

To,  
The Chairman,  
**Lahoti Overseas Limited**  
307, Arun Chambers,  
Tardeo Road, Mumbai – 400 034.

**Sub: Passing of Resolution through e-voting and poll conducted at the 19<sup>th</sup> Annual General Meeting of Lahoti Overseas Limited ('the Company') held on 29<sup>th</sup> September, 2014.**

The Board of the Company at its meeting held on 26<sup>th</sup> May, 2014 had appointed me as Scrutinizer for the e-voting, which was commenced from 23<sup>rd</sup> September, 2014 at 10:00 Hrs. to 25<sup>th</sup> September, 2014 till 18:00 Hrs. and for the Poll held at the 19<sup>th</sup> AGM of the Company on the 29<sup>th</sup> September, 2014.

The Company had appointed Central Depository Services Limited, (CDSL) as the Service Provider, for extending the facility of electronic voting to the shareholders of the Company. Sharepro Services (India) Private Limited is the Registrar and Share Transfer Agents of the Company. The e-voting results were unblocked by me on 26<sup>th</sup> September, 2014 in the presence of two witnesses. For further details kindly refer the Scrutinizer's Report dated 26<sup>th</sup> September, 2014 attached herewith.

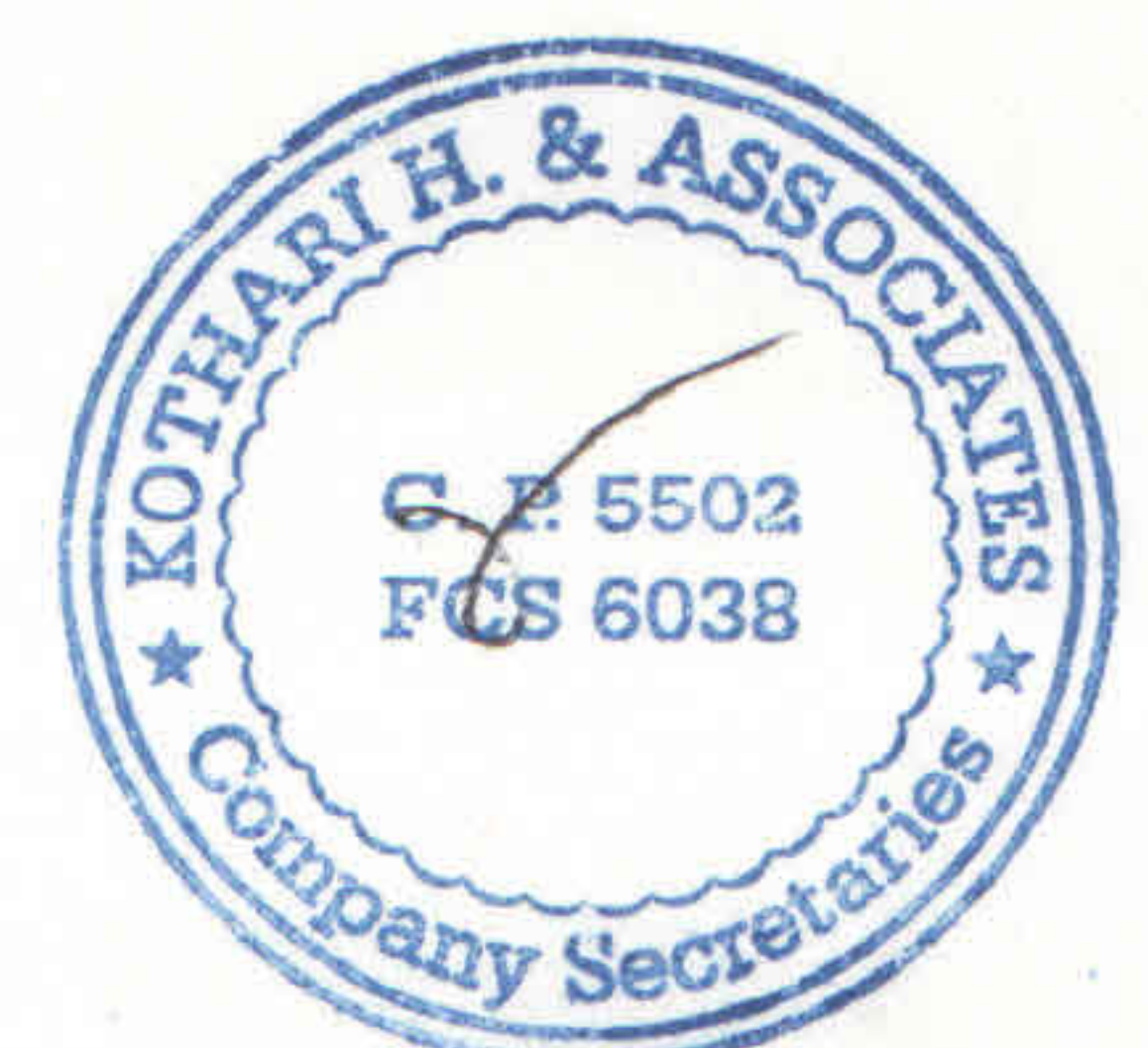
At the 19<sup>th</sup> AGM of the Company held on 19<sup>th</sup> September, 2014, the Chairman of the Company had *suo-moto* called for a Poll to facilitate the members present in the meeting who could not participate in the e-voting to record their votes through the poll process. I had also acted as the Scrutinizer for the Poll process at the 19<sup>th</sup> AGM of the Company. For further details kindly refer to my report in Form No. MGT 13 dated 29<sup>th</sup> September, 2014.

(A) Summary of the number of members participated through e-voting is mentioned in the below table:

Number of Members who cast their votes through e-voting	Total number of Shares held by them	Total number of Valid votes (as per details provided under each one of the Resolution (s) mentioned hereunder
6	3128	Various as mentioned under each of the Resolution

(B) Summary of the number of members participated through poll is mentioned in the below table

Number of Members who cast their votes through poll	Total number of Shares held by them	Total number of Valid votes (as per details provided under each one of the Resolution (s) mentioned hereunder
15	18697779	Various as mentioned under each of the Resolution





(C) Summary of the number of members participated together through poll and E-voting is mentioned in the below table

Number of Members who cast their votes through poll and E-voting (A+B=C)	Total number of Shares held by them	Total number of Valid votes ( as per details provided under each one of the Resolution (s) mentioned hereunder
21	18700907	Various as mentioned under each of the Resolution

The result of the E-voting together with that of the Poll is as under:

Item no of Notice	Particulars of Business	Votes in favour of the resolution		Votes against the resolution		Invalid votes	
		Nos.	%age	Nos.	%age	Nos.	%age
Item No. 1 of the Notice (As an Ordinary Resolution)	E-Voting	3103	0.02	25	0.00	0	0.00
	Poll	18697779	99.98	0	0.00	0	0.00
	<b>Total</b>	<b>18700882</b>	<b>100.00</b>	<b>25</b>	<b>Negligible</b>	<b>0</b>	<b>0.00</b>
Item No. 2 of the Notice (As an Ordinary Resolution)	E-Voting	3103	0.02	0	0.00	0	0.00
	Poll	18697779	99.98	0	0.00	0	0.00
	<b>Total</b>	<b>18700882</b>	<b>100.00</b>	<b>0</b>	<b>0.00</b>	<b>0</b>	<b>0.00</b>
Item No. 3 of the Notice (As an Ordinary Resolution)	E-Voting	3103	0.02	25	0.00	0	0.00
	Poll	18697779	99.98	0	0.00	0	0.00
	<b>Total</b>	<b>18700882</b>	<b>100.00</b>	<b>25</b>	<b>Negligible</b>	<b>0</b>	<b>0.00</b>
Item No. 4 of the Notice (As an Ordinary Resolution)	E-Voting	3103	0.02	25	0.00	0	0.00
	Poll	18697779	99.98	0	0.00	0	0.00
	<b>Total</b>	<b>18700882</b>	<b>100.00</b>	<b>25</b>	<b>Negligible</b>	<b>0</b>	<b>0.00</b>
Item No. 5 of the Notice (As an Ordinary Resolution)	E-Voting	3103	0.02	25	0.00	0	0.00
	Poll	18697779	99.98	0	0.00	0	0.00
	<b>Total</b>	<b>18700882</b>	<b>100.00</b>	<b>25</b>	<b>Negligible</b>	<b>0</b>	<b>0.00</b>
Item No. 6 of the Notice (As an Ordinary Resolution)	E-Voting	3103	0.02	25	0.00	0	0.00
	Poll	18697779	99.98	0	0.00	0	0.00
	<b>Total</b>	<b>18700882</b>	<b>100.00</b>	<b>25</b>	<b>Negligible</b>	<b>0</b>	<b>0.00</b>
Item No. 7 of the Notice (As an Ordinary Resolution)	E-Voting	3103	0.02	25	0.00	0	0.00
	Poll	18697779	99.98	0	0.00	0	0.00
	<b>Total</b>	<b>18700882</b>	<b>100.00</b>	<b>25</b>	<b>Negligible</b>	<b>0</b>	<b>0.00</b>
Item No. 8 of the Notice (As a Special Resolution)	E-Voting	3103	0.02	25	0.00	0	0.00
	Poll	18697779	99.98	0	0.00	0	0.00
	<b>Total</b>	<b>18700882</b>	<b>100.00</b>	<b>25</b>	<b>Negligible</b>	<b>0</b>	<b>0.00</b>

All the Resolutions as mentioned in the Notice dated May 26, 2014 of the 19<sup>th</sup> Annual General Meeting of Lahoti Overseas Limited stands passed under e-voting and poll unanimously.


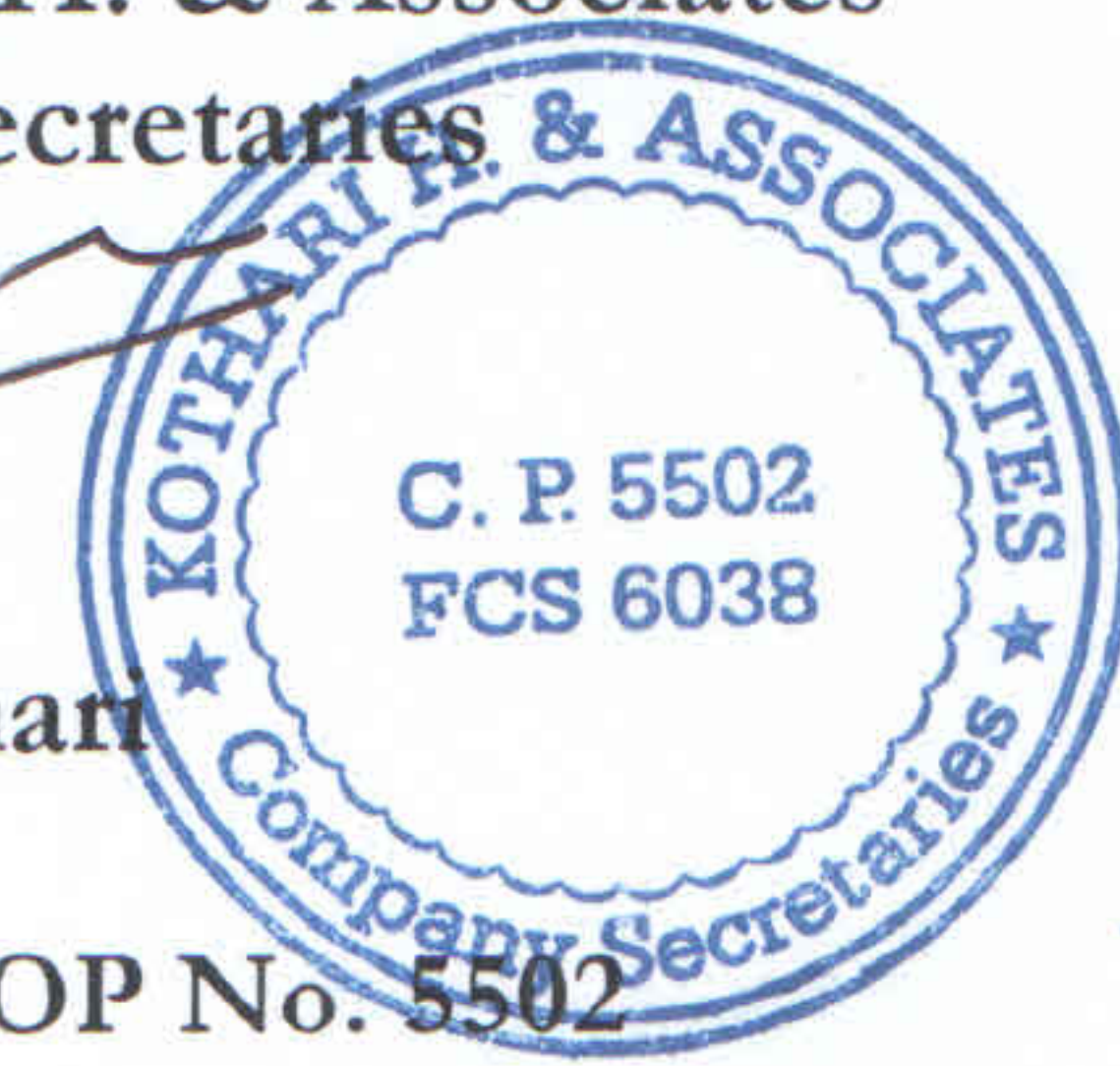




I hereby confirm that I am maintaining the Registers received from the Service Provider both in electronically and manually form, in respect of the votes cast through e-voting and Poll by the shareholders of the Company. I shall be arranging to hand over these records to you or such other person as authorized by you.

Thanking You,  
Yours faithfully,

For **Kothari H. & Associates**  
**Company Secretaries & Associates**

  
  
**Hitesh Kothari**  
**Partner**  
FCS 6038/ COP No. 5502

**Place: Mumbai**

**Date: 30<sup>th</sup> September, 2014**