



Ref: CVL(SRL) / BSE / 2015-16

August 26, 2015

To,
BSE Limited
P. J. Towers, Dalal Street,
Mumbai – 400 001.

Dear Sir,

Sub : Declaration of the results of voting conducted by Postal Ballot in terms of the notice dated July 17, 2015.

Scrip Code: 511413

ISIN: INE559D01011.

Pursuant to Section 110 of Companies 2013, read with Companies (Management & Administration) Rules, 2014 and clause 35 B of the Listing agreement, approval of the Members of the Company was sought by means of postal ballot vide notice dated July 17, 2015 for the item as mentioned in the said notice. Based on the Scrutinizer's Report dated August 25, 2015 the results of postal ballot were declared on August 26, 2015 at Corporate Office at 111, Maker Chambers, IV, 11th Floor, Nariman Point, Mumbai – 400 021 which is enclosed herewith.

Kindly take the same on your record & oblige.

Thanking you,
Yours faithfully,
For **Crest Ventures Limited**


Rohan R. Gavas
Company Secretary



Encl : A/a.



RESULTS OF POSTAL BALLOT INCLUDING EVOTING

Pursuant to the provisions of Section 110 of the Companies Act, 2013 read with the Companies (Management and Administration) Rules, 2014, the Board of Directors of the Company vide circular resolution dated July 17, 2015, decided to seek approval of the Members of the Company through Postal Ballot process, for matters stated in the notice of Postal Ballot dated July 17, 2015.

CS A.Y. Sathe, Practicing Company Secretary, Scrutinizer for the postal ballot process, has submitted his report on August 25, 2015.

The Company had offered e-voting through CDSL to all the Members of the Company in compliance with the aforesaid provisions of the Companies Act, 2013 and Clause 35B of the Listing Agreement to enable them to cast their vote electronically.

Based on the report of the Scrutinizer, the results of Postal Ballot are declared as under:

Sr. No.	Particulars	No. of members voted through Postal Ballot Forms	No. of votes cast (Shares) – Postal Ballot Forms	No. of Members voted in E-Voting	No. of Votes Cast (Shares) – E-voting
1	Total Postal ballot / E-Votes Received	45	588295	11	2881017
2	Less: Invalid	2	395	0	0
3	Net valid votes	43	587900	11	2881017
4	With Assent	43	587900	8	2871658
5	With dissent	0	0	3	9359

On the basis of aforesaid results submitted by the Scrutinizer, we declare that the Ordinary Resolution for Item No. 1 is passed by requisite majority on August 26, 2015 at the Corporate Office of the Company at 111, Maker Chamber IV, 11th Floor, Nariman Point, Mumbai 400 021.

Place : Mumbai
Date : August 26, 2015

For Crest Ventures Limited


Vijay Choraria
Managing Director
DIN :- 00021446.





SCRUTINIZER'S REPORT

[Pursuant to Section 108 and 110 of the Companies Act, 2013 and Rule 20 and 22 of the Companies (Management and Administration) Rules, 2014]

To,
The Chairman
Crest Ventures Limited
4th Floor, Kalpataru Heritage,
127, M.G. Road, Fort,
Mumbai - 400001

Dear Sir,

Sub: Scrutinizer's Report on passing of an Ordinary Resolution by way of postal ballot/ E-Voting.

I, **CS Ajit Sathe**, a Company Secretary in Whole Time Practice, has been appointed as Scrutinizer by the Board of Directors of **Crest Ventures Limited** ("the Company") vide their circular resolution dated 17th July, 2015 for the purpose of Scrutinizing the Postal Ballot Process under the provisions of Section 110 of the Companies Act, 2013 ("the 2013 Act") read with Rule 22 of the Companies (Management and Administration) Rules, 2014 ("the Rules") and ascertaining the passing of the Ordinary Resolution contained in the Postal Ballot Notice dated 17th July, 2015 dispatched on 23rd July, 2015. The last date for receipt of Postal Ballot Forms was fixed as 24th August, 2015.

The management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and Rules relating to Postal Ballot on the resolution contained in the Notice dated 17th July, 2015. My responsibility as a scrutinizer of the Postal Ballot Process is restricted to make a Scrutinizer's report of the votes cast "in favour" or "against" the resolution stated above, based on the reports generated from the e-voting system provided by Central Depository Services (India) Limited, the authorised agency engaged by the Company to provide e-voting facility and postal ballot forms received by post till 24th August, 2015 (18.00 hours).

On the basis of Postal Ballot papers received and e-voting done till 24th August, 2015 (upto 18.00 hours); I hereby submit my report as Scrutinizer in the following manner:

- i. In accordance with the notice dated 17th July, 2015 sent to the shareholders and the advertisement pursuant to Rule 22 (5) of the Companies (Management and Administration) Rules, 2014, the voting period remained open from 26th July, 2015 (10.00 hours) to 24th August, 2015 (18.00 hours).
- ii. The members of the Company as on the "cut-off" date i.e, 17th July, 2015 were entitled to vote on the resolution (item No. 1) as set out in the notice.
- iii. The votes cast were unblocked around 18.08 hours on 24th August, 2015.



* iv. After our scrutiny, the summary of Postal Ballot Forms/ E voting is given below:

Sr. No.	Particulars	No. of members voted through Postal Ballot Forms	No. of votes cast (Shares) – Postal Ballot Forms	No. of Members voted in E-Voting	No. of Votes Cast (Shares) – E-voting
1	Total Postal ballot/ E-Votes Received	45	588295	11	2881017
2	Less: Invalid	2	395	0	0
3	Net valid votes	43	587900	11	2881017
4	With Assent	43	587900	8	2871658
5	With dissent	0	0	3	9359

v. Based on above the combined results are as follows:

Resolution No.1: Approval of the Composite Scheme of Amalgamation between ITI Capital Holdings Private Limited and ITI Securities Limited and Crest Ventures Limited and their respective shareholders and creditors.

(I) VOTED IN FAVOUR THE RESOLUTION:

No. of members voted through E-voting and Postal Ballot Forms	Total No. of votes cast (Shares) through E-voting and Postal Ballot Forms	% of total number of valid votes cast	% of total no. of shares of the Company
51	3459558	99.73	19.92

(II) VOTED AGAINST THE RESOLUTION:

No. of members voted through E-voting and Postal Ballot Forms	Total No. of votes cast (Shares) through E-voting and Postal Ballot Forms	% of total number of valid votes cast	% of total no. of shares of the Company
3	9359	0.27	0.05

(III) INVALID VOTES OF THE RESOLUTION:

No. of members voted in E-voting	No. of votes cast (Shares) E-voting	No. of Members Voted – Postal Ballot Forms	No. of Votes cast (Shares) – Postal Ballot Forms	Total No. of Votes cast through E-voting and Postal Ballot
NIL	NIL	2	395	395

* It may please be noted that number of votes cast by public shareholders has been considered for the above resolution in terms of SEBI Circular No.CIR/CFD/DIL/5/2013 issued on 4th February, 2013 and SEBI circular No.CIR/CFD/DIL/8/2013 issued on 21st May, 2013. The Promoters of the Company have abstained from voting.



RESULT

As the number of votes cast in favour of the resolution are more than the number of votes cast against, we report that the Ordinary Resolution with regard to item No.1 as set out in the Postal Ballot Notice is passed with requisite majority.

You may accordingly declare the result of the voting by Postal Ballot

Thanking you

Yours faithfully

CS Ajit Sathe
Company Secretary in Practice & Scrutinizer
Membership No.: FCS 2899
CP No.738

Place: Mumbai

Date: 25th August, 2015

CREST VENTURES LIMITED - CIN - L99999MH1982PLC102697

Date of General Meeting (Postal Ballot) August 26, 2015 (Date of Declaration of results of Postal Ballot)

Total number of shareholders on cut off date - July 17, 2015.
No. of shareholders present in the meeting either in person or through proxy Promoters and Promoter Group Public:

No. of Shareholders attended the meeting through Video Conferencing Promoters and Promoter Group Public:

Details of the Agenda:

Resolution required: (Ordinary/Special)

Mode of voting: (Show of hands/Poll/Postal ballot/E-voting)

In case of Poll/Postal ballot/E-voting:

4063
 Not applicable
 Not applicable
 Not applicable
 Not applicable
 Not applicable

Ordinary Resolution for Item No. 1.
 Postal Ballot and E- Voting
 As follows

Note :- Number of votes polled does not include the invalid votes and votes not cast as indicated in the Scrutinizers Report

Item No. 1 - Approval of the Composite Scheme of Amalgamation between ITI Capital Holdings Private Limited and ITI Securities Limited and Crest Ventures Limited and their respective shareholders and creditors.

Promoter/Public	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							
Evoting	9821344	-	-	-	-	-	-
Postal Ballot		-	-	-	-	-	-
Total (A)	9821344	0	0.00	0	0	0	0
Public Institutional holders							
Evoting		337373	26.9024	337373	-	100	-
Postal Ballot	1254065	-	-	-	-	-	-
Total (B)	1254065	337373	26.9024	337373	0	100	0
Public-Others							
Evoting	6294591	2881017	45.7697	2871658	9359	99.6751	0.3249
Postal Ballot		587900	9.3398	587900	-	100	-
Total (C)	6294591	3468917	55.1095	3459558	9359	99.7302	0.2698
Total (A+B+C)	17370000	3806290	21.9130	3796931	9359	99.7541	0.2459

For Crest Ventures Limited

Company Secretary