

7<sup>th</sup> October, 2016

Deputy General Manager,  
Corporate Relationship Department,  
BSE Limited  
Phiroze Jeejeebhoy Towers,  
Dalai Street, Fort,  
Mumbai — 400 001

The Manager, Listing Department  
National Stock Exchange of India Limited  
Exchange Plaza, 5th Floor,  
Plot No. C-1/ G Block,  
Bandra — Kurla Complex,  
Bandra (East), Mumbai — 400 051.

Dear Sir/ Madam,

**Sub: Voting Results**

In compliance with sub regulation (3) of Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 we are pleased to submit the following information in the prescribed format regarding voting results on the business transacted as per the Notice of 30th Annual General Meeting (AGM) of the Company held on October 5, 2016 at 12.00 noon at Sumant Moolgaokar Auditorium, 'A Wing', Ground Floor, Maharashtra Chamber of Commerce, Industries and Agriculture, Trade Tower, ICC Complex, 403, Senapati Bapat Road, Pune 411 016.

The mode of voting was by way of E-voting and Poll at the Annual General Meeting. The Agenda wise details are provided in the Annexure enclosed herewith.

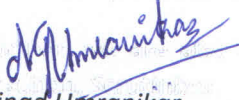
Further, we are also enclosing the combined report of e-voting and Poll received from Mr. Nilesh A. Pradhan, Scrutinizer.

All the 4 (Four) resolutions as per the aforesaid Notice of the Annual General Meeting have been passed by requisite majority.

You are requested to take same on records.

Thanking You.

**For ACCELYA KALE SOLUTIONS LIMITED**



**Nina Umranikar**  
Company Secretary

Membership No ACS 14201

**Format for Voting Results**

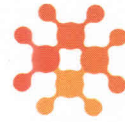
Date of the AGM	5 <sup>th</sup> October, 2016
Total number of shareholders on record date	14,463
<b>No. of shareholders present in the meeting either in person or through proxy:</b>	
Promoters and Promoter Group:	1
Public:	51
<b>No. of Shareholders attended the meeting through Video Conferencing:</b>	
Promoters and Promoter Group:	0
Public:	0

**Agenda-wise disclosure (to be disclosed separately for each agenda item)**

**Resolution No. 1:** Receive, consider and adopt the audited financial statements (including audited consolidated financial statements) for the year ended 30<sup>th</sup> June, 2016, together with the reports of the directors and auditors thereon

Resolution required: (Ordinary/ Special)			Ordinary					
Whether promoter / promoter group are interested in the agenda / resolution?			No					
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding share (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) = $[(5)/(2)] * 100$
Promoter and Promoter Group	E-voting	11,143,295	0	0.0000	0	0	0.0000	0.0000
	Poll		11,143,295	100.0000	11,143,295	0	100.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>11,143,295</b>	<b>100.0000</b>	<b>11,143,295</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Public Institutions	E-voting	1,149,617	792,296	68.9183	792,296	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>792,296</b>	<b>68.9183</b>	<b>792,296</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Public -Non-Institutions	E-voting	2,633,349	99	0.0038	99	0	100.0000	0.0000
	Poll		12,950	0.4918	12,950	0	100.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>13,049</b>	<b>0.4956</b>	<b>13,049</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
<b>TOTAL</b>		<b>14,926,261</b>	<b>11,948,640</b>	<b>80.0511</b>	<b>11,948,640</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>





**Resolution No. 2: Confirmation of payment of interim dividend and declaration of final dividend**

Resolution required: (Ordinary/ Special)			Ordinary					
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 share	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	11,143,295	0	0.0000	0	0	0.0000	0.0000
	Poll		11,143,295	100.0000	11,143,295	0	100.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>11,143,295</b>	<b>100.0000</b>	<b>11,143,295</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Public Institutions	E-voting	1,149,617	792,296	68.9183	792,296	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>792,296</b>	<b>68.9183</b>	<b>792,296</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Public - Non-Institutions	E-voting	2,633,349	99	0.0038	99	0	100.0000	0.0000
	Poll		12,950	0.4918	12,870	80	99.3822	0.6178
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>13,049</b>	<b>0.4956</b>	<b>12,969</b>	<b>80</b>	<b>99.3822</b>	<b>0.6178</b>
<b>TOTAL</b>	<b>14,926,261</b>	<b>11,948,640</b>	<b>80.0511</b>	<b>11,948,560</b>	<b>80</b>	<b>99.9993</b>	<b>0.0007</b>	



**Resolution No. 3: Re-appointment of Mr. Vipul Jain (DIN 00142518) as Director of the Company, liable to retire by rotation**

Resolution required: (Ordinary/ Special)		Ordinary						
Whether promoter / promoter group are interested in the agenda / resolution?		No						
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding share (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) = $[(5)/(2)] * 100$
Promoter and Promoter Group	E-voting	11,143,295	0	0.0000	0	0	0.0000	0.0000
	Poll		11,143,295	100.0000	11,143,295	0	100.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>11,143,295</b>	<b>100.0000</b>	<b>11,143,295</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Public Institutions	E-voting	1,149,617	792,296	68.9183	786,312	5,984	99.2447	0.7553
	Poll		0	0.0000	0	0.0000	0	0.0000
	Postal Ballot		0	0.0000	0	0.0000	0	0.0000
	<b>Total</b>		<b>792,296</b>	<b>68.9183</b>	<b>786,312</b>	<b>5,984</b>	<b>99.2447</b>	<b>0.7553</b>
Public - Non-Institutions	E-voting	2,633,349	99	0.0038	99	0	100.0000	0.0000
	Poll		12,950	0.4918	12,950	0	100.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>13,049</b>	<b>0.4956</b>	<b>13,049</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
<b>TOTAL</b>		<b>14,926,261</b>	<b>11,948,640</b>	<b>80.0511</b>	<b>11,942,656</b>	<b>5,984</b>	<b>99.9499</b>	<b>0.0501</b>



**Resolution No. 4: Appointment of B S R & Co. LLP, Chartered Accountants as Auditors of the Company**

Resolution required: (Ordinary/ Special)			Ordinary					
Whether promoter / promoter group are interested in the agenda / resolution?			No					
Category	Mode of Voting	No. of shares held  (1)	No. of votes polled  (2)	% of Votes Polled on outstanding share  (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) = $[(5)/(2)] * 100$
Promoter and Promoter Group	E-voting	11,143,295	0	0.0000	0	0	0.0000	0.0000
	Poll		11,143,295	100.0000	11,143,295	0	100.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>11,143,295</b>	<b>100.0000</b>	<b>11,143,295</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Public Institutions	E-voting	1,149,617	792,296	68.9183	792,296	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>792,296</b>	<b>68.9183</b>	<b>792,296</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Public - Non-Institutions	E-voting	2,633,349	99	0.0038	99	0	100.0000	0.0000
	Poll		12,950	0.4918	12,950	0	100.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>13,049</b>	<b>0.4956</b>	<b>13,049</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
<b>TOTAL</b>		<b>14,926,261</b>	<b>11,948,640</b>	<b>80.0511</b>	<b>11,948,640</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>



# NILESH A. PRADHAN & CO.

Nilesh A. Pradhan.

B.COM., F.C.S.

Practicing Company Secretary

B-201, Pratik Industrial  
Estate, Near Fortis Hospital,  
Muhund-Goregaon Link Road,  
Mumbai- 400078.

☎ 91 - 2225662152/53

91 - 2225667226/7/8

Email: info@napco.in

To,  
The Chairman,  
**ACCELYA KALE SOLUTIONS LIMITED,**  
Accelya Enclave, 685/2B & 2C, 1<sup>st</sup> Floor,  
Sharada Arcade, Satara Road,  
Pune, 411037

Dear Sir,

Subject: Consolidated Scrutinizer's Report on remote e-voting process and poll conducted at 30<sup>th</sup> Annual General Meeting (AGM) held on 05<sup>th</sup> October, 2016.

The Board of the Company at its meeting held on 03<sup>rd</sup> August, 2016 had appointed me as a scrutinizer for the remote e-voting held from 1<sup>st</sup> October, 2016 at 9.00 a.m. to 4<sup>th</sup> October, 2016 at 5.00 p.m. and on the request by the Chairman of 30<sup>th</sup> Annual General Meeting (AGM) I assumed responsibility as the scrutinizer for the poll held at AGM of the Company on 05<sup>th</sup> October, 2016.

The Company had appointed Karvy Computershare Private Limited ("Karvy") as the service provider for extending the facility of remote e-voting to the shareholders of the Company from 1<sup>st</sup> October, 2016 at 9.00 a.m. to 4<sup>th</sup> October, 2016 at 5.00 p.m.

The e-voting facility was then unblocked in the presence of two witnesses who were not in the employment of the Company. For further details on remote e-voting kindly refer my scrutinizer's report dated 05<sup>th</sup> October, 2016.

At the AGM of the Company held on 05<sup>th</sup> October, 2016, the Chairman of the Company had suo motto called for poll to facilitate the members present in the meeting who could not participate in the remote e-voting to record their votes through the voting by poll process. The Chairman of the AGM had appointed me as the scrutinizer for the same. For further details on voting by poll kindly refer my scrutinizer's report in form MGT-13 dated 05<sup>th</sup> October, 2016.



*Nilesh A. Pradhan & Co.*

I hereby submit my following consolidated report on remote e-voting together with the poll.

**1) Resolution No. 1:**

**Adoption of Financial Statements for the year ended 30th June, 2016 and the Directors' and Auditors' Report:**

Particulars	Number of Valid Votes			Percentage (%)
	Remote e-voting	Poll	Total	
Votes in Favour of Resolution	792395	11156245	11948640	100
Votes against the Resolution	0	0	0	0
<b>Total</b>	<b>792395</b>	<b>11156245</b>	<b>11948640</b>	<b>100</b>

**2) Resolution No. 2:**

**Confirmation of payment of interim dividend and declaration of final dividend:**

Particulars	Number of Valid Votes			Percentage (%)
	Remote e-voting	Poll	Total	
Votes in Favour of Resolution	792395	11156165	11948560	99.9993
Votes against the Resolution	0	80	80	0.0007
<b>Total</b>	<b>792395</b>	<b>11156245</b>	<b>11948640</b>	<b>100</b>



*Nilesh A. Pradhan & Co.*

**3) Resolution No.3:**

**Re-appointment of Mr. Vipul Jain as Director of the Company, liable to retire by rotation:**

Particulars	Number of Valid Votes			Percentage (%)
	Remote e-voting	Poll	Total	
Votes in Favour of Resolution	786411	11156245	11942656	99.94
Votes against the Resolution	5984	0	5984	0.06
<b>Total</b>	<b>792395</b>	<b>11156245</b>	<b>11948640</b>	<b>100</b>

**4) Resolution No.4: Appointment of Statutory Auditors**

Particulars	Number of Valid Votes			Percentage (%)
	Remote e-voting	Poll	Total	
Votes in Favour of Resolution	792395	11156245	11948640	100
Votes against the Resolution	0	0	0	0
<b>Total</b>	<b>792395</b>	<b>11156245</b>	<b>11948640</b>	<b>100</b>





Nilesh A. Pradhan & Co.

From the above report I state that all resolutions stand passed under the combined remote e-voting & poll with requisite majority.

The register and all other papers and relevant records relating to electronic voting & Voting by Poll are handed over to the Company Secretary.

Thanking You,

Yours Faithfully,  
For Nilesh A. Pradhan & Co.,  
Practicing Company Secretary

Nilesh A. Pradhan  
Proprietor



CP: 3659  
FCS: 5445

Place: Pune  
Date: 6<sup>th</sup> October 2016

# *NILESH A. PRADHAN & CO.*

*Nilesh A. Pradhan.*

*B.COM., F.C.S.*

*Practicing Company Secretary*

*B-201, Pratik Industrial  
Estate, Near Fortis Hospital,  
Mulund-Goregaon Link Road,  
Mumbai- 400078.*

*☎ 91 - 2225662152/53*

*91 - 2225667226/7/8*

*Email: info@napco.in*

To,  
The Chairman,  
**ACCELYA KALE SOLUTIONS LIMITED,**  
Accelya Enclave, 685/2B & 2C, 1<sup>st</sup> Floor,  
Sharada Arcade, Satara Road,  
Pune, 411037.

Dear Sir,

Subject: Scrutinizer's Report on remote e-voting process.

I, Nilesh A. Pradhan, Proprietor of Nilesh A. Pradhan & Co., Practicing Company Secretary, has been appointed as the scrutinizer by the Board of Directors of **ACCELYA KALE SOLUTIONS LIMITED** vide Board meeting dated 03<sup>rd</sup> August, 2016 to scrutinize the remote e-voting process in fair & transparent manner in respect of the below mentioned resolution to be passed at 30<sup>th</sup> Annual General Meeting (AGM) to be held on 05<sup>th</sup> October, 2016.

The notice dated 03<sup>rd</sup> August, 2016 convening AGM of the Company along with the statement setting out material facts under Section 102 of Companies Act, 2013 were sent to the shareholders and it was also placed on the website of the Company.

The shareholders have been informed about the facility to exercise their vote at AGM by electronic means. The Company has availed the e-voting facility offered by Karvy Computershare Private Limited ("Karvy") for conducting remote e-voting by the shareholders of the Company.

The shareholders of the company holding shares as on "cut-off date" i.e. 28<sup>th</sup> September, 2016 were entitled to vote on resolutions as set out at items no. 1 to 4 in the notice of the AGM.

The e-voting period remained open from 1<sup>st</sup> October, 2016 at 9.00 a.m. to 4<sup>th</sup> October, 2016 at 5.00 p.m. and platform provided by Karvy was blocked thereafter and the votes cast under remote e-voting facility were then unblocked in the presence of two witness who were not in the employment of the Company.

I have scrutinized and reviewed the remote e-voting process and based on the data downloaded from the e-voting platform provided by Karvy, I submit my following report on e-voting process.



**1) Resolution No. 1:**

**Adoption of Financial Statements for the year ended 30th June, 2016 and the Directors' and Auditors' Report:**

**i) Voted in favour of the Resolution:**

Mode of Voting	Number of Members voted	Number of Votes Cast by them	% of total number of valid votes cast
Remote e-voting	27	792395	100
<b>Total</b>	<b>27</b>	<b>792395</b>	<b>100</b>

**ii) Voted against the Resolution:**

Mode of Voting	Number of Members voted	Number of Votes Cast by them	% of total number of valid votes cast
Remote e-voting	NIL	NIL	NIL
<b>Total</b>	<b>NIL</b>	<b>NIL</b>	<b>NIL</b>

**iii) Invalid Votes:**

Mode of Voting	Total Number of Members whose votes were declared invalid	Total Number of Votes Cast by them
Remote e-voting	NIL	NIL
<b>Total</b>	<b>NIL</b>	<b>NIL</b>



**2) Resolution No. 2:**

**Confirmation of payment of interim dividend and declaration of final dividend:**

**i) Voted in favour of the Resolution:**

Mode of Voting	Number of Members voted	Number of Votes Cast by them	% of total number of valid votes cast
Remote e-voting	27	792395	100
<b>Total</b>	<b>27</b>	<b>792395</b>	<b>100</b>

**ii) Voted against the Resolution:**

Mode of Voting	Number of Members voted	Number of Votes Cast by them	% of total number of valid votes cast
Remote e-voting	NIL	NIL	NIL
<b>Total</b>	<b>NIL</b>	<b>NIL</b>	<b>NIL</b>

**iii) Invalid Votes:**

Mode of Voting	Total Number of Members whose votes were declared invalid	Total Number of Votes Cast by them
Remote e-voting	NIL	NIL
<b>Total</b>	<b>NIL</b>	<b>NIL</b>



**3) Resolution No.3:**

**Re-appointment of Mr. Vipul Jain as Director of the Company, liable to retire by rotation:**

i) Voted in favour of the Resolution:

Mode of Voting	Number of Members voted	Number of Votes Cast by them	% of total number of valid votes cast
Remote e-voting	26	786411	99.24
<b>Total</b>	<b>26</b>	<b>786411</b>	<b>99.24</b>

ii) Voted against the Resolution:

Mode of Voting	Number of Members voted	Number of Votes Cast by them	% of total number of valid votes cast
Remote e-voting	1	5984	0.76
<b>Total</b>	<b>1</b>	<b>5984</b>	<b>0.76</b>

iii) Invalid Votes:

Mode of Voting	Total Number of Members whose votes were declared invalid	Total Number of Votes Cast by them
Remote e-voting	NIL	NIL
<b>Total</b>	<b>NIL</b>	<b>NIL</b>



**4) Resolution No.4: Appointment of Statutory Auditors**

i) Voted **in favour** of the Resolution:

Mode of Voting	Number of Members voted	Number of Votes Cast by them	% of total number of valid votes cast
Remote e-voting	27	792395	100
<b>Total</b>	<b>27</b>	<b>792395</b>	<b>100</b>

ii) Voted **against** the Resolution:

Mode of Voting	Number of Members voted	Number of Votes Cast by them	% of total number of valid votes cast
Remote e-voting	NIL	NIL	NIL
<b>Total</b>	<b>NIL</b>	<b>NIL</b>	<b>NIL</b>

iii) **Invalid** Votes:

Mode of Voting	Total Number of Members whose votes were declared invalid	Total Number of Votes Cast by them
Remote e-voting	NIL	NIL
<b>Total</b>	<b>NIL</b>	<b>NIL</b>

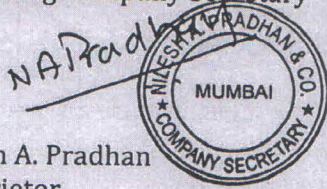


Nilesh A. Pradhan & Co.

The register and all other papers and relevant records relating to electronic voting shall remain in our custody until the Chairman considers, approves & signs the minutes of the aforesaid AGM and the same will be handed over to the Company Secretary.

Thanking You,

Yours Faithfully,  
For Nilesh A. Pradhan & Co.,  
Practicing Company Secretary



Nilesh A. Pradhan  
Proprietor  
CP: 3659  
FCS: 5445

Place: Mumbai'  
Date: 6<sup>th</sup> October 2016

# NILESH A. PRADHAN & CO.

Nilesh A. Pradhan.

B.COM., F.C.S.

Practicing Company Secretary

B-201, Pratik Industrial  
Estate, Near Fortis Hospital,  
Mulund-Goregaon Link Road,  
Mumbai- 400078.

☎ 91 - 2225662152/53

91 - 2225667226/7/8

Email: info@napco.in

## FORM No. MGT-13

### Report of Scrutinizer(s)

[Pursuant to rule section 109 of the Companies Act, 2013 and rule 21(2) of the Companies  
(Management and Administration) Rules, 2014]

To,  
The Chairman,  
**ACCELYA KALE SOLUTIONS LIMITED,**  
Accelya Enclave, 685/2B & 2C, 1<sup>st</sup> Floor,  
Sharada Arcade, Satara Road,  
Pune, 411037.

30<sup>th</sup> Annual General Meeting of the Equity Shareholders of **ACCELYA KALE SOLUTIONS LIMITED** held on Wednesday 05<sup>th</sup> October, 2016 at Sumant Moolgaokar Auditorium, 'A Wing', Ground Floor, Mahratta Chamber of Commerce, Industries and Agriculture, Trade Tower, ICC Complex, 403, Senapati Bapat Road, Pune 411 016 at 12.00 P.M.

Dear Sir,

I, Mr. Nilesh A. Pradhan, Proprietor of M/s Nilesh A. Pradhan & Co., Practicing Company Secretary appointed as Scrutinizer(s) for the purpose of the poll taken on the below mentioned resolution(s), at the 30<sup>th</sup> Annual General Meeting of the Equity Shareholders of **ACCELYA KALE SOLUTIONS LIMITED** held on Wednesday 05<sup>th</sup> October, 2016 at Sumant Moolgaokar Auditorium, 'A Wing', Ground Floor, Mahratta Chamber of Commerce, Industries and Agriculture, Trade Tower, ICC Complex, 403, Senapati Bapat Road, Pune 411 016 at 12.00 P.M. submit my report as under:

1. After the time fixed for closing of the poll by the Chairman, one ballot box kept for polling was locked in my ~~our~~ presence with due identification marks placed by me.
2. The locked ballot boxes were subsequently opened in my presence and poll papers were diligently scrutinized. The poll papers were reconciled with the records maintained by the Company / Registrar and Transfer Agents of the Company and the authorizations / proxies lodged with the Company.





3. The poll papers, which were incomplete and/or which were otherwise found defective have been treated as invalid and kept separately.

4. The result of the Poll is as under:

**(a) Resolution 1 - Adoption of Financial Statements for the year ended 30<sup>th</sup> June, 2016 and the Directors' and Auditors' Report**

(i) Voted in **favour** of the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
23	11156245	100

(ii) Voted **against** the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
0	0	0

(iii) **Invalid/abstained votes:**

Total number of members (in person or by proxy) whose votes were declared invalid/abstained	Total number of votes cast by them
0	0



**(b) Resolution 2: Confirmation of payment of interim dividend and declaration of final dividend:**

(i) Voted in **favour** of the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
22	11156165	99.9993

(ii) Voted **against** the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
1	80	0.0007

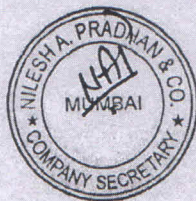
(iii) **Invalid/abstained votes:**

Total number of members (in person or by proxy) whose votes were declared invalid/abstained	Total number of votes cast by them
0	0

**(c) Resolution 3: Re-appointment of Mr. Vipul Jain as Director of the Company, liable to retire by rotation:**

(i) Voted in **favour** of the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
23	11156245	100



(ii) Voted **against** the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
0	0	0

(iii) **Invalid/abstained votes:**

Total number of members (in person or by proxy) whose votes were declared invalid/abstained	Total number of votes cast by them
0	0

**(d) Resolution 4 : Appointment of Statutory Auditors:**

(i) Voted in **favour** of the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
23	11156245	100

(ii) Voted **against** the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
0	0	0

(iii) **Invalid/abstained votes:**

Total number of members (in person or by proxy) whose votes were declared invalid/abstained	Total number of votes cast by them
0	0



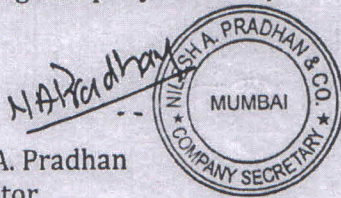
Nilesh A. Pradhan & Co.

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

6. The poll papers and all other relevant records were sealed and handed over to the Company Secretary who is authorized by the Board of Directors of the Company to collect the same.

Thanking you,

Yours faithfully,  
For Nilesh A. Pradhan & Co.,  
Practicing Company Secretary



Nilesh A. Pradhan  
Proprietor

CP: 3659  
FCS: 5445

Place: Mumbai  
Date: 6<sup>th</sup> October 2016