

National Stock Exchange of India Limited

Exchange Plaza, Bandra Kurla Complex,
Bandra (E), Mumbai-400051

Scrip- ORTEL

BSE Limited

Phiroze Jeejeebhoy Towers
Dalal Street, Mumbai- 400001

Scrip code-539015

Dear Sir/ Madam:

Sub: Voting Result of 22nd Annual General Meeting of the Company

Pursuant to Regulation 44(3) of SEBI (LODR) Regulations, 2015, We are enclosing herewith details of voting results of 22nd Annual General Meeting ("AGM") of Ortel Communications Limited ("Ortel") on the 05th September, 2017, Tuesday, at 10.00 A.M, at Modi Hall, PHD Chamber of Commerce and Industry, PHD House, 4/2 Siri Institutional Area, August Kranti Marg, New Delhi 110016

This is for your information and record.

Thanking You
For Ortel Communications Limited



(Debaraj Biswal)
Director & Chairman of AGM

Place: New Delhi
Date: 06 September, 2017



Name of the Company	ORTEL COMMUNICATIONS LIMITED
Date of the AGM/EGM	05-09-2017
Total number of shareholders on record date	2615
No. of shareholders present in the meeting either in person or through proxy:	
Promoters and Promoter Group:	5
Public:	107
No. of Shareholders attended the meeting through Video Conferencing	
Promoters and Promoter Group:	Not Applicable
Public:	Not Applicable

Resolution No.	1												
Resolution required: (Ordinary/Special)	ORDINARY - Adoption of Annual Accounts along with the reports of the Auditors and Board thereon.												
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	15780450	15215777	96.4217	15215777	0	100.0000	0.0000					
	Postal Ballot (if applicable)		350678	2.2222	350678	0	100.0000	0.0000					
Public- Institutions	Total		15566455	98.6439	15566455	0	100.0000	0.0000					
	E-Voting		3054074	95.3185	3054074	0	100.0000	0.0000					
Public- Non Institutions	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000					
	Total		3054074	95.3185	3054074	0	100.0000	0.0000					
Total	E-Voting		4687784	40.7904	4687784	0	100.0000	0.0000					
	Poll		124541	1.0837	124541	0	100.0000	0.0000					
Total	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000					
	Total	30476900	4812325	41.8741	4812325	0	100.0000	0.0000					
			23432854	76.8873	23432854	0	100.0000	0.0000					

Resolution No.	2												
Resolution required: (Ordinary/Special)	ORDINARY - To re-appoint Director in place of Mr. Baijyant Panda (DIN-00297862), who retires by rotation and being eligible, offers himself for re-appointment												

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Promoters and Promoter Group:	5
Public:	107
No. of Shareholders attended the meeting through Video Conferencing	
Promoters and Promoter Group:	Not Applicable
Public:	Not Applicable

Resolution No.	1	ORDINARY - Adoption of Annual Accounts along with the reports of the Auditors and Board 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 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		
									Total	Total	
	E-Voting	15780450	15215777	96.4217	15215777	0	100.0000	0.0000			
	Poll		350678	2.2222	350678	0	100.0000	0.0000			
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000			
	Total		15566455	98.6439	15566455	0	100	0.0000			
	E-Voting	3204074	3054074	95.3185	3054074	0	100.0000	0.0000			
	Poll		0	0.0000	00	0	0.0000	0.0000			
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000			
	Total		3054074	95.3185	3054074	0	100	0.0000			
	E-Voting	11492376	4687784	40.7904	4687784	0	100.0000	0.0000			
	Poll		124541	1.0837	124541	0	100.0000	0.0000			
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000			
	Total		4812325	41.8741	4812325	0	100	0.0000			
	Total	30476900	23432854	76.8873	23432854	0	100.0000	0.0000			

Resolution No.	2	ORDINARY - To re-appoint Director in place of Mr. Baijyant Panda (DIN-00297862), who retires by rotation and being eligible, offers himself for re-appointment									
Resolution required: (Ordinary/Special)	ORDINARY										

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Public- Institutions	E-Voting	3204074	0	95.3185	3054074	0	0	100.0000	0.0000
	Poll								
Public- Institutions	Postal Ballot (if applicable)	0	0	0.0000	00	0	0	0.0000	0.0000
	Total								
Public- Non Institutions	E-Voting	11492376	0	41.5909	4779784	0	0	100.0000	0.0000
	Poll								
Public- Non Institutions	Postal Ballot (if applicable)	0	0	0.0000	00	0	0	0.0000	0.0000
	Total								
Resolution No.	Total	30476900	23524854	77.1891	23524854	0	0	100.0000	0.0000

Resolution No.	4	ORDINARY - To re-appoint Managing Director And Fix Remuneration									
Whether promoter/ promoter group are interested in the agenda/resolution?	Yes										
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	15780450	0	0.0000	00	0	0.0000	0.0000			
	Poll		0	0.0000	00	0	0.0000	0.0000			
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000			
Public- Institutions	Total	0	0	0	0	0	0	0			
	E-Voting	3204074	3054074	95.3185	3054074	0	100.0000	0.0000			
	Poll		0	0.0000	00	0	0.0000	0.0000			
Public- Non Institutions	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000			
	Total	11492376	3054074	95.3185	3054074	0	100	0			
	E-Voting		4779784	41.5909	4779734	50	99.9989	0.0010			
Public- Non Institutions	Poll		124541	1.0837	124541	0	100.0000	0.0000			
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000			
	Total	30476900	4904325	42.6746	4904275	50	99.999	0.001			
Resolution No.	5	30476900	7958399	26.1129	7958349	50	99.9994	0.0006			

Resolution required: (Ordinary/ Special) **Ordinary** Ratification of remuneration of Cost Auditors of the company for FY 2017-18

JKP



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		15215777	96.4217	15215777	0	100.0000	0.0000	
	Poll		350678	2.2222	350678	0	100.0000	0.0000	
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000	
	Total		15566455	98.6439	15566455	0	100	0.0000	
Public- Institutions	E-Voting		3054074	95.3185	3054074	0	100.0000	0.0000	
	Poll		0	0.0000	00	0	0.0000	0.0000	
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000	
	Total		3054074	95.3185	3054074	0	100	0.0000	
Public- Non Institutions	E-Voting		4687784	40.7904	4687784	0	100.0000	0.0000	
	Poll		124541	1.0837	124541	0	100.0000	0.0000	
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000	
	Total		4812325	41.8741	4812325	0	100	0.0000	
	Total	30476900	23432854	76.8873	23432854	0	100.0000	0.0000	

gk.f





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

22nd Annual General Meeting of the Equity Shareholders of Ortel Communications Limited held on 05 September, 2017 at Modi Hall, PHD Chamber of Commerce and Industry, PHD House, 4/2 Siri Institutional Area, August Kranti Marg, New Delhi-110016 at 10.00 A.M.

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 both through e-voting and ballot papers at the 22nd Annual General Meeting of the Equity Shareholders of Ortel Communications Limited held on 05 September, 2017 at Modi Hall, PHD Chamber of Commerce and Industry, PHD House, 4/2 Siri Institutional Area, August Kranti Marg, New Delhi-110016 at 10.00 A.M submit my report hereunder.

1. In accordance with the Notice of the 22nd AGM sent to the members, the remote e-voting period was opened from Thursday, August 31, 2017 (10.00 AM) to September 04, 2017 (5.00 PM).
2. The members holding shares as on the "cut-off date" i.e. 29th August, 2017 were entitled to vote on the resolutions (items no. 1 to 5 as set out in the notice of the 22nd 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.
 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 22nd AGM through ballot papers, the votes casted through remote e-voting were unblocked on 05th September, 2017 in the presence of two witnesses. Ms. Gita Yadav residing at H.No. 1078/31, Street No.-1, Laxman vihar, Phase-1, Gurgaon-122001, Haryana and Mr. Rohit Sachdeva residing at 4764/2, Leo Chowk, Rewari-123401, Haryana 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:

Resolutions:

ORDINARY BUSINESS:

Item No. 1:-

Ordinary resolution to receive, consider and adopt Financial Statements as at 31st March, 2017 including the audited Balance Sheet as at 31st March 2017, Profit & Loss Account for the year ended on that date along with all annexures thereto and the Reports of the Auditors and Board 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)
31	475219	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)
52	22957635	100
TOTAL (A+B) 83	23432854	100

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 (Against)
-	-	-
B. Number of members voted through remote e-voting system	Number of votes cast by them	% of total number of valid votes cast (Against)
-	-	-
TOTAL (A+B) 0	-	-

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:-

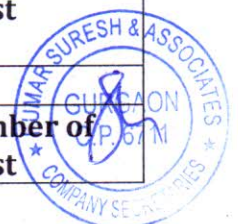
Ordinary resolution to re-appoint Director in place of Mr. Baijayant Panda (DIN-00297862), who retires by rotation and being eligible, offers himself for re-appointment.

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)
29	124541	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)
41	7833858	100
TOTAL (A+B) 70	7958399	100

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 (Against)
-	-	-
B. Number of members voted through remote	Number of votes cast by them	% of total number of valid votes cast



e-voting system		(Against)
-	-	-
TOTAL (A+B) 0	-	-

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	
04	7958399	
TOTAL (A+B) 04	7958399	

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;

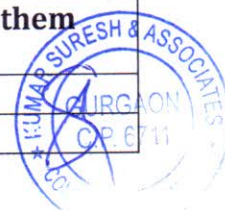
A. Number of members present and voted (In person and Proxy)	Number of votes cast by them	% of total number of valid votes cast (Favour)
31	475219	100
B. Number of members voted through remote e-voting system	Number of votes cast by them	% of total number of valid votes cast (Favour)
52	23049635	100
TOTAL (A+B) 83	23524854	100

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 (Against)
-	-	-
B. Number of members voted through remote e-voting system	Number of votes cast by them	% of total number of valid votes cast (Against)
0	-	-
TOTAL (A+B) 0	-	-

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:

Ordinary resolution to reappoint Managing Director and fix remuneration of the Company

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)
29	124541	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)
40	7833808	99.9989
TOTAL (A+B) 69	7958349	99.9994

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 (Against)
-	-	-
B. Number of members voted through remote e-voting system	Number of votes cast by them	% of total number of valid votes cast (Against)
01	50	0.0010
TOTAL (A+B) 01	50	0.0010

III. Invalid Votes:

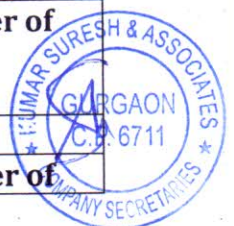
A. Number of members present and voted (In person and Proxy)	Number of votes cast by them
-	-
B. Number of members voted through remote e-voting system	Number of votes cast by them
-	-
TOTAL (A+B) -	-

Item No. 5:

Ordinary resolution to ratify remuneration of Cost Auditors of the Company for F.Y. 2017-18

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)
31	475219	100
B. Number of members	Number of votes cast	% of total number of



voted through remote e-voting system	by them	valid votes cast (Favour)
52	22957635	100
TOTAL (A+B) 83	23432854	100


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 (Against)
-	-	-
B. Number of members voted through remote e-voting system	Number of votes cast by them	% of total number of valid votes cast (Against)
-	-	-
TOTAL (A+B) 0	-	-

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)	-

9. The poll papers and all other relevant records were sealed and handed over to the Company Secretary authorized by the Board for safe keeping.

Witness -1: 

Name: Gita Yadav

Address: H.No. 1078/31, Street No.1, Laxman Vihar, Gurgaon-122001

Witness-2: 

Name: Rohit Sachdena

Address: 4764/2, Leo chowk, Rewari-123401 Haryana

Thanking you,
Yours faithfully,



Kumar Suresh & Associates
Suresh Kumar Yadav
(Proprietor)

C.P No-6711

M. No- 6452

Place: Gurugram

Dated: 05-09-2017