

September 30, 2015

The Deputy General Manager The Department of Corporate Services Bombay Stock Exchange Limited P.J. Towers, Dalal Street Mumbai - 400001

Dear Sir,

#### Sub: Voting Results under Clause 35A of the Listing Agreement

We wish to inform you that the 22<sup>nd</sup> Annual General Meeting (AGM) of the Company was held on September 30, 2015 at 10.00 a.m. at the registered office of the Company, 43 Sagar Society, Road No.2, Banjara Hills, Hyderabad-500034.

Pursuant to Clause 35B of the listing agreement and a per Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014, all the shareholders of the Company were given an opportunity to exercise their right to vote on all resolutions set out in the Notice of AGM through electronic voting (e-voting) during the period commencing from September 26, 2015 9.00 a.m. ST to September 29, 2015 5.00 p.m. IST.

Further, the Company provided voting facility at the AGM venue through a physical ballot for those who had not exercised e-voting.

All the resolutions contained in the Notice of the above AGM were approved by the requisite majority of shareholders through e-voting and ballot voting at the venue of the AGM. Accordingly all the resolutions were declared to be passed on September 30, 2015 which is the date of the Annual General Meeting.

In accordance with the Clause 35A of the listing agreement, we enclose the consolidated voting results in the prescribed format along with the scrutiniser's report for e-voting and poll conducted physically through ballot forms at the AGM venue.

Kindly take the above information on record and acknowledge receipt.

Thanking you,

Yours faithfully,

For Danlaw Technologies India Limited

Managing Director

Encl: As above

## Details of Voting Results in respect of the 22<sup>nd</sup> Annual General Meeting of the Company pursuant to Clause 35A of the Listing Agreement

	<del></del>						
SLNO	DESCRIPTION						
Α	DATE OF AGM			30-09-20	09-2015		
В	BOOK CLOSURE DATE			<b>26-09-2</b> ( INCLUSI		09-2015 ( BOTH	DAYS
С	TOTAL NUMBER OF SH RECORD DATE	<del>!</del>					
D	NO OF SHAREHOLDERS MEETING EITHER IN PE PROXY			85			
	SHAREHOLDERS	PRESENT IN PERSON	1 ' ' ' -	SENT OUGH XY	TOTAL	SHARES	% TO CAPITAL
	PROMOTER AND PROMOTER GROUP ()	7	0		7	1750992	47.06588
	PUBLIC	78	0		78	92028	2.47367
	TOTAL	85	0		85	1843020	49.53955
Е	No. of shareholders at conferencing facility w		-	ough Vide	o conferenc	cing N	lo video



# <u>Agenda-wise</u> DANLAW TECHNOLOGIES INDIA LIMITED - 30/09/2015 - HYDERABAD Sebi Poll Report

In case of Poll / Postal Ballot / E-Voting:

The mode of voting for all resolutions was E-Voting and Poll conducted at the Meeting:

	Category	No. of shares	Votes Polled	% of Votes polled on	ž	No. of Votes -	% of Votes in favour	% of Votes against
		Held		outstanding shares	in favour	against	on votes polled	on votes polled
		-	,	(2/1)*100			(4/2).100	(5/5)*100
		(1)	(2)	(3)	(4)	(2)	(9)	(2)
Resolution 1: Adoption	Resolution 1: Adoption of Financial Statements and Directors'		ear ended March	resport for the year ended March 31, 2015 (Ordingary Resolution)	solution)			
1 Pr	1 Promoter and Promoter Group	1893805	1750992	92.4589	1750992	0	001	0
1 Pt	1 Public - Institutional Holders	N.	EN.	IIN	Z	N	IIN	Nii
1 Pt	1 Public - Others	1826495	46314	2.5357	46314	0	100	0
1 1	1 Total	3720300	1797306		1797306	0		:
Resolution 2: Ratification	Resolution 2: Ratification of Appointment of M/s Ramana Red	eddy & Associates	ss auditors and fix	dy & Associates as auditors and fixing their remuneration (Ordingary Resolution)	(Ordingary Resol	ution)		1.1
2 Pr	2 Promoter and Promoter Group	1893805	1750992	92.4589	1750992	0	00τ	0
2 Pt	2 Public - Institutional Holders	II.N	Z	Nii	Ž	Z	N	ii Z
2 Pt	2 Public - Others	1826495	46314	2.5357	46314	0	100	0
2 Tc	2 Total	3720300	1797306		1797306	0		
Resolution 3: Re- Appoir	Resolution 3: Re- Appointment of Mr. Raju S Dandu as Directo	ctor (Ordingary Resolution	olution)					
3 Pr	3 Promoter and Promoter Group	1893805	1750992	92.4589	1750992	0	100	0
3 Pt	3 Public - Institutional Holders	Nii	IIN III	Nit	IIN	Nii	Nii	N
3 Pt	3 Public - Others	1826495	46314	2.5357	46314	0	100	0
3 Total	otal	3720300	1797306		1797306	0		
Resolution 4: Regulariza	Resolution 4: Regularization of Appointment of Smt. P. Sundar	darmama as an Inde	pendent Director	mama as an Independent Director (Ordingary Resolution)				
4 Pr	4 Promoter and Promoter Group	1893805	1750992	92.4589	1750992	0	100	0
4 Pt	4 Public - Institutional Holders	N.	ΞŽ	N	Nil	N.	Nil	Nil
4 Pt	4 Public - Others	1826495	46314	2.5357	46314	0	100	0 .
4 Total	otal	3720300	1797306	48.3108	1797306	0		

Note: All the aforesaid resolutions were passed with the requisete majority



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COMPANY SECRETARY IN PRACTICE

Mobile: 9704926666

E-mail: mohiddincs@gmail.com

### Report of Scrutinizer on e-voting results

(Pursuant to Section 108 of the Companies Act, 2013 and Rule (xi) of the Companies (Management and Administration) Rules, 2014)

To,

Date: 29th Sept, 2015

The Chairman,
Danlaw Technologies India Limited
43, Sagar Society, Road No.2, Banjara Hills,
Hyderabad – 500034

Dear Sir,

7813

Re: 22<sup>nd</sup> Annual General Meeting of the Equity Shareholders of Danlaw Technologies India Limited to be held on Wednesday, 30<sup>th</sup> Sept, 2015 at 10.00 a.m. at the Registered Office of the Company at 43, Sagar Society, Road No.2, Banjara Hills, Hyderabad-500034.

I, Syed Meera Mohiddin, Practicing Company Secretary,7-1-308/A/29/1, BK Guda, Hyderabad, appointed as Scrutinizer for the purpose of scrutinizing e-voting process in fair and transparent manner in respect of the below mentioned resolutions proposed at the 22<sup>nd</sup> Annual General Meeting of the Equity Shareholders of the Company, to be held on Wednesday, 30<sup>th</sup> Sept 2015, at the meaning of the Company, hereby submit my report as under:

- 1. In accordance with the Notice of 22<sup>nd</sup> Annual General Meeting sent to shareholders, the voting through electronic means was started at 9.00 a.m. on 26<sup>th</sup> Sept, 2015 and ended at 5.00 p.m. on 29<sup>th</sup> Sept, 2015.
- 2. The equity shareholders holding shares as on cut-off date i.e. 23<sup>rd</sup> August, 2015 were entitled to vote on the resolutions as stated in the Notice of the 22<sup>nd</sup> Annual General Meeting of the Company.
- 3. The votes were unblocked by 5.05 p.m. on September 29, 2015 in the present of Mr. Ch V Subba Rao and Mr. N Srinivas who are not the employees of the Company, and who have signed below as witness to the unblocking of the votes.
- 4. The e-voting results/list downloaded from the website of Karvy Computershare Private Limited (<a href="www.evoting.karvy.com">www.evoting.karvy.com</a>) is being handed over to the Chairman along with this report.
- 5. The result of the e-voting is as under:

#### Resolution No.1 - Ordinary Resolution

To receive, consider and adopt the financial statements of the Company for the financial year ended March 31, 2015 including the audited Balance Sheet as at March 31, 2015, the Statement of Profit and Loss for the financial year ended on that date and reports of the Board of Directors and the Auditors thereon.

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

Number of members voting through electronic	Number of votes cast by them	% of total number of valid votes cast
means		
6	3107	100

#### (ii) Voted against of the resolution:

(III)		
Number of members	Number of votes cast	% of total number of
voting through electronic	by them	valid votes cast
means		
NIL	NIL	NIL

#### (iii) Invalid votes:

Total number of members whose	Number of votes cast by them
votes declared invalid  NIL	NIL

#### **Resolution No.2 - Ordinary Resolution**

To ratify the Appointment of Auditors of the Company to hold office from the more conclusion of this AGM until the conclusion of 23<sup>rd</sup> AGM and to fix their



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10		u	ш			U	

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

Number of members voting through electronic	Number of votes cast by them	% of total number of valid votes cast
means		
6	3107	100

#### (ii) Voted against of the resolution:

Number of members voting through electronic		% of total number of valid votes cast	
means			
NIL	NIL	NIL	

#### (iii) Invalid votes:

Total number of members whose	Number of votes cast by them
votes declared invalid	
NIL	NIL

#### **Resolution No.3 - Ordinary Resolution**

Re-Appointment of Mr. Raju S Dandu as Director.

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

Number of members voting through electronic		% of total number of valid votes cast
means	2407	400
6	3107	100

#### (ii) Voted against of the resolution:

Number of members voting through electronic		% of total number of valid votes cast	
means			
NIL	NIL	NIL	

#### (iii) Invalid votes:

Total number of members whose votes declared invalid	Number of votes cast by them
NIL	NIL

#### **Resolution No.4 - Ordinary Resolution**

Regularisation of appointment of Smt. P. Sundaramma as an Independent Director.

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

Mumber of members	Number of votes cast	% of total number of

voting through ele	ectronic	by the	em	valid votes cast
means	Çedenio.	<b>अ</b> व्यक्त	المناوس الماري - الماليان الماري	
6			3107	100

(ii) Voted against of the resolution:

Number of members voting through electronic means	Number of votes cast by them	% of total number of valid votes cast
NIL	NIL	NIL

(iii) Invalid votes:

Total number of members whose votes declared invalid	Number of votes cast by them
NIL	NIL

Thanking you, Yours faithfully,

Syed Meera Mohid

Company Secretary

Mem No. 19395

CP No. 7813

We the undersigned witnesseth that votes were unblocked from the e-voting website of Karvy Computerhsare Private Limited (<a href="https://evoting.karvy.com">https://evoting.karvy.com</a>) in our presence at 6.05 p.m. on 26<sup>th</sup> Aug, 2014 at the office of the Scrutinizer.

Name and Address of Witness

1. Ch V Subba Rao

5-70, Shanti Nilayam

Mythri Nagar

Masdeenaguda, Miyapur

Hyderabad - 500 050

Name and Address of Witness

2. N Srinivas

G-7, Vennars Mountain View

Madhura Nagar, Kukatpally

Hyderabad - 500 072

**COMPANY SECRETARY IN PRACTICE** 

Mobile: 9704926666

E-mail: mohiddincs@gmail.com

# FORM NO. MGT – 13 Report of Scrutinizer

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

To,
The Chairman
Danlaw Technologies India Limited

Re: The 22<sup>nd</sup> Annual General Meeting of the Equity Shareholders of Danlaw Technologies India Limited held on Wednesday, 30<sup>th</sup> Sept, 2015 at 10.00 a.m. at the Registered office of the Company, 43, Sagar Society, Road No.2, Banjara Hills, Hyderabad – 500034.

Dear Sir,

- I, Syed Meera Mohiddin, Practicing Company Secretary, 7-1-308/A/29/1, BK Guda, Hyderabad, appointed as Scrutinizer for the purpose of the poll taken on the below mentioned resolutions, at the 22<sup>nd</sup> AGM of the Equity Shareholders of Danlaw Technologies India Limited (the "Company"), held on Wednesday, 30<sup>th</sup> Sept, 2015, at the Registered office of the Company, submit my report as under:
- After the declaration of the poll, the boxes kept for the polling were locked in the presence of the members and marked with due identification marks by me.

The locked ballot boxes were subsequently opened in my presence and poll papers were diligently scrutinize. The poll papers were reconciled with the ecords maintained by M/s. Karvy Computershare Private Limited, the

Registrar and Transfer Agents of the Company, and the authorisations / proxies lodged with the Company.

Appropriate arrangement was made / actions were taken to eliminate duplicate voting i.e/ e-voting as well as on poll. Details of the shareholders who had voted on e-voting through Karvy Computershare Private Limited were obtained in advance and blocked for the purpose of issuing poll papers. Poll papers were issued only to those members present at the Annual General Meeting, who had not voted through e-voting.

- 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:

#### **Resolution No.1 - Ordinary Resolution**

To receive, consider and adopt the financial statements of the Company for the financial year ended March 31, 2015 including the audited Balance Sheet as at March 31, 2015, the Statement of Profit and Loss for the financial year ended on that date and reports of the Board of Directors and the Auditors 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
27	1797306	100

(ii) Voted against 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
Nil	Nil	Nil

(iii) Invalid votes:

<sup>78</sup>13

Number of members present and	Number of votes cast by them
voting	
(in person or by proxy)	
Nil Nil	Nil

#### **Resolution No.2 - Ordinary Resolution**

To ratify the Appointment of Auditors of the Company to hold office from the LD McConclusion of this AGM until the conclusion of 23<sup>rd</sup> AGM and to fix their remaineration.

(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
27	1797306	100

(ii) Voted against of the resolution:

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

(iii) Invalid votes:

Number of members present and voting	Number of votes cast by them
(in person or by proxy)	
Nil	Nil

## Resolution No.3 - Ordinary Resolution

Re-Appointment of Mr. Raju S Dandu as 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
27	1797306	100

(ii) Voted against 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
Nil	Nil	Nil

(iii) Invalid votes:

Number of members present and voting	Number of votes cast by them
(in person or by proxy)	
Nil	Nil

**Resolution No.4 - Ordinary Resolution** 

Regularisation of appointment of Smt. P. Sundaramma as an Independent 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
27	1797306	100

(ii) Voted against of the resolution:

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

(iii) Invalid votes:

Number of members present and voting	Number of votes cast by them
(in person or by proxy)	
~ Nil	Nil

Thanking You,

Yours faithfully

Date: 30.09.2015

Place: Hyderabad

ed Meera Mohiddin Company Secretary

Mem No. 19395

CP No. 7813

Counter Signed by

Chairman

Danlaw Technologies India Limited