the ballot papers and the Register of Equity Shareholders maintained by M/s. Link Intime India Private Limited, The Registrar & Share Transfer Agent appointed by the Company.

As requested by management, I have annexed Combined Report, on the results of E-Voting and Poll.

For Dhirendra Maurya & Associates
Company Secretaries


Dhirendra Maurya
Proprietor
ACS: 22005, CP: 9594



Place: Mumbai
Date: 24/12/2015

Dhirendra R. Maurya
M.Com, ACS

✉ : maurya.dhirendra@gmail.com
csmaurya.dhirendra@gmail.com
☎ : 98 1959 4742, Off : 022-28186445

Dhirendra Maurya & Associates Company Secretaries

Annexure I

Details of the E-voting

Number of Members who participated in e-voting were 13.
3 Members did not cast vote on Resolution No. 7.

Details of Voting during the Poll

84 Members attended meeting (82 in person and 2 (Two) through Proxy) out of which 54 members voted during the Poll.

2 ballot papers were classified as Invalid. Total Number of valid Votes casted were 65855705

The analysis of valid votes through E-voting & Poll has been produced in **Annexure II**.



A handwritten signature in blue ink, appearing to read "D. Maurya".



Shop No. 5, Jay Rudra Apt., J. P. Thakur Marg, Opp. Post Office, Bhayandar (West), Dist. Thane - 401101.

Dhirendra Maurya & Associates Company Secretaries

Resolution No. 2							
Nature of Resolution		Ordinary Resolution					
Subject Matter: To appoint a Director in place of Mr. Ramakrishnan Sankaranarayanan (DIN:02696897), who retires by rotation and being eligible offers himself for re-appointment.							
Promoter / Public	No. of Shares held (1)	No. of Votes Polled (2)	% of Votes Polled on Outstanding Shares (3) = [(2)/(1)]*100	No. of Votes - in Favour (4)	No. of votes Against (5)	% of Votes in favour on votes polled (6) = [(4)/(2)]*100	% of Votes against on Votes polled (7) = [(5)/(2)]*100
Mode of Voting: E-Voting							
Promoter & Promoter Group	104607641	104607641	100	104607641	0	100	0
Public Institutional Holders	1166853	0	0	0	0	0	0
Public - Others	193104480	105041225	54.39	105041225	0	100	0
Total (A)	298878974	209648866	70.15	209648866	0	100	0
Mode of Voting: Poll							
Promoter & Promoter Group	104607641	0	0	0	0	0	0
Public Institutional Holders	1166853	0	0	0	0	0	0
Public - Others	193104480	65855708	34.10	65855705	3	100	0
Total (B)	298878974	65855708	34.10	65855705	3	100	0
Result (A+B)	298878974	275504574	92.18	275504571	3	100	0



(Handwritten Signature)



Dhirendra Maurya & Associates Company Secretaries

Resolution No. 3							
Nature of Resolution				Ordinary Resolution			
Subject Matter: Ratification of Statutory Auditors' Appointment							
Promoter / Public	No. of Shares held (1)	No. of Votes Polled (2)	% of Votes Polled on Outstanding Shares (3) = [(2)/(1)]*100	No. of Votes - in Favour (4)	No. of votes Against (5)	% of Votes in favour on votes polled (6) = [(4)/(2)]*100	% of Votes against on Votes polled (7) = [(5)/(2)]*100
Mode of Voting: E-Voting							
Promoter & Promoter Group	104607641	104607641	100	104607641	0	100	0
Public Institutional Holders	1166853	0	0	0	0	0	0
Public - Others	193104480	105041225	54.39	105041225	0	100	0
Total (A)	298878974	209648866	70.15	209648866	0	100	0
Mode of Voting: Poll							
Promoter & Promoter Group	104607641	0	0	0	0	0	0
Public Institutional Holders	1166853	0	0	0	0	0	0
Public - Others	193104480	65855708	34.10	65855705	3	100	0
Total (B)	298878974	65855708	34.10	65855705	3	100	0
Result (A+B)	298878974	275504574	92.18	275504571	3	100	0



(Handwritten Signature)

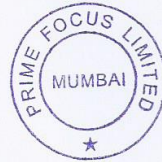


Dhirendra Maurya & Associates Company Secretaries

Resolution No. 4							
Nature of Resolution		Ordinary Resolution					
Subject Matter: Appointment of Dr. (Mrs.) Hemalatha Thiagarajan (DIN: 07144803) as an Independent Director							
Promoter / Public	No. of Shares held (1)	No. of Votes Polled (2)	% of Votes Polled on Outstanding Shares (3) = [(2)/(1)]*100	No. of Votes - in Favour (4)	No. of votes Against (5)	% of Votes in favour on votes polled (6) = [(4)/(2)]*100	% of Votes against on Votes polled (7) = [(5)/(2)]*100
Mode of Voting: E-Voting							
Promoter & Promoter Group	104607641	104607641	100	104607641	0	100	0
Public Institutional Holders	1166853	0	0	0	0	0	0
Public - Others	193104480	105041225	54.39	105041225	0	100	0
Total (A)	298878974	209648866	70.15	209648866	0	100	0
Mode of Voting: Poll							
Promoter & Promoter Group	104607641	0	0	0	0	0	0
Public Institutional Holders	1166853	0	0	0	0	0	0
Public - Others	193104480	65855708	34.10	65855705	3	100	0
Total (B)	298878974	65855708	34.10	65855705	3	100	0
Result (A+B)	298878974	275504574	92.18	275504571	3	100	0



(Handwritten Signature)



Dhirendra Maurya & Associates Company Secretaries

Resolution No. 5							
Nature of Resolution		Ordinary Resolution					
Subject Matter: Appointment of Mr. Amit Bapna (DIN: 00008443) as a Non-Executive Director							
Promoter / Public	No. of Shares held (1)	No. of Votes Polled (2)	% of Votes Polled on Outstanding Shares (3) = [(2)/(1)]*100	No. of Votes - in Favour (4)	No. of votes Against (5)	% of Votes in favour on votes polled (6) = [(4)/(2)]*100	% of Votes against on Votes polled (7) = [(5)/(2)]*100
Mode of Voting: E-Voting							
Promoter & Promoter Group	104607641	104607641	100	104607641	0	100	0
Public Institutional Holders	1166853	0	0	0	0	0	0
Public - Others	193104480	105041225	54.39	105041225	0	100	0
Total (A)	298878974	209648866	70.15	209648866	0	100	0
Mode of Voting: Poll							
Promoter & Promoter Group	104607641	0	0	0	0	0	0
Public Institutional Holders	1166853	0	0	0	0	0	0
Public - Others	193104480	65855708	34.10	65855705	3	100	0
Total (B)	298878974	65855708	34.10	65855705	3	100	0
Result (A+B)	298878974	275504574	92.18	275504571	3	100	0



(Handwritten Signature)



Dhirendra Maurya & Associates Company Secretaries

Resolution No. 6							
Nature of Resolution				Special Resolution			
Subject Matter: Offer or invite for Subscription of Secured / Unsecured Non-Convertible Debentures and/or other Debt securities on private placement basis							
Promoter / Public	No. of Shares held (1)	No. of Votes Polled (2)	% of Votes Polled on Outstanding Shares (3) = [(2)/(1)]*100	No. of Votes - in Favour (4)	No. of votes Against (5)	% of Votes in favour on votes polled (6) = [(4)/(2)]*100	% of Votes against on Votes polled (7) = [(5)/(2)]*100
Mode of Voting: E-Voting							
Promoter & Promoter Group	104607641	104607641	100	104607641	0	100	0
Public Institutional Holders	1166853	0	0	0	0	0	0
Public - Others	193104480	105041225	54.39	105041225	0	100	0
Total (A)	298878974	209648866	70.15	209648866	0	100	0
Mode of Voting: Poll							
Promoter & Promoter Group	104607641	0	0	0	0	0	0
Public Institutional Holders	1166853	0	0	0	0	0	0
Public - Others	193104480	65855708	34.10	65855705	3	100	0
Total (B)	298878974	65855708	34.10	65855705	3	100	0
Result (A+B)	298878974	275504574	92.18	275504571	3	100	0



(Handwritten Signature)



Dhirendra Maurya & Associates Company Secretaries

Resolution No. 7							
Nature of Resolution		Ordinary Resolution					
Subject Matter: Approval for existing Material Related Party Transactions.							
Promoter / Public	No. of Shares held (1)	No. of Votes Polled (2)	% of Votes Polled on Outstanding Shares (3) = [(2)/(1)]*100	No. of Votes - in Favour (4)	No. of votes Against (5)	% of Votes in favour on votes polled (6) = [(4)/(2)]*100	% of Votes against on Votes polled (7) = [(5)/(2)]*100
Mode of Voting: E-Voting							
Promoter & Promoter Group	104607641	0	0	0	0	0	0
Public Institutional Holders	1166853	0	0	0	0	0	0
Public - Others	193104480	105041225	54.39	105041225	0	100	0
Total (A)	298878974	105041225	54.39	105041225	0	100	0
Mode of Voting: Poll							
Promoter & Promoter Group	104607641	0	0	0	0	0	0
Public Institutional Holders	1166853	0	0	0	0	0	0
Public - Others	193104480	63901	0.033	63898	3	99.9953	0.0047
Total (B)	298878974	63901	0.033	63898	3	99.9953	0.0047
Result (A+B)	298878974	105105126	35.16	105105123	3	99.9953	0.0047



(Handwritten Signature)

