# **VOTING RESULT OF 20 Annual General Meeting of Ortel Communications Limited**

Date of AGM: 2

27-Jul-15

Total number of shareholders on record date: 2132

No of shareholders present in the meeting either in person or through proxy including Authorized

representative: 149

conformation facility was as also	No of sharpholdors attended the mosting through Video conformation. No video conformation facility was analysing	ho mooting th	No of charabolders attended to
149	24	125	TOTAL
133	11	122	PUBLIC
			GROUP
16	13	3	PROMOTER AND PROMOTER
		PERSON	
TOTAL	PRESENT IN PRESENT THROUGH PROXY	PRESENT IN	SHAREHOLDERS

available to the Shareholders. No. of shareholders attended the meeting through Video conferencing: No video conferencing facility was made

toot or of	itad Balanca Sh	nalinding the gud	March 31 2015	Statements as at	d adont Financia	e consider an	Resolution No. 1. To receive consider and adopt Financial Statements as at March 31 2015 including the audited Relance Sheet as at
[(5)/(2)]*100							
(7)=	[(4)/(2)]*100			(3)=[(2)/(1)]*100			
votes polled	polled (6)= votes polled			shares			
against on	favour on votes against on	against (5)	favour (4)	on outstanding	Votes Polled (2) on outstanding	Ξ	
% of Votes	% of Votes in   % of Votes		No. of Votes - in	Total Shares   Shares Held &   % of Votes Polled   No. of Votes - in   No. of Votes -	Shares Held &	Total Shares	Category

and Directors' thereon. March 31, 2015, Profit & Loss Account for the year ended on that date along with all annexures thereto and the Reports of the Auditors' **Resolution No. 1:** To receive, consider and adopt rinancial statements as at March 31,2013 including the audited Balance sneet as at

0.0004	99.9996	75	17620248	58.0275	17620323	30365464	Results Total (A+B)
0.0042	99.9958	75	1794403	52.9769	1794478	30365464	Total (B)
0.1264	99.8736	75	59250	0.5194	59325	11422388	Public-Others
0.0000	100	0	1735153	52.4576	1735153	3307727	Public – Institutional Holders
0	0	0	0	0.0000	0	15635349	Promoter and Promoter Group
	ing	of voting: E-voting	Mode of voti				
0	100	0	15825845	52.1179	15825845	30365464	Total (A)
0	100	0	190496	1.6677	190496	11422388	Public-Others
0	0	0	0	0	0	3307727	Public – Institutional Holders
0	100	0	15635349	100	15635349	15635349	Promoter and Promoter Group
	<b>1</b>	Mode of voting: Poll	Moo			ıary	Resolution required: Ordinary



[(5)/(2)]*100							
(7)=	[(4)/(2)]*100			(3)=[(2)/(1)]*100			
votes polled	polled (6)=			shares			
against on	favour on votes against on	against (5)	favour (4)	Votes Polled (2) on outstanding	Votes Polled (2)	Ξ	
% of Votes	% of Votes in % of Votes	No. of Votes -	No. of Votes - in	Total Shares   Shares Held &   % of Votes Polled   No. of Votes - in   No. of Votes -	Shares Held &	Total Shares	Category

2.8382	97.1618	500100	17120223	58.0275	17620323	30365464	Results Total (A+B)
27.8688	72.1312	500100	1294378	52.9769	1794478	30365464	Total (B)
0.1264	99.8736	75	59250	0.5194	59325	11422388	Public-Others
28.8173	71.18265652	500025	1235128	52.4576	1735153	3307727	Public – Institutional Holders
0	0	0	0	0.0000	0	15635349	Promoter and Promoter Group
	ing	Mode of voting: E-voting	Mode				
0	100	ō	15825845	52.1179	15825845	30365464	Total (A)
0	100	0	190496	1.6677	190496	11422388	Public-Others
0	0	0	0	0	0	3307727	Public – Institutional Holders
0	100	0	15635349	100	15635349	15635349	Promoter and Promoter Group
	=	Mode of voting: Poll	Mod			ary	Resolution required: Ordinary
gible, offers	by rotation and being eligible, offers		1-0034243), who	utam Sehgal (DIN	place of Dr. Ga	t a Director ir	Resolution No. 2: To appoint a Director in place of Dr. Gautam Sehgal (DIN-0034243), who retires himself for re-appointment.
votes polled (7)= [(5)/(2)]*100	polied (6)= [(4)/(2)]*100			snares (3)=[(2)/(1)]*100			
against on	favour on votes	against (5)	favour (4)	on outstanding	Votes Polled (2)	(1)	c
e of Votor	% of Votos in	No of Votes	No of Votes - in	% of Vates Palled	Shares Held &	Total Shares	Category

	Auditors of the Company	nts as Auditors o	artered Accountar	cti & Co. LLP, Ch	of M/s. Haribhak	appointment	Resolution No. 3: To ratify appointment of M/s. Haribhakti & Co. LLP, Chartered Accountants as
[(5)/(2)]*100						į	
(7)=	[(4)/(2)]*100			(3)=[(2)/(1)]*100			
votes polled	polled (6)=			shares			
against on	favour on votes against on	against (5)	favour (4)	on outstanding	Votes Polled (2)	(1)	
% of Votes	% of Votes in % of Votes	No. of Votes -	No. of Votes - in	Total Shares Shares Held & % of Votes Polled	Shares Held &	Total Shares	Category

0.0000	100	0	1735153	52.4576	1735153	3307727	Public – Institutional Holders
0	0	0]	0	0.0000	0	15635349	Promoter and Promoter Group
	ing	of voting: E-voting	Mode of vo				
0	100	0	15825845	52.1179	15825845	30365464	Total (A)
0	100	0	190496	1.6677	190496	11422388	Public-Others
0	0	0	0	0	0	3307727	Public – Institutional Holders
0	100	0	15635349	100	15635349	15635349	Promoter and Promoter Group
		Mode of voting: Poll	Мос			ıary	Resolution required: Ordinary



0.0004	99.9996	75	17620248	58.0275	17620323	30365464	Results Total (A+B)
0.0042	99.9958	75	1794403	52.9769	1794478	30365464	lotal (B)
6.3	1 1 4						- · · ·
0.1264	99.8736	75	59250	0.5194	59325	11422388	Public-Others
							D.:- D.:-

0.0011	99.9989	200	17620123	58.0275	17620323	30365464	Results Total (A+B)
0.0111	99.9889	200	1794278	52.9769	1794478	30365464	Total (B)
0.3371	99.6629	200	59125	0.5194	59325	11422388	Public-Others
0.0000	100	0	1735153	52.4576	1735153	3307727	Public – Institutional Holders
0	0	0	0	0.0000	0	15635349	Promoter and Promoter Group
	ting	Mode of voting: E-voting	Mode				
	100	0	15825845	52.1179	15825845	30365464	Total (A)
	100	0	190496	1.6677	190496	11422388	Public-Others
	0	0	0	0	0	3307727	Public – Institutional Holders
0	100	0	15635349	100	15635349	15635349	Promoter and Promoter Group
	П	Mode of voting: Poll	Moc				Resolution required: Special
·			naging Director	nuneration of Ma	e Revision of re	er and approve	Resolution No. 4: To consider and approve Revision of remuneration of Managing Director
votes polled {7}= [(5)/(2)]*100	polled (6)= [(4)/(2)]*100			snares (3)=[(2)/(1)]*100			
% of Votes against on	% of Votes in favour on votes	No. of Votes - against (5)	No. of Votes - in favour (4)	% of Votes Polled on outstanding	Shares Held & Votes Polled (2)	(1)	Alogases

0	100	0	190496	1.55//	150450	00077#11	abile College
			1000	1 6673	30000	11/177000	Public-Others
0	0	0	0	0	0	3307727	Public – Institutional Holders
0	100	0	15635349	100	15635349	15635349	Promoter and Promoter Group
		Mode of voting: Poll	Moc		:	lary	resolution required: Ordinary
							Decolution manifest Cali
			Directors.	of Non-Executive	e remuneration	ler and approv	<b>Resolution No. 5:</b> To consider and approve remuneration of Non-Executive Directors.
[(5)/(2)]*100							
(7)=	[(4)/(2)]*100			(3)=[(2)/(1)]*100			
votes polled	polled (6)=			shares			
against on	favour on votes against on	against (5)	favour (4)	on c	Votes Polled (2)	(1)	
% of Votes	% of Votes in	No. of Votes -	No. of Votes - in		Shares Held &	Total Shares	Category



0.0010	99.9990	175	17620073	58.0273	17620248	30365464	Results Total (A+B)
0.0098	99.9902	175	1794228	52.9763	1794403	30365464	Total (B)
0.2954	99.7046	175	59075	0.5187	59250	11422388	Public-Others
0.0000	100	0	1735153	52.4576	1735153	3307727	Public Institutional Holders
0	0	0	0	0.0000	0	15635349	Promoter and Promoter Group
	ing	Mode of voting: E-voting	Mode				
0	100	0	15825845	52.1179	15825845	30365464	Total (A)

2.8933	97.1067	500100	16784870	56.9231	17284970	30365464	Results Total (A+B)
34.2740	65.7260	500100	959025	42.8433	1459125	30365464	Total (B)
0.1269	99.8731	75	59025	0.5174	59100	11422388	Public-Others
35.7154	64.28456635	500025	900000	42.3259	1400025	3307727	Public – Institutional Holders
0	0	0	0	0.0000	0	15635349	Promoter and Promoter Group
	ting	of voting: E-voting	Mode of vo				
0	100	0	15825845	52.1179	15825845	30365464	Total (A)
0	100	0	190496	1.6677	190496	11422388	Public-Others
0	0	0	0	0	0	3307727	Public – Institutional Holders
0	100	0	15635349	100	15635349	15635349	Promoter and Promoter Group
	Ш	Mode of voting: Poll	Mod			агу	Resolution required: Ordinary
	s Independent Director.	ctor as Independ	n-Executive Dire	autam Sehgal, No	intment of Dr. G	er and reappo	Resolution No. 6: To consider and reappointment of Dr. Gautam Sehgal, Non-Executive Director a
votes polled (7)= [(5)/(2)]*100	polled (6)= [(4)/(2)]*100			shares (3)=[(2)/(1)]*100			
% of Votes against on	% of Votes in favour on votes	No. of Votes - against (5)	No. of Votes - in favour (4)	% of Votes Polled on outstanding	Shares Held & Votes Polled (2)	Total Shares (1)	Category

				Category
			Ξ	Total Shares
			Votes Polled (2)	Shares Held &
	(3)=[(2)/(1)]*100	shares	Votes Polled (2) on outstanding	Total Shares   Shares Held &   % of Votes Polled   No. of Votes - in   No. of Votes -
			favour (4)	No. of Votes - in
			against (5)	No. of Votes -
	[(4)/(2)]*100	polled (6)= votes polled	favour on votes against on	% of Votes in % of Votes
[(5)/(2)]*100	(7)=	votes polled	against on	% of Votes



registered office under Companies Act 2013 Resolution No. 7: To approve keeping and maintenance of statutory books and Registers and other documents at a place other than

0000	95.55	٥/	04202011	30.0273	210203		
	20000	35	17670749	58 0275	17620222	30365464	Results Total (A+B)
0.0042	99.9958	75	1794403	52.9769	1794478	30365464	Total (B)
0.1264	99.8736	75	59250	0.5194	59325	11422388	Public-Others
0.0000	100	0	1735153	52.4576	1735153	3307727	Public – Institutional Holders
	0	0	0	0.0000	0	15635349	Promoter and Promoter Group
	ing	Mode of voting: E-voting	Mode				
	100	0	15825845	52.1179	15825845	30365464	Total (A)
	100	0	190496	1.6677	190496	11422388	Public-Others
	0	0	0	0	0	3307727	Public – Institutional Holders
	100	0	15635349	100	15635349	15635349	Promoter and Promoter Group
	n I	Mode of voting: Poll	Mo			ary	Resolution required: Ordinary

0.0014	99.9986	250	17620073	58.0275	17620323	30365464	Results Total (A+B)
0.0139	99.9861	250	1794228	52.9769	1794478	30365464	Total (B)
0.4214	99.5786	250	59075	0.5194	59325	11422388	Public-Others
0.0000	100	0	1735153	52.4576	1735153	3307727	Public – Institutional Holders
0	0	0	0	0.0000	0	15635349	Promoter and Promoter Group
	ting	of voting: E-voting	Mode of vo				
0	100	0	15825845	52.1179	15825845	30365464	Total (A)
0	100	0	190496	1.6677	190496	11422388	Public-Others
0	0	0	0	0	0	3307727	Public ~ Institutional Holders
0	100	0	15635349	100	15635349	15635349	Promoter and Promoter Group
		Mode of voting: Poll	00M			lary	Resolution required: Ordinary
		16	ny for FY. 2015-	ors of the Compa	n of Cost Audit	remuneratio	Resolution No. 8: To ratify remuneration of Cost Auditors of the Company for FY. 2015-16
against on votes polled (7)= [(5)/(2)]*100	polled (6)= [(4)/(2)]*100	ogamst (2)	iawoui (+)	shares (3)=[(2)/(1)]*100	(1)	Į	
% of Votes	% of Votes in	No. of Votes -	No. of Votes - in	% of Votes Polled	Shares Held &	Total Shares	Category



8.1001	91.8999	1400100	15884870	56.9231	17284970	30365464	Results Total (A+B)
i							
95.9548	4.0452	1400100	59025	42.8433	1459125	30365464	Total (B)
0.1269	99.8731	75	59025	0.5174	59100	11422388	Public-Others
100.0000	0	1400025	0	42.3259	1400025	3307727	Public – Institutional Holders
0	0	0	0]	0.0000	0	15635349	Promoter and Promoter Group
	ing	Mode of voting: E-voting	Mode				
0	100	0	15825845	52.1179	15825845	30365464	Total (A)
0	100	0	190496	1 6677	190496	11422388	Public-Others
0	0	0	0	0	0	3307727	Public – Institutional Holders
0	100	0	15635349	100	15635349	15635349	Promoter and Promoter Group
	I	Mode of voting: Poll	Moc			ary	Resolution required: Ordinary
				ESOS 2010	e amendment of	ler and approv	Resolution No. 9: To Consider and approve amendment of ESOS 2010
[(5)/(2)]*100							
(7)=				(3)=[(2)/(1)]*100			
votes polled	polled (6)=			shares			
against on	favour on votes	against (5)	favour (4)	on outstanding	Votes Polled (2)	(1)	
% of Votes	% of Votes in	No. of Votes -	No. of Votes - in	% of Votes Polled	Shares Held &	lotal Shares	Lategory
% of Votes	% of Votes in		No. of Votes - in	% of Votes Polled	Shares Heid &	otal Shares	

# For Ortel Communications Ltd

(Debaraj Biswal) Chairman 27-Jul-15 New Delhi





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FORM No. MGT-13
Consolidated Report of Scrutinizer(s) on voting through ballot Paper and through remote e-voting

[Pursuant to section 108 of the Companies Act, 2013 and rule 20 of the Companies (Management and Administration) Rules, 2014]

To,
The Chairman
Ortel Communications Limited
B-7/122A, Safdarjung Enclave,
New delhi-110029

20<sup>th</sup>Annual General Meeting of the Equity Shareholders of Ortel Communications Limited held on Monday, July 27, 2015, at 10.00 A.M, at Lakshmipat Singhania Auditorium, PHD Chamber of Commerce and Industry PHD House, 4/2 Siri Institutional Area, August Kranti Marg, New Delhi-110016.

Dear Sir,

I, Suresh Kumar Yadav, Practising Company Secretary, M/s. Kumar Suresh & Associates, appointed as Scrutinizer(s) for the purpose of scrutinizing the voting on below mentioned resolutions through ballot papers at the 20<sup>th</sup> Annual General Meeting (AGM) of the Members of Ortel Communications Limited held on Monday, July 27, 2015, at 10.00 A.M, at Lakshmipat Singhania Auditorium, PHD Chamber of Commerce and Industry PHD House, 4/2 Siri Institutional Area, August Kranti Marg, New Delhi-110016 and through remote e-voting during the period from 23<sup>rd</sup> July, 2015, 9.00 AM to 26<sup>th</sup> July, 2015, 5.00PM, submit my report hereunder.

- 1. In accordance with the Notice of the 20<sup>th</sup> AGM sent to the members, the remote e-voting period open from Thursday, July 23, 2015 (9.00 AM) to July 26, 2015 (5.00 PM).
- 2. The members holding shares as on the "cut-off date" i.e. 20th July, 2015 were entitled to vote on the resolutions (items no. 1 to 9 as set out in the notice of L. 2 20th Annual General Meeting of the Company)
- 3. The details of e-voting through remote e-voting were downloaded from the e-voting portal of Karvy Computershare Pvt. Ltd (https://www.evoting.karvy.com), in order to ensure that, members did not vote again through ballot papers at the AGM.

- 4. After the time fixed for closing of the poll by the Chairman, one Ballot box kept for polling was locked in my presence with due identification marks placed by me.
- The locked ballot box was subsequently opened in my presence and poll papers were diligently scrutinized. The poll papers were reconciled with the records maintained by the Company and the authorisation/ proxies lodged with the Company.
- 6. I did not find any poll papers invalid.
- 7. After counting the votes cast by the members and proxy holders present at the 20th AGM through ballot papers, the votes casted through remote e-voting were unblocked on 27th July, 2015 in the presence of two witnesses. Mr. Sandeep Rana residing at Kaushik Colony Malpura, Dharuhera, Rewari, Haryana, India and Mr. Kamal Aggarwal residing at H.No 3978, Moh. Shukerpura, Rewari, Haryana, India who were not in the employment of the Company and have signed below as witness to the unblocking of votes.
- 8. Based on reports generated for both remote e-voting and poll, the result of the poll is as under:

We the undersigned witnesseth that, the votes were unblocked from the e-voting website of Karvy Computershare Pvt. Ltd (http://www.evoting.karvy.com) in our presence at 2.30 PM on 27<sup>th</sup> July, 2015.

Name: Sandeep Rana

Address: Kaushik Colony Malpura, Dharuhera, Rewari, Haryana, India Name: Kamal Aggarwal Address: H.No 3978, Moh.

Shukerpura, Rewari, Haryana. India

Place: New Delhi

Date: 27 July, 2015

### Resolutions:

### ORDINARY BUSNINESS:

### Item No. 1:-

Ordinary resolution to receive, consider and adopt Financial Statements as at March 31,2015 including the audited Balance Sheet as at March 31, 2015, Profit & Loss Account for the year ended on that date along with all annexures thereto and the Reports of the Auditors' and Directors' thereon.

Voted in favour of the resolution;

A. Number of members present and voted (In person and Proxy)

Number of votes cast by them

% of total number of valid votes cast (Favour & Against)

86	15825845	100
B. Number of members voted through remote e-voting system	Number of votes cast by them	% of total number of valid votes cast (Favour & Against)
44	1794403	99.9958
TOTAL (A+B) 130	17620248	99,9996

II. Voted against the resolution;

A. Number of members present and voted (In person and Proxy)	Number of votes cast by them	% of total number of valid votes cast (Favour & Against)
B. Number of members voted through remote e-voting system	Number of votes cast by them	- % of total number of valid votes cast (Favour & Against)
1	75	0.0042
TOTAL (A+B) 1	75	0.0042

## III. Invalid Votes:

A. Number of members present and voted (In person and Proxy)	Number of votes cast by them
B. Number of members voted through remote e-voting system	Number of votes cast by them
TOTAL (A+B)	

### Item No. 2:-

Ordinary resolution to appoint a Director in place of Dr. Gautam Sehgal (DIN 0034243), who retires by rotation and being eligible, offers himself for re-appointment.

Voted in favour of the resolution;

A. Number of members present and voted (In person and Proxy)	Number of votes cast by them	% of total number of valid votes cast (Favour & Against)
86	15825845	100
B. Number of members voted through remote e-voting system	Number of votes cast by them	% of total number of valid votes cast (Favour & Against)
43	1294378	72.1312
TOTAL (A+B) 129	17120223	97.1618

II. Voted against the resolution;

A. Number of members present and voted (In person and Proxy)	Number of votes cast by them	% of total number of valid votes cast (Favour & Against)
<u> </u>		-
B. Number of members voted through remote e-voting system	Number of votes cast by them	% of total number of case valid votes cast (Favour & Against)

2	500100	27.8688
TOTAL (A+B) 2	500100	2.8382

### III. Invalid Votes:

A. Number of members present and voted (In person and Proxy)	Number of votes cast by them
B. Number of members voted through remote e-voting system	Number of votes cast by them
	-
TOTAL (A+B) -	-

### Item No. 3:-

Ordinary resolution to ratify appointment of M/s. Haribhakti & Co. LLP, Chartered Accountants as Auditors of the Company

### Voted in favour of the resolution;

A. Number of members present and voted (In person and Proxy)	Number of votes cast by them	% of total number of valid votes cast (Favour & Against)
86	15825845	100
B. Number of members voted through remote e-voting system	Number of votes cast by them	% of total number of valid votes cast (Favour & Against)
44	1794403	99.9958
TOTAL (A+B) 130	17620248	99.9996

### II. Voted against the resolution;

A. Number of members present and voted (In person and Proxy)	Number of votes cast by them	% of total number of valid votes cast (Favour & Against)
B. Number of members voted through remote e-voting system	Number of votes cast by them	- % of total number of valid votes cast (Favour & Against)
1	75	0.0042
TOTAL (A+B) 1	75	0.0004

### III. Invalid Votes:

A. Number of members present and voted (In person and Proxy)	Number of votes cast by them
B. Number of members voted through remote e-voting system	Number of votes cast by them
TOTAL (A+B) -	•

### Item No. 4:

Special resolution to consider and approve revision of remuneration of Managing Director

Voted in favour of the resolution;

Voted in favour of the	resolution,	
A. Number of members present and voted (In person and Proxy)	Number of votes cast by them	% of total number of valid votes cast (Favour & Against)
86	15825845	100
B. Number of members voted through remote	Number of votes cast by them	% of total number of valid votes cast (Favour & Against)
e-voting system	1794278	99.9889
44 TOTAL (A+B) 130	17620123	99.9989

II. Voted against the resolution;

A. Number of members present and voted (In person and Proxy)	Number of votes cast by them	% of total number of valid votes cast (Favour & Against)
person and rroxy)	-	-
B. Number of members voted through remote e-voting system	Number of votes cast by them	% of total number of valid votes cast (Favour & Against)
e-voting system	200	0.0111
TOTAL (A+B) 2	200	0.0011

III. Invalid Votes:

A. Number of members present and voted (In person and Proxy)	Number of votes cast by them
B. Number of members voted through remote e-voting system	Number of votes cast by them
-	-
TOTAL (A+B) -	-

Item no. 5:-

Ordinary resolution to consider and approve remuneration of Non Executive Directors

I. Voted in favour of the resolution;

A. Number of members present and voted (In person and Proxy)	Number of votes cast by them	% of total number of valid votes cast (Favour & Against)
86	15825845	100
B. Number of members voted through remote e-voting system	Number of votes cast by them	% of total number of valid votes cast (Favour & Against)
44	1794228	99.9902
TOTAL (A+B) 130	17620073	99.9990

II. Voted against the resolution;

A. Number of members present and voted (In person and Proxy)	Number of votes cast by them	% of total number of valid votes cast (Favour & Against)
B. Number of members voted through remote e-voting system	Number of votes cast by them	% of total number of valid votes cast (Favour & Against)
2	175	0.0098
TOTAL (A+B) 2	175	0.0010

### III. Invalid Votes:

A. Number of members present and voted (In person and Proxy)	Number of votes cast by them
-	
B. Number of members voted through remote e-voting system	Number of votes cast by them
The second secon	-
TOTAL (A+B) -	-

Item No. 6:-

Ordinary resolution to consider and approve reappointment of Dr. Gautam Sehgal, Non-Executive Director as Independent Director

Voted in favour of the resolution;

A. Number of members present and voted (In person and Proxy)	Number of votes cast by them	% of total number of valid votes cast (Favour & Against)
86	15825845	100
B. Number of members voted through remote e-voting system	Number of votes cast by them	% of total number of valid votes cast (Favour & Against)
38	959025	65.7260
TOTAL (A+B) 124	16784870	97.1067

II. Voted **against** the resolution;

A. Number of members present and voted (In person and Proxy)	Number of votes cast by them	% of total number of valid votes cast (Favour & Against)
B. Number of members voted through remote e-voting system	Number of votes cast by them	% of total number of valid votes cast (Favour & Against)
2	500100	34.2740
TOTAL (A+B) 2	500100	2.8933

### III. Invalid Votes:

A. Number of members present and voted (In person and Proxy)	Number of votes cast by them	
B. Number of members voted through	Number of votes cast by them	
remote e-voting system		
5	335353	
TOTAL (A+B) 5	335333	

### Item No. 7:-

Special resolution to approve keeping and maintaining of statutory books and Registers and other documents at a place other than registered office under Companies Act, 2013

### I. Voted in favour of the resolution;

A. Number of members present and voted (In person and Proxy)	Number of votes cast by them	% of total number of valid votes cast (Favour & Against)
86	15825845	100
B. Number of members voted through remote e-voting system	Number of votes cast by them	% of total number of valid votes cast (Favour & Against)
44	1794403	99.9958
TOTAL (A+B) 130	17620248	99.9996

### II. Voted against the resolution;

A. Number of members present and voted (In person and Proxy)	Number of votes cast by them	% of total number of valid votes cast (Favour & Against)
B. Number of members voted through remote e-voting system	Number of votes cast by them	- % of total number of valid votes cast (Favour & Against)
1	75	0.0042
TOTAL (A+B) 1	75	0.0004

### III. Invalid Votes:

A. Number of members present and voted (In person and Proxy)	Number of votes cast by them
	<u>-</u>
B. Number of members voted through remote e-voting system	Number of votes cast by them
2	-
TOTAL (A+B) -	-



Item No. 8:-

Ordinary resolution to ratify remuneration of Cost Auditors of the Company for F.Y. 2015-16

# I. Voted **in favour** of the resolution;

A. Number of members present and voted (In person and Proxy)	Number of votes cast by them	% of total number of valid votes cast (Favour & Against)
86	15825845	100
B. Number of members voted through remote e-voting system	Number of votes cast by them	% of total number of valid votes cast (Favour & Against)
44	1794228	99.9861
TOTAL (A+B) 130	17620073	99.9986

### II. Voted **against** the resolution;

A. Number of members present and voted (In person and Proxy)	Number of votes cast by them	% of total number of valid votes cast (Favour & Against)
B. Number of members voted through remote e-voting system	Number of votes cast by them	% of total number of valid votes cast (Favour & Against)
2	250	0.0139
TOTAL (A+B) 2	250	0.0014

### III. Invalid Votes:

A. Number of members present and voted (In person and Proxy)	Number of votes cast by them
B. Number of members voted through remote e-voting system	Number of votes cast by them
TOTAL (A+B) -	-

Item No. 9:-

Special resolution to Consider and approve amendment of ESOS 2010

# I. Voted **in favour** of the resolution;

A. Number of members present and voted (In person and Proxy)	Number of votes cast by them	% of total number of valid votes cast (Favour & Against)
86	15825845	100
B. Number of members voted through remote e-voting system	Number of votes cast by them	% of total number of valid votes cast (Favour & Against)
36	59025	4.0452
TOTAL (A+B) 122	15884870	91.8999

Voted against the resolution; II.

A. Number of members present and voted (In person and Proxy)	Number of votes cast by them	% of total number of valid votes cast (Favour & Against)
B. Number of members voted through remote e-voting system	Number of votes cast by them	% of total number of valid votes cast (Favour & Against)
4	1400100	95.9548
TOTAL (A+B) 4	1400100	8.1001

### Invalid Votes: III.

A. Number of members present and voted (In person and Proxy)	Number of votes cast by them
# 10	
B. Number of members voted through remote e-voting system	Number of votes cast by them
5	335353
TOTAL (A+B) 5	335353

Thanking you, Yours faithfully,

Kumar Suresh & Associates

Suresh Kumar Yadav

(Proprietor) C.P No-6711 M. No- 6452

Place: Gurgaon Dated: 27-07-2015