

PCL/CS/14683

23<sup>rd</sup> September, 2016

The Bombay Stock Exchange Ltd.,  
Phiroze Jeejeebhoy Towers,  
Dalal Street,  
Mumbai- 400 001.

**Sub: Voting Results of AGM along with Scrutinizer's Report**

Dear Sir,


The 35<sup>th</sup> AGM of the Company was held on 21<sup>st</sup> September, 2016, Wednesday at 12.00 Noon at B-91, Phase VIII, Industrial Area, S.A.S. Nagar, Mohali.

Pursuant to the provisions of Regulation 44 of SEBI (LODR) Regulations, 2015, the results of the voting held through physical ballot as well as e- voting in the prescribed format are attached here with. The scrutinizer appointed for the purpose of voting, M/s. S.K. Sikka and Associates has prepared his reports on the voting by physical ballot and electronic voting for AGM and a consolidated report on physical and e-voting. The same is being enclosed herewith.

This is for your information and necessary records please.

Thanking you,

Yours faithfully,  
For Punjab Communications Ltd.

  
(Madhur Bain Singh)  
Company Secretary

Voting Results of 35th Annual General Meeting of Punjab Communications Limited held on 21st September, 2016 at 12.00 Noon at B-91, Phase - VIII, Industrial Area, Mohali								
Date of the AGM/EGM			21.09.2016					
Total number of shareholders on record date			11030					
No. of shareholders present in the meeting either in person or through proxy:			32					
Promoters and Promoter Group:			1					
Public:			31					
No. of Shareholders attended the meeting through Video Conferencing			N.A					
Promoters and Promoter Group:								
Public								
Agenda-wise disclosure (to be disclosed separately for each agenda item)								
1. To receive, consider and adopt the audited Profit and Loss Account for the year ended on 31st March, 2016 and Balance Sheet as on that date together with Boards' Report, Auditors' Report, CAG comments thereon and Secretarial Auditors' Report thereto.								
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 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
Promoter and Promoter Group	E-Voting	8570776	0	0	0	0	0	0
	Poll	8570776	8551501	99.78	8551501	0	100	0
	Postal Ballot (if applicable)	0	0	0	0	0	0	0
	<b>Total</b>	<b>8570776</b>	<b>8551501</b>	<b>99.78</b>	<b>8551501</b>	<b>0</b>	<b>100</b>	<b>0</b>
Public-Institutions	E-Voting	612934	0	0	0	0	0	0
	Poll	612934	0	0	0	0	0	0
	Postal Ballot (if applicable)	0	0	0	0	0	0	0
	<b>Total</b>	<b>612934</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>
Public- Non Institutions	E-Voting	2839855	0	0	0	0	0	0
	Poll	2839855	2236	0.08	2236	0	100	0
	Postal Ballot (if applicable)	0	0	0	0	0	0	0
	<b>Total</b>	<b>2839855</b>	<b>2236</b>	<b>0.08</b>	<b>2236</b>	<b>0</b>	<b>100</b>	<b>0</b>
<b>Total</b>		<b>12023565</b>	<b>8553737</b>	<b>71.14</b>	<b>8553737</b>	<b>0</b>	<b>100</b>	<b>0</b>

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Agenda-wise disclosure (to be disclosed separately for each agenda item)  
 2. To appoint Director in place of Sh. Anirudh Tewari, IAS, (DIN: 02682553) who retires by rotation and being eligible, has offered himself for reappointment.

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 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
Promoter and Promoter Group	E-Voting	8570776	0	0	0	0	0	0
	Poll	8570776	8551501	99.78	8551501	0	100	0
	Postal Ballot (if applicable)	0	0	0	0	0	0	0
	Total	8570776	8551501	99.78	8551501	0	100	0
Public-Institutions	E-Voting	612934	0	0	0	0	0	0
	Poll	612934	0	0	0	0	0	0
	Postal Ballot (if applicable)	0	0	0	0	0	0	0
	Total	612934	0	0	0	0	0	0
Public- Non Institutions	E-Voting	2839855	0	0	0	0	0	0
	Poll	2839855	2236	0.08	2236	0	100	0
	Postal Ballot (if applicable)	0	0	0	0	0	0	0
	Total	2839855	2236	0.08	2236	0	100	0
Total		12023565	8553737	71.14	8553737	0	100	0

Agenda-wise disclosure (to be disclosed separately for each agenda item)  
 3. To appoint M/s Grewal & Singh, Chartered Accountants, Chandigarh as the Statutory Auditors of the company for the financial year 2016-2017 (from the conclusion of this AGM till the conclusion of next AGM) and to fix their remuneration.

Resolution required: (Ordinary/ Special)				Ordinary				
Whether promoter/ promoter group are interested in the agenda/resolution?				No				
Category	Mode of Voting	No. of	No. of votes	% of Votes	No. of	No. of	% of Votes	% of Votes
Promoter and Promoter Group	E-Voting	8570776	0	0	0	0	0	0
	Poll	8570776	8551501	99.78	8551501	0	100	0
	Postal Ballot (if applicable)	0	0	0	0	0	0	0
	Total	8570776	8551501	99.78	8551501	0	100	0
Public-Institutions	E-Voting	612934	0	0	0	0	0	0
	Poll	612934	0	0	0	0	0	0
	Postal Ballot (if applicable)	0	0	0	0	0	0	0
	Total	612934	0	0	0	0	0	0
Public- Non Institutions	E-Voting	2839855	0	0	0	0	0	0
	Poll	2839855	2236	0.08	2236	0	100	0
	Postal Ballot (if applicable)	0	0	0	0	0	0	0
	Total	2839855	2236	0.08	2236	0	100	0

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Agenda-wise disclosure (to be disclosed separately for each agenda item)								
4.To appoint Smt. Shruti Singh, IAS, (DIN:06571472) as Director in the capacity of Sr. Vice Chairperson on the Board of Puncom.								
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 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
Promoter and Promoter Group	E-Voting	8570776	0	0	0	0	0	0
	Poll	8570776	8551501	99.78	8551501	0	100	0
	Postal Ballot (if applicable)	0	0	0	0	0	0	0
	Total	8570776	8551501	99.78	8551501	0	100	0
Public-Institutions	E-Voting	612934	0	0	0	0	0	0
	Poll	612934	0	0	0	0	0	0
	Postal Ballot (if applicable)	0	0	0	0	0	0	0
	Total	612934	0	0	0	0	0	0
Public- Non Institutions	E-Voting	2839855	0	0	0	0	0	0
	Poll	2839855	2236	0.08	2236	0	100	0
	Postal Ballot (if applicable)	0	0	0	0	0	0	0
	Total	2839855	2236	0.08	2236	0	100	0
<b>Total</b>		<b>12023565</b>	<b>8553737</b>	<b>71.14</b>	<b>8553737</b>	<b>0</b>	<b>100</b>	<b>0</b>


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**SCRUTINIZER'S REPORT**  
**[Pursuant to section 108 of the Companies Act, 2013 and rule 20(3)(xi)**  
**of the Companies (Management and Administration) Rules, 2014]**

To

The Chairman  
**Punjab Communications Limited**  
B-91, Phase- VIII, Industrial Area,  
Mohali

Dear Sir,

1. I, Sushil Kumar Sikka, sole proprietor of S K Sikka & Associates, a Company Secretary in Practice, have been appointed by the Board of Director of Punjab Communications Limited (the Company) as a scrutinizer for the purpose of scrutinizing the e-voting process and ascertaining the requisite majority on e-voting carried out as per the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (Rules) on the resolutions contained in the notice to the 35th Annual General Meeting (AGM) of the members of the Company, held on the 21st day of September, 2016 (Wednesday) at 12.00 Noon at B-91, Phase- VIII, Industrial Area, Mohali, Chandigarh- 160071.

2. The Management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and Rules relating to voting through electronic means on the resolutions contained in the Notice to the 35<sup>th</sup> Annual General Meeting (AGM) of the members of the Company. My responsibility as a scrutinizer for the e- voting process is restricted to make a Scrutinizer's report of the votes cast "in favour" or "against" the resolutions stated above, based on the reports generated from the e-voting system provided by Central Depository Services (India) Limited, the authorized agency to provide e-voting facilities, engaged by the Company.

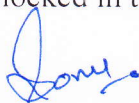
The Registers, all other papers and relevant records relating to electronic voting shall remain in our safe custody until the Chairman considers, approves and signs the Minutes of the aforesaid Annual General Meeting and the same shall be handed



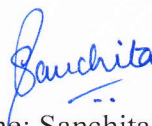
over to the Company Secretary of Punjab Communications Limited for safe keeping.

3. Further to the above, I submit my report as under:-

- a. The e-voting period remained open from Sunday, 18th September, 2016 (9:00 A.M) to Monday, 20th September, 2016 (5:00 P.M)
- b. The members of the Company as on the "cut-off" date i.e. 14th September, 2016 were entitled to vote on the resolutions (items no. 1 to 4 as set out in the notice of the 35th AGM of the Company)
- c. The votes cast were unblocked on 21st September, 2016 in the presence of 2 witnesses, Ms. Sonu and Ms. Sanchita who are not in the employment of the Company. They have signed below in confirmation of the votes being unblocked in their presence.



Name :Sonu



Name: Sanchita

4. Thereafter, the details containing inter alia, list of Equity Shareholders, who voted "for", "against" each of the resolutions that were put to vote, were generated from the e-voting website of Central Depository Services (India) Limited i.e. <https://www.evotingindia.com/evotehome.jsp> and based on such reports generated, the result of the e- voting is as under:

**Item No.1:-**

**Ordinary Resolution** to receive, consider and adopt the audited Profit and Loss Account for the year ended on 31st March, 2016 and Balance Sheet as on that date together with Directors' Report, Auditors' Report and CAG comments thereon.

(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
-	-	-



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

-	-	-
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(iii) **Invalid** votes

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

**Item No.2:-**

**Ordinary Resolution** to appoint Director in place of **Sh. Anirudh Tewari, IAS**, (DIN: 02682553) who retires by rotation and being eligible has offered himself for re-appointment.

(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
-	-	-

(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
-	-	-

(iii) **Invalid** votes

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



**Item No.3:-**

**Ordinary Resolution** to appoint M/s Grewal & Singh, Chartered Accountants, Chandigarh as the Statutory Auditors of the company for the financial year 2016-2017

(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
-	-	-

(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
-	-	-

(iii) **Invalid** votes

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

**Item No.4:-**

**Ordinary Resolution** to appoint **Smt. Shruti Singh, IAS**, (DIN: 06571472) as director in the capacity of Sr. Vice- Chairperson of the Board of the Company.

(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
-	-	-





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

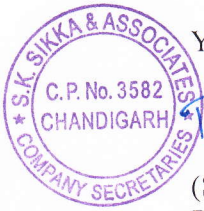
Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
-	-	-

(iii) **Invalid** votes

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

Thanking you,

Yours faithfully,



(Sushil Kumar Sikka)  
Practicing Company Secretary  
Membership No. FCS 4241  
C.P. 3582



Place: Chandigarh  
Date: 22.09.2016

FORM No. MGT-13

Report of Scrutinizer(s)

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

To

The Chairman  
**Punjab Communications Limited**  
B-91, Phase- VIII, Industrial Area,  
Mohali

Dear Sir,

I, Sushil Kumar Sikka, sole proprietor of S K Sikka & Associates, a Company Secretary in Practice have been appointed as Scrutinizer for the purpose of the poll taken on the below mentioned resolution(s), at the 35<sup>th</sup> Annual General Meeting (AGM) of the members of the Company, held on Wednesday, the 21st day of September, 2016 at 12.00 Noon at B-91, Phase- VIII, Industrial Area, Mohali, Chandigarh, submit my Report as under:

1. After the time fixed for closing of the poll by the Chairman of the meeting, one ballot box kept for polling was locked in my 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. **NA**
4. The result of the Poll is as under:

**Item No.1:-**

**Ordinary Resolution** to receive, consider and adopt the audited Profit and Loss Account for the year ended on 31<sup>st</sup> March, 2016 and Balance Sheet as on that date together with Directors' Report, Auditors' Report and CAG comments thereon.

(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
32	8553737	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
-	-	-

(iii) **Invalid** votes

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

**Item No.2:-**

**Ordinary Resolution** to appoint Director in place of **Sh. Anirudh Tewari, IAS**, (DIN: 02682553) who retires by rotation and being eligible has offered himself for re-appointment.

(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
32	8553737	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
-	-	-

(iii) **Invalid** votes

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



**Item No.3:-**

**Ordinary Resolution** to appoint M/s Grewal & Singh, Chartered Accountants, Chandigarh as the Statutory Auditors of the company for the financial year 2016-2017

(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
32	8553737	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
-	-	-

(iii) **Invalid** votes

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

**Item No.4:-**

**Ordinary Resolution** to appoint **Smt. Shruti Singh, IAS**, (DIN: 06571472) as director in the capacity of Sr. Vice- Chairperson of the Board of the Company.

(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
32	8553737	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
-	-	-

*Comptroller*  
**PUNJAB COMMUNICATIONS**  
MOHALI

**S.K. SIKKA & ASSOCIATES**  
C.P. No. 3582  
CHANDIGARH  
COMPANY SECRETARY

(iii) **Invalid** votes

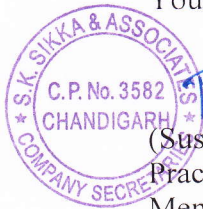
Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
-	-

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 authorized by the Board for safe keeping.

Thanking you,

Yours faithfully,



(Sushil Kumar Sikka)  
Practicing Company Secretary  
Membership No. FCS 4241  
C.P. 3582



Place: Chandigarh  
Date: 22.09.2016

CONSOLIDATED REPORT

# 5441, Sector 38 (West), Chandigarh - 160 014

Mobile : 98142-61166

E-mail : sikkasushil@gmail.com

Dated: 22.09.2016

To

The Chairman  
**Punjab Communications Limited**  
B-91, Phase- VIII, Industrial Area,  
Mohali

Dear Sir,

**Sub: Resolutions passed at 35<sup>th</sup> Annual General Meeting through E-voting/Poll.**

I, Sushil Kumar Sikka, sole proprietor of S K Sikka & Associates, a Company Secretary in Practice have been appointed as Scrutinizer pursuant to section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 to conduct electronic voting process and to scrutinize physical ballot forms received from the shareholders/proxies in respect of the below mentioned resolutions passed at the 35<sup>th</sup> Annual General Meeting (AGM) of the members of the Company held on the 21st day of September, 2016.

The Company has availed the e-voting facility offered by Central Depository Services (India) Limited (CDSL,) for conducting e-voting by the Shareholders of the Company. The Company has also provided voting by physical ballot papers to the members who do not have access to e-voting facility.

The shareholders of the company holding shares as on the "cut-off" date of 14<sup>th</sup> September, 2016, were entitled to vote on the proposed resolutions as set out at items nos. 1 to 4 in the Notice of the 35<sup>th</sup> AGM of Punjab Communications Limited.

The voting period remained open from Sunday, 18<sup>th</sup> September, 2016 (9:00 A.M) to Tuesday, 20<sup>th</sup> September, 2016 (5:00 P.M) and the CDSL e-voting platform was blocked thereafter and the votes cast under e-voting facility were then unblocked in the presence of two witnesses who were not in the employment of the company. Votes cast through Physical ballot forms were considered in the AGM.

The Registers, all other papers and relevant records relating to electronic voting and physical mode shall remain in our safe custody until the Chairman considers, approves and signs the Minutes of the aforesaid Annual General Meeting and the same shall be handed over to the Company Secretary of Punjab Communications Limited for safe keeping.

I have scrutinized and reviewed the voting through electronic means and physical mode and votes tendered therein based on the data downloaded from the CDSL e-voting system and the ballot forms received respectively.



I, now submit my Report as under on the result of the voting through electronic means & physical mode in respect of the said Resolutions.

**Item No.1:-**

**Ordinary Resolution** to receive, consider and adopt the audited Profit and Loss Account for the year ended on 31<sup>st</sup> March, 2016 and Balance Sheet as on that date together with Directors' Report, Auditors' Report and CAG comments thereon.

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

	Number of members voted through electronic voting system and physical mode	No. of Votes cast(Shares)	% of total number of valid votes cast
E-Voting	-	-	
Physical	32	8553737	
<b>Total</b>	<b>32</b>	<b>8553737</b>	<b>100</b>

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

	Number of members voted through electronic voting system and physical mode	No. of Votes cast(Shares)	% of total number of valid votes cast
E-Voting	-	-	-
Physical	-	-	-
<b>Total</b>	<b>-</b>	<b>-</b>	<b>-</b>

(iii) **Invalid** votes:

	Total number of members whose votes are declared invalid	Total No. of Votes cast(Shares)
E-Voting	-	-
Physical	-	-
<b>Total</b>	<b>-</b>	<b>-</b>

**Item No.2:-**

**Ordinary Resolution** to appoint Director in place of **Sh. Anirudh Tewari, IAS**, (DIN: 02682553) who retires by rotation and being eligible has offered himself for reappointment.

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

	Number of members voted through electronic voting system and physical mode	No. of Votes cast(Shares)	% of total number of valid votes cast
E-Voting	-	-	
Physical	32	8553737	
<b>Total</b>	<b>32</b>	<b>8553737</b>	<b>100</b>



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

	Number of members voted through electronic voting system and physical mode	No. of Votes cast(Shares)	% of total number of valid votes cast
E-Voting	-	-	-
Physical	-	-	-
<b>Total</b>	-	-	-

(iii) **Invalid** votes:

	Total number of members whose votes are declared invalid	Total No. of Votes cast(Shares)
E-Voting	-	-
Physical	-	-
<b>Total</b>	-	-

**ItemNo.3:-**

**Ordinary Resolution** to appoint M/s Grewal & Singh, Chartered Accountants, Chandigarh as the Statutory Auditors of the company for the financial year 2016-2017

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

	Number of members voted through electronic voting system and physical mode	No. of Votes cast(Shares)	% of total number of valid votes cast
E-Voting	-	-	
Physical	32	8553737	
<b>Total</b>	<b>32</b>	<b>8553737</b>	<b>100</b>

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

	Number of members voted through electronic voting system and physical mode	No. of Votes cast(Shares)	% of total number of valid votes cast
E-Voting	-	-	-
Physical	-	-	-
<b>Total</b>	-	-	-

(iii) **Invalid** votes:

	Total number of members whose votes are declared invalid	Total No. of Votes cast(Shares)
E-Voting	-	-
Physical	-	-
<b>Total</b>	-	-





**ItemNo.4:-**

**Ordinary Resolution** to appoint **Smt. Shruti Singh, IAS**, (DIN: 06571472) as director in the capacity of Sr. Vice- Chairperson of the Board of the Company.

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

	Number of members voted through electronic voting system and physical mode	No. of Votes cast(Shares)	% of total number of valid votes cast
E-Voting	-	-	
Physical	32	8553737	
<b>Total</b>	<b>32</b>	<b>8553737</b>	<b>100</b>

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

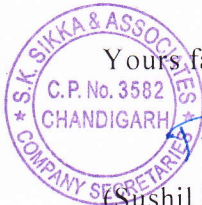
	Number of members voted through electronic voting system and physical mode	No. of Votes cast(Shares)	% of total number of valid votes cast
E-Voting	-	-	-
Physical	-	-	-
<b>Total</b>	<b>-</b>	<b>-</b>	<b>-</b>

(iii) **Invalid** votes:

	Total number of members whose votes are declared invalid	Total No. of Votes cast(Shares)
E-Voting	-	-
Physical	-	-
<b>Total</b>	<b>-</b>	<b>-</b>

Thanking you,

Yours faithfully,



(Sushil Kumar Sikka)  
Practicing Company Secretary  
Membership No. FCS 4241  
C.P. 3582

Place: Chandigarh

Date: 22.09.2016