

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

**Date of AGM:** 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

SHAREHOLDERS	PRESENT IN PERSON	PRESENT THROUGH PROXY	TOTAL
PROMOTER AND PROMOTER GROUP	3		13
PUBLIC	122		11
TOTAL	125	24	149

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

Category	Total Shares (1)	Shares Held & 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
<b>Resolution No. 1:</b> 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.							
<b>Resolution required: Ordinary</b>							
<b>Mode of voting: Poll</b>							
Promoter and Promoter Group	15635349	15635349	100	15635349	0	100	0
Public – Institutional Holders	3307727	0	0	0	0	0	0
Public-Others	11422388	190496	1.6677	190496	0	100	0
Total (A)	30365464	15825845	52.1179	15825845	0	100	0
Promoter and Promoter Group	15635349	0	0.0000	0	0	0	0
Public – Institutional Holders	3307727	1735153	52.4576	1735153	0	100	0.0000
Public-Others	11422388	59325	0.5194	59250	75	99.8736	0.1264
Total (B)	30365464	1794478	52.9769	1794403	75	99.9958	0.0042
<b>Results Total (A+B)</b>	<b>30365464</b>	<b>17620323</b>	<b>58.0275</b>	<b>17620248</b>	<b>75</b>	<b>99.9996</b>	<b>0.0004</b>



Category	Total Shares (1)	Shares Held & 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
<b>Resolution No. 2: To appoint a Director in place of Dr. Gautam Sehgal (DIN-0034243), who retires by rotation and being eligible, offers himself for re-appointment.</b>							
<b>Resolution required: Ordinary</b>							
<b>Mode of voting: Poll</b>							
Promoter and Promoter Group	15635349	15635349	100	15635349	0	100	0
Public – Institutional Holders	3307727	0	0	0	0	0	0
Public-Others	11422388	190496	1.6677	190496	0	100	0
Total (A)	30365464	15825845	52.1179	15825845	0	100	0
<b>Mode of voting: E-voting</b>							
Promoter and Promoter Group	15635349	0	0.0000	0	0	0	0
Public – Institutional Holders	3307727	1735153	52.4576	1235128	500025	71.18265652	28.8173
Public-Others	11422388	59325	0.5194	59250	75	99.8736	0.1264
Total (B)	30365464	1794478	52.9769	1294378	500100	72.1312	27.8688
Results Total (A+B)	30365464	17620323	58.0275	17120223	500100	97.1618	2.8382

Category	Total Shares (1)	Shares Held & 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
<b>Resolution No. 3: To ratify appointment of M/s. Haribhakti &amp; Co. LLP, Chartered Accountants as Auditors of the Company</b>							
<b>Resolution required: Ordinary</b>							
<b>Mode of voting: Poll</b>							
Promoter and Promoter Group	15635349	15635349	100	15635349	0	100	0
Public – Institutional Holders	3307727	0	0	0	0	0	0
Public-Others	11422388	190496	1.6677	190496	0	100	0
Total (A)	30365464	15825845	52.1179	15825845	0	100	0
<b>Mode of voting: E-voting</b>							
Promoter and Promoter Group	15635349	0	0.0000	0	0	0	0
Public – Institutional Holders	3307727	1735153	52.4576	1735153	0	100	0.0000



Public-Others	11422388	59325	0.5194	59250	75	99.8736	0.1264
Total (B)	30365464	1794478	52.9769	1794403	75	99.9958	0.0042
<b>Results Total (A+B)</b>	<b>30365464</b>	<b>17620323</b>	<b>58.0275</b>	<b>17620248</b>	<b>75</b>	<b>99.9996</b>	<b>0.0004</b>

Category	Total Shares (1)	Shares Held & 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
<b>Resolution No. 4: To consider and approve Revision of remuneration of Managing Director</b>							
<b>Mode of voting: Poll</b>							
Promoter and Promoter Group	15635349	15635349	100	15635349	0	100	0
Public – Institutional Holders	3307727	0	0	0	0	0	0
Public-Others	11422388	190496	1.6677	190496	0	100	0
Total (A)	30365464	15825845	52.1179	15825845	0	100	0
Promoter and Promoter Group	15635349	0	0.0000	0	0	0	0
Public – Institutional Holders	3307727	1735153	52.4576	1735153	0	100	0.0000
Public-Others	11422388	59325	0.5194	59125	200	99.6629	0.3371
Total (B)	30365464	1794478	52.9769	1794278	200	99.9889	0.0111
<b>Results Total (A+B)</b>	<b>30365464</b>	<b>17620323</b>	<b>58.0275</b>	<b>17620123</b>	<b>200</b>	<b>99.9989</b>	<b>0.0011</b>

Category	Total Shares (1)	Shares Held & 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
<b>Resolution No. 5: To consider and approve remuneration of Non-Executive Directors.</b>							
<b>Mode of voting: Poll</b>							
Promoter and Promoter Group	15635349	15635349	100	15635349	0	100	0
Public – Institutional Holders	3307727	0	0	0	0	0	0
Public-Others	11422388	190496	1.6677	190496	0	100	0
Total (A)	30365464	15825845	52.1179	15825845	0	100	0
Promoter and Promoter Group	15635349	0	0.0000	0	0	0	0
Public – Institutional Holders	3307727	1735153	52.4576	1735153	0	100	0.0000
Public-Others	11422388	59325	0.5194	59125	200	99.6629	0.3371
Total (B)	30365464	1794478	52.9769	1794278	200	99.9889	0.0111
<b>Results Total (A+B)</b>	<b>30365464</b>	<b>17620323</b>	<b>58.0275</b>	<b>17620123</b>	<b>200</b>	<b>99.9989</b>	<b>0.0011</b>

Category	Total Shares (1)	Shares Held & 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
<b>Resolution No. 5: To consider and approve remuneration of Non-Executive Directors.</b>							
<b>Mode of voting: Poll</b>							
Promoter and Promoter Group	15635349	15635349	100	15635349	0	100	0
Public – Institutional Holders	3307727	0	0	0	0	0	0
Public-Others	11422388	190496	1.6677	190496	0	100	0



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

Category	Total Shares (1)	Shares Held & 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
<b>Resolution No. 6: To consider and reappointment of Dr. Gautam Sehgal, Non-Executive Director as Independent Director.</b>							
<b>Mode of voting: E-voting</b>							
Promoter and Promoter Group	15635349	0	0.0000	0	0	0	0
Public – Institutional Holders	3307727	0	0	0	0	0	0
Public-Others	11422388	190496	1.6677	190496	0	100	0
Total (A)	30365464	15825845	52.1179	15825845	0	100	0
<b>Mode of voting: Poll</b>							
Promoter and Promoter Group	15635349	15635349	100	15635349	0	100	0
Public – Institutional Holders	3307727	0	0	0	0	0	0
Public-Others	11422388	190496	1.6677	190496	0	100	0
Total (A)	30365464	15825845	52.1179	15825845	0	100	0

Category	Total Shares (1)	Shares Held & 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
<b>Resolution required: Ordinary</b>							
<b>Mode of voting: E-voting</b>							
Promoter and Promoter Group	15635349	0	0.0000	0	0	0	0
Public – Institutional Holders	3307727	1400025	42.3259	900000	500025	64.28456635	35.7154
Public-Others	11422388	59100	0.5174	59025	75	99.8731	0.1269
Total (B)	30365464	1459125	42.8433	959025	500100	65.7260	34.2740
Results Total (A+B)	30365464	17784970	56.9231	16784870	500100	97.1067	2.8933

Category	Total Shares (1)	Shares Held & 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
<b>Resolution required: Ordinary</b>							
<b>Mode of voting: Poll</b>							
Promoter and Promoter Group	15635349	0	0.0000	0	0	0	0
Public – Institutional Holders	3307727	1400025	42.3259	900000	500025	64.28456635	35.7154
Public-Others	11422388	59100	0.5174	59025	75	99.8731	0.1269
Total (B)	30365464	1459125	42.8433	959025	500100	65.7260	34.2740
Results Total (A+B)	30365464	17784970	56.9231	16784870	500100	97.1067	2.8933



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

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

**Resolution No. 8: To ratify remuneration of Cost Auditors of the Company for FY. 2015-16**

Category	Total Shares (1)	Shares Held & 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
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<b>Resolution required: Ordinary</b>		<b>Mode of voting: Poll</b>					
Promoter and Promoter Group	15635349	15635349	100	0	100	0	0
Public – Institutional Holders	3307727	0	0	0	0	0	0
Public-Others	11422388	190496	1.6677	0	100	0	0
<b>Total (A)</b>	<b>30365464</b>	<b>15825845</b>	<b>52.1179</b>	<b>15825845</b>	<b>0</b>	<b>100</b>	<b>0</b>
<b>Mode of voting: E-voting</b>							
Promoter and Promoter Group	15635349	0	0.0000	0	0	0	0
Public – Institutional Holders	3307727	1735153	52.4576	0	100	0.0000	0.0000
Public-Others	11422388	59325	0.5194	250	99.5786	0.4214	0.4214
<b>Total (B)</b>	<b>30365464</b>	<b>1794478</b>	<b>52.9769</b>	<b>250</b>	<b>99.9861</b>	<b>0.0139</b>	<b>0.0139</b>
<b>Results Total (A+B)</b>	<b>30365464</b>	<b>17620323</b>	<b>58.0275</b>	<b>17620073</b>	<b>250</b>	<b>99.9986</b>	<b>0.0014</b>



Category	Total Shares (1)	Shares Held & 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
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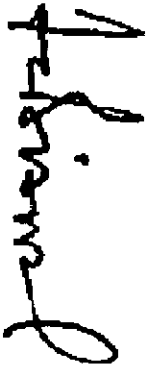
**Resolution No. 9: To Consider and approve amendment of ESOS 2010**

**Resolution required: Ordinary**

**Mode of voting: Poll**

Promoter and Promoter Group	15635349	15635349	100	15635349	0	100	0
Public – Institutional Holders	3307727	0	0	0	0	0	0
Public-Others	11422388	190496	1.6677	190496	0	100	0
Total (A)	30365464	15825845	52.1179	15825845	0	100	0
Promoter and Promoter Group	15635349	0	0.0000	0	0	0	0
Public – Institutional Holders	3307727	1400025	42.3259	0	1400025	0	100.0000
Public-Others	11422388	59100	0.5174	59025	75	99.8731	0.1269
Total (B)	30365464	1459125	42.8433	59025	1400100	4.0452	95.9548
<b>Results Total (A+B)</b>	<b>30365464</b>	<b>17284970</b>	<b>56.9231</b>	<b>15884870</b>	<b>1400100</b>	<b>91.8999</b>	<b>8.1001</b>

For Ortel Communications Ltd



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





**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]

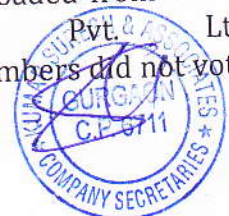
To,  
The Chairman  
Ortel Communications Limited  
B-7/122A, Safdarjung Enclave,  
New delhi-110029

**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. 20<sup>th</sup> July, 2015 were entitled to vote on the resolutions (items no. 1 to 9 as set out in the notice of the 20<sup>th</sup> 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. & Associates 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.
5. 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 20<sup>th</sup> AGM through ballot papers, the votes casted through remote e-voting were unblocked on 27<sup>th</sup> 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 BUSINESS:

#### 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.**

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>B. Number of members voted through remote e-voting system</b>	<b>Number of votes cast by them</b>	<b>% of total number of valid votes cast (Favour &amp; Against)</b>
44	1794403	99.9958
<b>TOTAL (A+B) 130</b>	<b>17620248</b>	<b>99.9996</b>

II. Voted against the resolution;

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

III. Invalid Votes:

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

Item No. 2:-

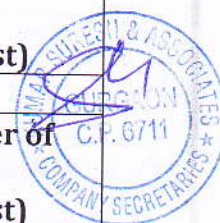
Ordinary resolution to appoint a Director in place of Dr. Gautam Sehgal (DIN 0034243), who retires by rotation and being eligible, offers himself for re-appointment.

I. Voted in favour of the resolution;

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

II. Voted against the resolution;

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



2	500100	27.8688
<b>TOTAL (A+B) 2</b>	<b>500100</b>	<b>2.8382</b>

III. Invalid Votes:

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

Item No. 3:-

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

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

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

II. Voted **against** the resolution;

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

III. Invalid Votes:

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

Item No. 4:

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



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	1794278	99.9889
<b>TOTAL (A+B) 130</b>	<b>17620123</b>	<b>99.9989</b>

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	200	0.0111
<b>TOTAL (A+B) 2</b>	<b>200</b>	<b>0.0011</b>

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
-	-
<b>TOTAL (A+B)</b>	<b>-</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
<b>TOTAL (A+B) 130</b>	<b>17620073</b>	<b>99.9990</b>



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
<b>TOTAL (A+B) 2</b>	<b>175</b>	<b>0.0010</b>

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
-	-
<b>TOTAL (A+B) -</b>	<b>-</b>

Item No. 6:-

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

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)
38	959025	65.7260
<b>TOTAL (A+B) 124</b>	<b>16784870</b>	<b>97.1067</b>

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
<b>TOTAL (A+B) 2</b>	<b>500100</b>	<b>2.8933</b>



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
5		335353
<b>TOTAL (A+B)</b>	<b>5</b>	<b>335333</b>

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
<b>TOTAL (A+B) 130</b>	<b>17620248</b>	<b>99.9996</b>

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
<b>TOTAL (A+B) 1</b>	<b>75</b>	<b>0.0004</b>

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
-		-
<b>TOTAL (A+B)</b>	<b>-</b>	<b>-</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
<b>TOTAL (A+B) 130</b>	<b>17620073</b>	<b>99.9986</b>

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
<b>TOTAL (A+B) 2</b>	<b>250</b>	<b>0.0014</b>

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
-	-
<b>TOTAL (A+B) -</b>	<b>-</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
<b>TOTAL (A+B) 122</b>	<b>15884870</b>	<b>91.8999</b>



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)
4	1400100	95.9548
<b>TOTAL (A+B) 4</b>	<b>1400100</b>	<b>8.1001</b>

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
5	335353
<b>TOTAL (A+B) 5</b>	<b>335353</b>

Thanking you,  
Yours faithfully,

Kumar Suresh & Associates  
Suresh Kumar Yadav  
(Proprietor)  
C.P No-6711  
M. No- 6452



Place: Gurgaon  
Dated: 27-07-2015