



TRITON
VALVES LTD
Challenging Excellence

August 21, 2015

To,
The Secretary,
Bombay Stock Exchange,
PJ towers, Dalal Street, Fort,
Mumbai – 400 001
BSE Symbol: 505978

Dear Sir,

Sub: Disclosure of voting rights of the 39th Annual General Meeting held on August 19, 2015 as per Clause 35A of the Listing Agreement

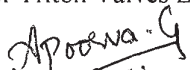
Description	Details
Date Of AGM	August 19, 2015
Total number of shareholders on record date (August 8, 2015)	5753
No of shareholders present in the meeting either in person or through proxy	53
Promoter and Promoter Group	6
Public	47
No. of shareholders attended the meeting through Video conferencing - No video conferencing facility was provided.	

The details on each of the agenda items, mode of voting, the report of scrutinizer for E-Voting and the Report of Scrutinizer in Form No. MGT-13 for Poll, are attached as in Annexure A.

We request you to kindly take the same on record.

Thanking you,

Yours Sincerely,
For Triton Valves Limited,


Apoorva. G
Company Secretary



Encl: a/a

ANNEXURE - A

Resolution ID	Category	Shares Held (1)	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
Resolution as per Agenda Item No. 1 - Adoption of Audited Balance Sheet as at 31st March 2015, Statement of Profit and Loss for the year ended on that date, the reports of the Board of Directors & Auditors and Compliance Certificate thereon. (Ordinary Resolution)								
Mode of Voting : E - Voting								
	Promoter and Promoter group	500004	483520	96.70	483520	0	100.00	0
	Public - Institutional Holders	17888	0	0.00	0	0	0	0.00
	Public-Others	472135	3492	0.74	3473	19	99.46	0.54
	Total	990027	487012	49.19	486993	19	100.00	0.00
Mode of Voting : Poll								
	Promoter and Promoter group	500004	0	0	0	0	0	0
	Public - Institutional Holders	17888	17888	100.00	17888	0	100.00	0.00
	Public-Others	472135	4181	0.89	3446	0.00	82.42	0.00
	Total	990027	22069	2.23	21334	0.00	96.67	0.00
Mode of Voting : E - Voting & Poll (Consolidated)								
	Promoter and Promoter group	500004	483520	96.70	483520	0.00	100.00	0
	Public - Institutional Holders	17888	17888	100.00	17888	0.00	100.00	0
	Public-Others	472135	7673	1.63	6919	19	90.17	0.25
	Total	990027	509081	51.42	508327	19	99.85	0.00

Resolution ID	Category	Shares Held (1)	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
Resolution as per Agenda Item No. 2 - Declaration of dividend of Rs. 12/- per equity share for the financial year ended March 31, 2015 (Ordinary Resolution)								
Mode of Voting : E - Voting								
	Promoter and Promoter group	500004	483520	96.70	483520	0	100.00	0
	Public - Institutional Holders	17888	0	0.00	0	0	0	0.00
	Public-Others	472135	3492	0.74	3473	19	99.46	0.54
	Total	990027	487012	49.19	486993	19	100.00	0.00



Mode of Voting : Poll									
Resolution ID	Category	Shares Held (1)	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	
Resolution as per Agenda Item No. 3 - Ratification of the Appointment of M/s Brahmayya & Co., Chartered Accountants, as statutory auditors of the Company. (Ordinary Resolution)									
Mode of Voting : E - Voting & Poll (Consolidated)									
	Promoter and Promoter group	500004	0	0	0	0	0	0	0
	Public - Institutional Holders	17888	17888	100.00	17888	0	100.00	0.00	0.00
	Public-Others	472135	4181	0.89	3446	0.00	82.42	0.00	0.00
	Total	990027	22069	2.23	21334	0.00	96.57	0.00	0.00
	Promoter and Promoter group	500004	483520	96.70	483520	0	100	0	0
	Public - Institutional Holders	17888	17888	100	17888	0	100	0	0
	Public-Others	472135	7673	1.63	6919	19	90.17	0.25	0.25
	Total	990027	509081	51.42	508327	19	99.85	0.00	0.00

Resolution ID	Category	Shares Held (1)	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	
Resolution as per Agenda Item No. 3 - Ratification of the Appointment of M/s Brahmayya & Co., Chartered Accountants, as statutory auditors of the Company. (Ordinary Resolution)									
Mode of Voting : E - Voting									
	Promoter and Promoter group	500004	483520	96.70	483520	0	100.00	0	0
	Public - Institutional Holders	17888	0	0.00	0	0	0	0.00	0.00
	Public-Others	472135	3492	0.74	3467	25	99.28	0.72	0.72
	Total	990027	487012	49.19	486987	25	99.99	0.01	0.01
Mode of Voting : Poll									
	Promoter and Promoter group	500004	0	0.00	0	0	0	0.00	0.00
	Public - Institutional Holders	17888	17888	100.00	0	17888	0	100.00	0.00
	Public-Others	472135	4181	0.89	3446	0.00	82.42	0.00	0.00
	Total	990027	22069	2.23	3446	17888	15.61	81.05	81.05
Mode of Voting : E - Voting & Poll (Consolidated)									
	Promoter and Promoter group	500004	483520	96.70	483520	0	100	0	0
	Public - Institutional Holders	17888	17888	100.00	0	17888	0	100	100
	Public-Others	472135	7673	1.63	6913	25	90.10	0.33	0.33
	Total	990027	509081	51.42	490433	17913	96.34	3.52	3.52



Resolution ID	Category	Shares Held (1)	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 as per Agenda Item No. 4 - Appointment of Mrs. Anuradha M. Gokarn (DIN:00185509) as Director.

Mode of Voting : E - Voting

	Promoter and Promoter group	500004	483520	96.70	483520	0	100.00	0
	Public - Institutional Holders	17888	0	0.00	0	0	0	0.00
	Public-Others	472135	3492	0.74	3473	19	99.46	0.54
	Total	990027	487012	49.19	486993	19	100.00	0.00

Mode of Voting : Poll

	Promoter and Promoter group	500004	0	0.00	0	0	0	0.00
	Public - Institutional Holders	17888	17888	100.00	17888	0	100.00	0.00
	Public-Others	472135	4181	0.89	3446	0.00	82.42	0.00
	Total	990027	22069	2.23	21334	0.00	96.67	0.00

Mode of Voting : E - Voting & Poll (Consolidated)

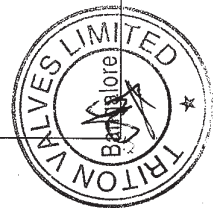
	Promoter and Promoter group	500004	483520	96.70	483520	0	100	0
	Public - Institutional Holders	17888	17888	100	17888	0	100	0
	Public-Others	472135	7673	1.63	6919	19	90.17	0.25
	Total	990027	509081	51.42	508327	19	99.85	0.00

Resolution ID	Category	Shares Held (1)	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 as per Agenda Item No. 5 - Approval of payment of revised remuneration to Mr. Aditya M Gokarn, Managing Director of the Company. (Special Resolution)

Mode of Voting : E - Voting

	Promoter and Promoter group	500004	483520	96.70	483520	0	100.00	0
	Public - Institutional Holders	17888	0	0.00	0	0	0	0.00
	Public-Others	472135	3492	0.74	3467	25	99.28	0.72
	Total	990027	487012	49.19	486987	25	99.99	0.01



Mode of Voting : Poll										
Promoter and Promoter group	500004	0	0.00	0	0	0	0	0	0	0.00
Public – Institutional Holders	17888	17888	100.00	17888	0	100.00	17888	0	100.00	0.00
Public-Others	472135	4181	0.89	3446	0.00	82.42	3446	0.00	82.42	0.00
Total	990027	22069	2.23	21334	0.00	96.67	21334	0.00	96.67	0.00
Mode of Voting : E - Voting & Poll (Consolidated)										
Promoter and Promoter group	500004	483520	96.70	483520	0	100	483520	0	100	0
Public – Institutional Holders	17888	17888	100	17888	0	100	17888	0	100	0
Public-Others	472135	7673	1.63	6913	25	90.10	6913	25	90.10	0.33
Total	990027	509081	51.42	508321	25	99.85	508321	25	99.85	0.00





SUDHINDRA K.S.

B.Com., ACS, LLB

Company Secretary

To

The Chairman

Triton Valves Ltd Limited

Sunrise Chambers,

22, Ulsoor Road, Bengaluru-42

Dear Sir,

Sub: Scrutinizer Report on e-voting and poll at the 39th Annual General Meeting of Shareholders of the Company held on 19th August 2015 at The Gateway Hotel, Residence Road, Bangalore - 560025

At the outset, I would like to thank you for entrusting me with the task of scrutinizing the e-voting and voting on poll by your shareholders, at the 39th Annual General Meeting of your Company held on Wednesday, the 19th August 2015, at The Gateway Hotel, Residence Road, Bangalore - 560025

Please find enclosed our report in three parts as listed below:

- PART-I Report of the Scrutinizer on E-voting
- PART-II Report of Poll results at the AGM in MGT Form 13.
- PART-III Consolidated Results of e-Voting & Poll

Our report on E-voting is based on the data downloaded from the e-Voting platform provided by NSDL and report on voting on the poll is based on the data provided /authenticated by RTA.

I trust you will find my report to be comprehensive and self explanatory in all respect.

I will be pleased to clarify on your queries, if any, on the subject.

Thanking You

Sudhindra K S

Scrutinizer

Company Secretary.

FCS No 7909, CP No 8190

Date: 20th August 2015

Place: Bengaluru

S.Kedarnath & Associates

85, Ojus Apartments, 004, Ground Floor, 4th Main, 13th Cross, Malleswaram, Bangalore - 560 003.
Ph : (O) : 23345103, e-mail : sudhindraksfcs@gmail.com, (M): 9844271319 / skedarnathassociates@gmail.com



SUDHINDRA K.S.

B.Com., ACS, LLB

Company Secretary

REPORT OF SCRUTINIZER

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

To,

The Chairman

Triton Valves Ltd,

Sunrise Chambers,

22, Ulsoor Road, Bengaluru-42

Dear Sir,

Sub: Scrutinizer Report on the Electronic Voting in respect of matters set out in the Notice of 39th Annual General Meeting:

I Sudhindra K S, a Company Secretary in Whole time Practice No 85, 004 Ojus Apts, Ground Floor, 4th Main, 13th Cross, Malleswaram, Bangalore have been appointed as a Scrutinizer for the purpose of scrutinizing the e-voting process in a fair and transparent and ascertaining the requisite majority on e voting carried out as per the provisions of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014 on the below mentioned resolutions at the 39th Annual General Meeting of Members of Triton Valves Ltd held on Wednesday, the 19th August 2015 at 4 AM at The Gateway Hotel, Residence Road, Bangalore - 560025

The Management of the Company is responsible to ensure the compliance with the requirements of the Companies Act 2013 and Rules relating to e-voting on the resolutions mentioned in notice of 39th Annual General Meeting of the Members of the Company. My responsibility as a scrutinizer for e voting process is restricted to make a Scrutinizer's report of the votes cast "In favour" or "Against" or "Abstain" the resolutions stated above, based on the reports generated from the e-voting systems provided by e-voting.nsd.com for e-voting.



S.Kedarnath & Associates

85, Ojus Apartments, 004, Ground Floor, 4th Main, 13th Cross, Malleswaram. Bangalore - 560 003.

Ph : (O) : 23345103, e-mail : sudhindraksfcs@gmail.com, (M): 9844271319 / skedarnathassociates@gmail.com

1. I submit report as under:

- a) The e-voting period remained open from 16th August 2015 (9AM) to 18th August 2015 (5PM).
- b) The shareholders holding shares as on the "Cut off" date i.e. 12th August 2015 were entitled to vote on the proposed resolutions (Item No.s 1 to 5 as set out in the Notice of the 39th AGM of Triton Valves Ltd).
- c) The votes were unlocked on 19th August 2015 around 19.38 hrs in the presence of two witnesses, Mr. S Kedarnath and Mr. K Nagesh Anandateertha, who are not in the employment of the Company. They have signed below in confirmation of votes being unlocked in their presence. A statement to the effect that the aforesaid persons were witness to the unlocking is also attached in **Annexure-1**.
- d) The details of containing, inter-alia, list of equity shareholders, who voted "For" and "Against", were downloaded from the e-voting website of www.evoting.nsdl.com.
- e) The particulars of all the votes cast by the shareholders, containing the particulars as required as required under Rule 20(3)(XII) of the Companies (Management and Administration) Rules, are maintained in the electronic mode in format made available by NSDL.

2. Details of e-voting that were cast between 16th August 2015 to 18th August 2015 as under:

Resolution No	Total No. of Equity Shares cast through e-voting	Total Number of Shareholders who have cast their vote through E-voting	Total No. of Shareholders who voted Against the Resolution in E-voting	Total No. of Shareholders has Abstained from E-voting
1.	487012	16	2	NA
2.	487012	16	2	NA
3.	487012	15	3	NA
4.	487012	16	2	NA
5.	487012	15	3	NA


C.P.No.3190
BANGLORE
Company Secretary

5. The result of the e-voting is attached in **Annexure-2**:
6. A Compact Disc (CD) containing a list of equity share holders who voted "FOR" "AGAINST", those whose votes were declared invalid and those who abstained from E-voting for each resolution is enclosed.
7. The Register, all other papers and relevant records relating to electronic voting will remain in our safe custody until the Chairman considers, approves and signs the Minutes of the aforesaid Annual General Meeting and the same will be hand over to the Company Secretary for safe keeping.

Thanking You

Your's Faithfully


SUDHINDRA K S



Scrutinizer

FCS-7909 CP No.-8190

Place: Bangalore

Dated: 20/08/2015

Annexure-1

Statement of witness as required under to be present under Rule 20(3)(Xii) of Companies (Management and Administration) Rules, 2014:

Witness 1:

I S. Kedarnath, residing at Apartment 2C, RIO Apartments. 15th Cross, 6th main, Malleswaram, Bangalore 560003 hereby state that I witnessed the downloading of the votes on the website www.evoting.nsdl.com, when Mr. Sudhindra K S, Scrutinizer appointed by Triton Valves Limited unblocked the same, I further state that I am not an employee of Triton Valves Limited.

Signature:

Date: 20/08/2015

Witness 2:

I K Nagesh Anandateertha S/o K Nagabhushana resident of # 61, 10th 'A' Cross, 1st Block, Near Navaranga Theater Rajajinagar, Bangalore-560010, hereby state that I witnessed the downloading of the votes on the website www.evoting.nsdl.com, when Mr. Sudhindra K S, Scrutinizer appointed by Triton Valves Ltd Limited unblocked the same, I further state that I am not an employee of Triton Valves Ltd Limited.

Signature:

Date: 20/08/2015



Annexure-2

Resolution No.	Subject Matter of Resolution.	Total Number of Shareholders who have cast their vote through E-voting	Total No. of Equity Share holding, who voted through E-voting	No. of votes casts in favours of Resolution through E-voting	% of votes in favours of Resolution Through E-voting	No. of Votes Cast against Resolution in E-voting	% of votes casts against the Resolution through E-voting	No. of Invalid Votes in E-voting	No. of Shares who have abstained from E-voting
1.	Adoption of financial statement for the year ended 31st March 2015	18	487012	486993	100%	19	0.00%	NA	NA
2.	Declaration of dividend	18	487012	486993	100%	19	0.00%	NA	NA
3.	Ratification of appointment of Statutory Auditors and fixation of their remuneration	18	487012	486987	100%	25	0.00%	NA	NA
4.	Re-appointment of Mrs.Anuradha M Gokam	18	487012	486993	100%	19	0.00%	NA	NA
5.	Special Resolution: Payment of Remuneration of Managing Director	18	487012	486987	100%	25	0.00%	NA	NA





SUDHINDRA K.S.

B.Com., ACS, LLB

Company Secretary

FORM NO. MGT-13

REPORT OF SCRUTINIZER

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

To

The Chairman of the Meeting

Triton Valves Ltd,

Sunrise Chambers,

22, Ulsoor Road, Bengaluru-42

Meeting: 39th Annual General Meeting of Members

Date and Time: 19th August 2015, 4.00PM

Venue: The Gateway Hotel, Residence Road, Bangalore - 560025

Dear Sir,

Sub: Scrutinizer Report on the Vote cast through Poll in respect of matters set out in the Notice of 39th Annual General Meeting:

I Sudhindra K S, a Company Secretary in Whole Time Practice, office at No 85, 004 Ojus Apts, Ground Floor, 4th Main, 13th Cross, Malleswaram, Bangalore have been appointed as a Scrutinizer for the purpose of poll taken on below mentioned resolutions at the meeting of members of Triton Valves Ltd held on Wednesday, 19th August 2015 at 4.00 PM The Gateway Hotel, Residence Road, Bangalore - 560025

The Management of the Company is responsible to ensure the compliance with the requirements of the Companies Act 2013 and Rules relating voting through poll on the resolutions mentioned In notice of 39th Annual General Meeting of the Members of the Company. My responsibility as a scrutinizer for the voting process through the poll is restricted to make Scrutinizer's Report of the vote cast "in favour" or "Against" the resolutions stated in the notice of 39th Annual General Meeting based on the poll at Annual General Meeting as mentioned above.

Further the above, I submit my report as under:

After the time fixed for closing of the poll by the chairman, 1 (One) empty and locked Ballot Boxes kept for the purposes of polling at the 39th Annual General Meeting of



S.Kedarnath & Associates

85, Ojus Apartments, 004, Ground Floor, 4th Main, 13th Cross, Malleswaram, Bangalore - 560 003.

Ph : (O) : 23345103, e-mail : sudhindraksfcs@gmail.com, (M): 9844271319 / skedarnathassociates@gmail.com

Shareholders of Triton Valves Ltd in my presence and also in the presence of Directors and Shareholders and Authorized person of Can Bank Computer Services Private Limited and due identification marks placed by me.

2. The locked ballot boxes were subsequently opened in my presence and poll papers were diligence scrutinized. The poll papers were reconciled with records maintained by the Company and Registrar and Transfer Agent of the company and the authorization s /proxies lodged with the company.

3. The Two Poll papers were considered invalid due to following reasons and same has been kept separately.

- (a) No signature on poll paper
- (b) Member who had cast both e voting and poll paper.

4. The result of the poll is as under:

Item no (1) Adoption of financial statement for the year ended March 31, 2015

(i) Voted in **favor** 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
26	21334	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
Zero	Zero	Zero

(iii) Invalid Votes:

Total number of members (in persons or by proxy) whose votes were declared invalid	Total number of votes cast by them
2	735

Item No (2) Declaration of 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
26	21334	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
Zero	Zero	Zero

(iii) Invalid Votes:

Total number of members (in persons or by proxy) whose votes were declared invalid	Total number of votes cast by them
2	735

Item No (3) Ratification of the appointment of the Auditors and to fix their remuneration

(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	3446	16.15%

(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
3	17888	83.84%

(III) Invalid Votes:

Total number of members (in persons or by proxy) whose votes were declared invalid	Total number of votes cast by them
2	735

Item No (4) Appointment of a director in place of Mrs. Anuradha M. Gokarn (DIN:00185509), who retires from office by rotation and being eligible, offers herself 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
26	21334	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
Zero	Zero	Zero

(III) Invalid Votes:

Total number of members (in persons or by proxy) whose votes were declared invalid	Total number of votes cast by them
2	735

Item no (5) Approval of payment of revised remuneration to Mr. Aditya M. Gokarn – Managing Director.

(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
26	21334	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
Zero	Zero	Zero

(III) Invalid Votes:

Total number of members (in persons or by proxy) whose votes were declared invalid	Total number of votes cast by them
2	735

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

The poll papers and all other relevant records were sealed and same will be hand over to the Company Secretary for safe keeping.

Thanking you,


Sudhindra K S



Scrutinizer
fcs. 7909-CP 8190
Place: Bangalore

Dated:20/08/2015



SUDHINDRA K.S.

B.Com., ACS, LLB

Company Secretary

To
The Chairman
Triton Valves Ltd Limited
Sunrise Chambers,
22, Ulsoor Road, Bengaluru-42

Dear Sir,

Sub: Combined Scrutinizer Report on e-voting and poll at the 39th Annual General Meeting of Shareholders of the Company held on 19th August 2015 at The Gateway Hotel, Residence Road, Bangalore - 560025.

I Sudhindra K S, a Company Secretary in Practice having office at No. 85, 004 Ojus Apts, Ground Floor, 4th Main, 13th Cross, Malleswaram, Bangalore have been appointed as a Scrutinizer for the purpose of scrutinizing the e-voting and for the purposes of the poll taken in a fair and transparent and ascertaining the requisite majority on e-voting and the poll carried out as per the provisions of the Companies Act, 2013 read with applicable rules of the Companies (Management and Administration) Rules, 2014 on the below mentioned resolutions at the 39th Annual General Meeting of Members of Triton Valves Ltd Limited held on Wednesday, the 19th August 2015 at 4.00 PM at The Gateway Hotel ,Residence Road, Bangalore - 560025

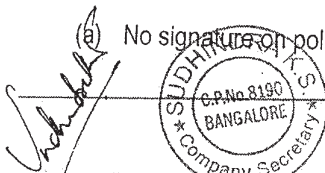
The Management of the Company is responsible to ensure the compliance with the requirements of the Companies Act 2013 and Rules relating to e-voting and the poll on the resolutions mentioned in notice of 39th Annual General Meeting of the Members of the Company. My responsibility as a scrutinizer for e voting and the poll 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 systems provided by e-voting-nsdl.com to provide for e-voting facilities for e-voting.

The Company had appointed National Securities Depository Limited (NSDL) as a service provider, for extending the facility of providing electronic voting to the shareholders of the Company from 16th August 2015 9.00AM till 18th August 2015 5.00PM. The Canbank Computer Services Limited is the Registrar and Share Transfer Agent of the Company. The e-voting results were unlocked by me on 12th August 2015 in the presence of two witnesses. For further details kindly refer my Scrutinizer Report dated 20th August 2015 attached herewith.

At the Annual General Meeting, the Company facilitated the members present in the meeting who could not participate in the e-voting to record their votes through the poll process. For details kindly refer to my Scrutinizer Report in Form MGT 13 dated 20th August 2015.

Two Poll papers were considered invalid due to following reasons and same has been kept separately.

(a) No signature on poll paper



S.Kedarnath & Associates

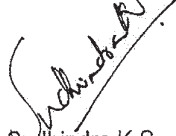
85, Ojus Apartments, 004, Ground Floor, 4th Main, 13th Cross, Malleswaram. Bangalore - 560 003.
Ph : (O) : 23345103, e-mail : sudhindraksfcs@gmail.com, (M): 9844271319 / skedarnathassociates@gmail.com

b) Member who had cast both e voting and poll paper

Consolidate results on e-voting and vote on poll is herewith attached.

The Register, all other papers and relevant records relating to electronic voting and poll papers and the same will be handed over to the Company Secretary for safe keeping.

Thanking You



Sudhindra K S



Scrutinizer

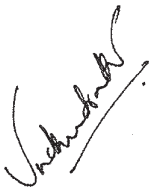
Company Secretary

FCS No 7909, CP No 8190

Date: 20th August 2015

Place: Bangaluru

Part-III-Consolidated Results:

A handwritten signature in black ink, appearing to read 'Sudhindra', written in a cursive style.

Consolidated Results of Item No: 1-Ordinary Resolution: Adoption of Accounts for the year ended 31.03.2015

Particulars	Number of Votes contained in			Percentage
	E-Votes	Poll	Total	
Assent	486993	21334	508327	100%
Dissent	19	0	19	0.00
Invalid	0	735	735	0.00
Total	487012	22069	509081	100%

Accordingly, out of total of 508346 valid votes cast via e-voting and poll 508327 votes were cast assenting to the Ordinary Resolution constituting 100% of the votes polled; 19 votes were cast dissenting to the Ordinary Resolution constituting 0.00% of the votes polled.

Thus the ordinary resolution contained in item no. 1 of the notice dated 22nd May 2015 stand passed with requisite majority.

Consolidated Results of Item No: 2-Ordinary Resolution: Declaration of Dividend

Particulars	Number of Votes contained in			Percentage
	E-Votes	Poll	Total	
Assent	486993	21334	508327	100%
Dissent	19	0	19	0.00
Invalid	0	735	735	0.00
Total	487012	22069	509081	100%

Accordingly, out of total of 508346 valid votes cast via e-voting and poll 508327 votes were cast assenting to the Ordinary Resolution constituting 100% of the votes polled; 19 votes were cast dissenting to the Ordinary Resolution constituting 0.00% of the votes polled.

Thus the ordinary resolution contained in item no. 2 of the notice dated 22nd May 2015 stand passed with requisite majority.



Consolidated Results of Item No: 3-Ordinary Resolution: Ratification of appointment of Director:

Particulars	Number of Votes contained in			Percentage
	E-Votes	Poll	Total	
Assent	486987	3446	490433	96.48%
Dissent	25	17888	17913	03.52%
Invalid	0	735	735	00
Total	487012	22069	509081	100%

Accordingly, out of total of 508346 valid votes cast via e-voting and poll 490433 votes were cast assenting to the Ordinary Resolution constituting 96.48 % of the votes polled; 17913 votes were cast dissenting to the Ordinary Resolution constituting 03.52% of the votes polled.

Thus the ordinary resolution contained in item no. 3 of the notice dated 22nd May 2015, stand passed with requisite majority.

Consolidated Results of Item No: 4-Ordinary Resolution: Re-appointment of Mrs. Anuradha M Gokarn as Director.

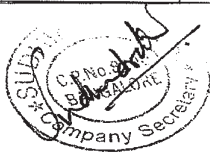
Particulars	Number of Votes contained in			Percentage
	E-Votes	Poll	Total	
Assent	486993	21334	508327	100%
Dissent	19	0	19	0.00
Invalid	0	735	735	0.00
Total	487012	22069	509081	100%

Accordingly, out of total of 508346 valid votes cast via e-voting and poll 508327 votes were cast assenting to the Ordinary Resolution constituting 100% of the votes polled; 19 votes were cast dissenting to the Ordinary Resolution constituting 0.00% of the votes polled.

Thus the ordinary resolution contained in item no. 4 of the notice dated 22nd May 2015, stand passed with requisite majority.

Consolidated Results of Item No: 5-Special Resolution: Approval for payment of remuneration to Managing Director.

Particulars	Number of Votes contained in			Percentage
	E-Votes	Poll	Total	
Assent	486987	21334	508321	100%
Dissent	25	0	25	0.00
Invalid	0	735	735	0.00
Total	487012	22069	509081	100%



Accordingly, out of total of 508346 valid votes cast via e-voting and poll 508321 votes were cast assenting to the Special Resolution constituting 100% of the votes polled, 25 votes were cast dissenting to the Special Resolution constituting 0.00% of the votes polled.

Thus the ordinary resolution contained in item no. 5 of the notice dated 22nd May 2015, stand passed with 3/4th majority.



Sudhindra K S

Scrutinizer

Company Secretary

FCS No 7909, CP No 8190

