

To,
The BSE Limited,
Phiroze Jeejeebhoy Towers,
Dalal Street,
Mumbai-400 001.

Scrip Code: 532456 & Scrip ID: COMPUAGE

Dear Sir,

Sub: Proceedings of the Extra Ordinary General Meeting of Compuage Infocom Limited, held on Wednesday, 17th June 2015

Pursuant to Clause 31 of the Listing Agreement, we reproduce below the proceedings of the Extra Ordinary General Meeting of Compuage Infocom Limited (the "Company"), held on Wednesday, 17th June 2015 at 10 A.M at The Victoria Memorial School for the Blind 73, Tardeo Road, Opp. Film Centre, Tardeo, Mumbai - 400 034.

Sitting on the Dias

Atul H. Mehta
Bhavesh H. Mehta
Virendra Bhatt

Members Attendance

Numbers of shareholders present in the meeting either in person or through proxy:

Promoters and Promoters Group: 2 Nos.

Public: 15 Nos.

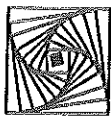
Extra Ordinary General Meeting Proceedings

Atul H. Mehta, Chairman, informed the shareholders that the Extra Ordinary General Meeting is been convened for obtaining their approval for issue of up to 11,00,000 (Eleven Lacs) equity shares of the Company on preferential allotment basis in accordance with Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009 ("ICDR Regulations"). **Atul H. Mehta** was elected as chairman of the company.

At the requisite time, the Chairman confirmed the presence of the requisite quorum and commenced proceedings of the meeting

The Chairman welcomed all members' present and fellow members on the Board.

The Chairman informed the members that the Proxy Register is available for inspection.



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The members informed the Chairman that the Notice of Extra Ordinary General Meeting is presumed to be read in the meeting.

The Chairman thereafter invited members present for their comments and queries on the agenda item.

Atul H. Mehta was the speakers at the Extraordinary General Meeting.

Shareholders raised questions on the purpose of issue of 11,00,000 equity shares to Non-promoter & lock - in period of the Shares

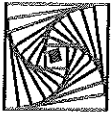
The Chairman has reverted on aforesaid questions that the issue of 11,00,000 equity shares to Non-promoters for the general purpose of the business and for the growth of the business and to meet the working capital requirement of the business & Lock - in period of aforesaid shares will be one year as per the SEBI guidelines.

The shareholders also acknowledged the efforts of the Company in ensuring timely receipt of Notice of EGM by the shareholders.

There being no further questions, the Chairman informed the members that as per the provisions of the Companies Act, 2013, the Company had provided remote e-voting facility to enable the members to cast their votes electronically in proportion to their shareholding as on the cut-off date i.e. **June 10th, 2015**. The remote e-voting period commenced at 10.00 a.m. on Thursday, June 11, 2015 and concluded at 5.00 p.m. on Tuesday, June 16, 2015. Mr. Virendra Bhatt, Practising Company Secretary, was appointed as the scrutinizer for independently carrying out the remote electronic voting in a fair and transparent manner. Since the Company had provided the remote e-voting facility to all its members, there was no voting on resolution by show of hands at the Extraordinary General Meeting.

To facilitate those members present at the meeting but who had not cast their vote earlier through remote e-voting, the Chairman proposed voting by ballot papers submission. Before commencing the ballot papers submission proceedings, the Chairman proposed the resolutions stated in the Notice of the Extra ordinary General Meeting which was seconded by members present at the Extraordinary General Meeting.

The Chairman thereafter invited Mr. Virendra Bhatt to conduct the ballot papers submission proceedings. He informed the members that those members who had voted electronically are not eligible to vote.



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The Chairman also informed the members that the results of voting shall be determined by adding the votes of the ballot papers in favour / against the resolution with the remote e-voting votes in favour / against the resolution.

The Chairman further informed the members that a final report will be submitted by the scrutinizer and the results of voting shall be declared on receipt of the scrutinizer's report on the same day. The results will be uploaded on the Company's website www.compuageindia.com together with the scrutinizer's report.

The members voted on the resolution and duly dropped the poll papers in the ballot box which was locked.

After voting through ballot papers was over, the Chairman thanked the members present and declared the meeting as closed."

We are enclosing herewith results of the voting announced by the Chairman on June 17, 2015 along with the scrutinizer report.

We request you to take the above proceedings on record.

For Compuage Infocom Limited

Name: Sunil Mehta

Designation: Authorised Signatory

Encl: Scrutinizer Report dated June 17th, 2015

Virendra Bhatt

Company Secretary

Office :

602, Tardeo Airconditioned Market,
Tardeo Main Road, Tardeo,
Mumbai-400 034.

Tel. : 2351 4867 / 2351 2412

Mobile : 98200 48670

e-mail : bhattvirendra1945@yahoo.co.in

To,
The Chairman
COMPUAGE INFOCOM LIMITED,
D-601/ 602 & G- 601/602,
Lotus Corporate Park, Graham Firth Steel Compound,
Western Express Highway,
Goregaon (East),
Mumbai, Maharashtra - 400063.

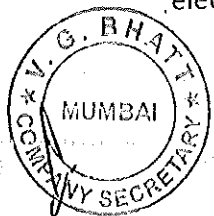
The Extraordinary General Meeting of the members of **COMPUAGE INFOCOM LIMITED** (CIN: L99999MH1999PLC135914) held at the Victoria Memorial School for the Blind 73, Tardeo Road, Opp. Film Centre, Tardeo, Mumbai - 400 034 on Wednesday, June 17, 2015 at 10.00 am.

Sub: Passing of Resolution(s) through electronic voting pursuant to section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management & Administration) Rules, 2014 as amended.

The Board of Directors of **COMPUAGE INFOCOM LIMITED** (hereinafter referred to as the "COMPANY") at its meeting held on 18th May, 2015 has appointed me as the Scrutinizer for the Remote E-voting process as well as to scrutinize the physical ballots forms received from the member at the venue of the EGM pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 and in accordance with the Listing Agreement. I say, I am familiar and well versed with the concept of electronic voting system as prescribed under the said Rules and the SEBI circular no. CIR/CFD/POLICY CELL/2/2014 dated April 17, 2014 issued in this regard.

Report on Scrutiny:

- The company has appointed National Securities Depository Limited (NSDL) as the service provider, for the purpose of extending the facility of Remote E-Voting to the Members of the Company. Link Intime India Private Limited is the Registrar and Share Transfer Agent ('RTA') of the Company.
- The Service Provider had provided a system for recording the votes of the Members electronically on all items of the business (Special business) sought to be transacted in



the Extraordinary General Meeting (EGM) of the company, which was held on Wednesday, June 17, 2015.

- The Service Provider had set up electronic voting facility on their website, <https://www.evoting.nsdl.com/>. The Company has uploaded all the items of the business to be transacted at the EGM on the website of the Company and also its Service Provider to facilitate their members to cast their vote through Remote E-Voting.
- The cut-off date for the dispatch of the Notice of the Extraordinary General Meeting (EGM) was 10th June, 2015 and as on that date, there were 2292 members of the Company. The Service Provider had sent the notices of the EGM and E Voting details by speed post to 1385 members.
- The Notices sent (both through email and physical form) contained the detailed procedure to be followed by the Members who were desirous of casting their votes electronically as provided in the Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended.
- The Cut-off date for the purposes of identifying the Members who will be entitled to vote on the resolutions placed for approval of the Members was Wednesday 10th June, 2015.
- As prescribed in the aforesaid Rules, the Remote Evoting facility was kept open for six days from Thursday, 11th June, 2015 (10.00 am) and ends Tuesday, on 16th June, 2015 (5:00 pm).
- The Company completed the dispatch of the notices to the members on 23rd May, 2015
- As prescribed in clause (v) of sub rule 4 of the Rule 20, the Company also released an advertisement, which was published more than 21days before the date of the EGM in English in 'Free Press Journal' newspaper having country-wide circulation dated 25th May, 2015 and in Marathi in 'Navshakti' newspaper dated 25th May, 2015 . The notice published in the newspaper carried the required information as specified in Sub Rule 4 (v) (a) to (h) of the said Rule 20.
- At the end of the voting period on 16th June, 2015 at 5.00pm., the voting portal of Service Provider was blocked forwith.
- At the venue of the Extraordinary General Meeting of the Company held June 17, 2015, the facility to vote through Ballot Paper had been provided to facilitate those members present in the meeting but could not participate in the Remote E-voting to record their votes.
- On 17th June, 2015, after counting of the votes conducted at the venue of the EGM through ballot paper, the votes cast through Remotes E-voting facility was duly unblocked by me as a Scrutinizer in the presence of Miss. Ashika Shetty and Miss.Riya Devulkar who acted as the witnesses, as prescribed in Sub Rule 4(xii) of the said Rule 20.
- After the voting at the EGM was concluded, 1(ONE) ballot box was kept for the purpose of casting of votes were locked in my presence with due identification marks placed by me. The locked ballot boxes were subsequently opened in my presence and in presence of two witnesses, as mentioned above, and ballot papers were diligently scrutinized. The ballot papers were reconciled with records maintained by the Registrar and Transfer



Agents of the Company and the authorizations/ proxies lodged with the Company. The ballot papers, which were incomplete and/or which were otherwise found defective have been treated as invalid and kept separately.

- Thereafter, I as a Scrutinizer duly complied details of Remote E-Voting carried out by the Members and the physical voting done at the venue of the EGM by way of Ballot paper, the details of which are as follows:

The results of the Remote E-voting together with that of the voting conduct at venue of the EGM by way of Ballot papers are as under:

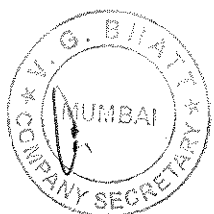
Details	Remote E-voting	Voting through ballot paper at EGM	Total voting
Number of member who cast their votes	15	13	28
Total number of shares held by them	5368585	401	5368986
Valid votes	As per details provided in each one of the Resolution(s) mentioned hereunder.		
Invalid votes	Various as mentioned under each Resolution		

Note: Percentage of votes cast in favour or against the resolutions are calculated based on the Valid Votes cast through Remote E-Voting or Physical Voting.

I. Item No. 1 of the Notice (As a Special Resolution) :

1. To approve issue of 11, 00,000 equity shares on preferential allotment basis

Manner Of Voting	Votes in favour of the resolution		Votes against the resolution		Invalid Votes
	Nos	Percentage	Nos	Percentage	
Remote E-Voting	5367695	99.98 %	890	0.02 %	NIL
Physical Voting	401	100.00%	NIL	NIL	NIL
TOTAL	5368096	99.98%	890	0.02 %	NIL



All the Resolutions mentioned in the EGM Notice as per the details above stand passed under Remote E-Voting and voting conducted at EGM by way of Ballot Papers with the requisite majority and hence deemed to be passed as on date of the EGM.

A Compact Disc (CD) containing a list of equity shareholders who voted "FOR", "AGAINST" and those whose votes were declared invalid /abstained for each resolution is enclosed

I hereby confirm that I am maintaining the Registers received from the Service Provider both electronically and manually, in respect of the votes cast through Remote E-Voting and voting conduct at EGM by way of Ballot Papers by the Members of the Company. The Ballot papers and all other relevant records relating to e-voting and physical voting is under my safe custody and will be handed over the Company Secretary for safe keeping, after the Chairman signs the Minutes.



Virendra Bhatt
ACS- 1157
COP-124

Place- Mumbai
Date –June 17,2015

Witnesses

1. Miss.Ashika Shetty

2.Miss.Riya Devulkar