

# TECPRO SYSTEMS LIMITED

Tecpro Towers, 11-A17, 5th Cross Road, SIPCOT IT Park, Siruseri - 603 103, Chennai, Ph.: +91 44 3747 4747 / +91 44 4744 3000

Fax: +91 44 4744 3011

November 27, 2014

BSE Limited 2<sup>nd</sup> Floor, New Trading Wing, PJ Towers, Dalal Street, Mumbai-400 001

Ref:Scrip Code: 533266

Sub: Extra-ordinary General Meeting held on Thursday,  $27^{th}$ November 2014 at 11.30 A.M.-Proceedings

Dear Madam/Sir

In continuation of our letter dated November 27, 2014, intimating about the outcome of the Extraordinary General Meeting of the Company held on 27th November 2014, we are submitting results of e-voting and physical voting in the prescribed format as per requirement of Clause 35A of the Listing Agreement:

Details of voting results-Extra-ordinary General Meeting held on 27th November 2014

Date of EGM	27th November 2014
Total number of shareholders on cutoff date: 24th October 2014	25802 25802
No. of Shareholders present in the meeting either in person or through proxy:	68*
Promoter & Promoter Group Public	9.59*
No. of Shareholders attended the meeting through Video Conferencing	Nil

<sup>\*</sup>Includes 10 members who participated through e-voting

The mode of voting for all resolutions was (i) Ballot at the EGM and (ii) E-voting facility, which was provided over the CDSL platform.

niteo

The details of individual resolutions are attached in annexure herewith.

The above is for your information and records.

Thanking You

Yours Sincerely

For Tecpro Systems Limited

Ajay Kumar Bishnoi

Chairman & Managing Director

City Office:

Unit No. 2, 1st Floor, No. 25. First Main Road, Gandhi Nagar, Adyar, Chennai - 600 020. Phone +91 44 2442 5886, 2442 6027 Fax : +91 44 2442 5922 E-mail : tecprochn@vsnl.net

Gurgaon Office:

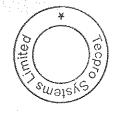
202-204, Pacific Square, Sector-15, Part-II, Gurgaon (Heryana) Pin - 122 001. Ph : 0124-4343100 Fax : 0124-4343243 Email : tecprodel@tecprosystems.com



Resolution No. 1-Ordinary Resolution

To make report to BIFR under Section 23 of the Sick Industrial Companies (Special Provisions) Act, 1985 more particularly described in Item No. 1 in the Notice of EGM.

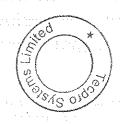
Promoter/ Public	No. of Shares held	No. of Shares held No. of Votes Polled % of Votes Polled on	% of Votes Polled on	No. of Votes-in	No. of Votes-	No. of Votes- % of Votes in % of votes		Remark
	٠.		outstanding Shares	Favour	against	favour on	against on	
						votes polled	votes polled	
Promoter and	26601340	26058411	97.96%	26058411	0	100%	%0	
Promoter Group	A.T.							
Public-Institutional	8309949	0	%00.0			%0	%0	·
Holders	. e Jee							
Public-Others	15562502	25221	0.16%	25197	24	100%	%0	
Total	50473791	1 26083632		26083608	24			



Resolution No. 2-Special Resolution

To alter the Articles of Association of the Company more particularly described in Item No. 2 in the Notice of EGM.

								-
Promoter/ Public	No. of Shares held	No. of Shares held No. of Votes Polled % of Votes Polled on outstanding Shares	% of Votes Polled on outstanding Shares	No. of Votes-in Favour	No. of Votes- against	No. of Votes- % of Votes in % of votes against favour on against on votes polled votes polle	% of votes against on votes polled	Remark
Promoter and	26601340	26058411	97.96%	26058411	)	100%	%0	9
Promoter Group	-							
Public-Institutional	8309949	0	0.00%	0		%0	%0 	<u></u>
Holders	,							
Public-Others	15562502	25221	0.16%	25169	52	100%	%0	%
Total	50473791	26083632		26083580	52	2		



Resolution No. 3-Ordinary Resolution

To appoint Mr. Sakti Kumar Banerjee as an Independent Director of the Company more particularly described in Item No. 3 in the Notice of EGM.

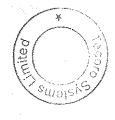
Promoter/ Public	No. of Shares held	No. of Shares held No. of Votes Polled on	% of Votes Polled on	No. of Votes-in	No. of Votes-	No. of Votes- % of Votes in % of votes	% of votes	Remark
	75.4		outstanding Shares	Favour	against	favour on	against on	
		7 % 1 % 1 % 1 % 1 % 1 % 1 % 1 % 1 % 1 %				votes polled	votes polled	
Promoter and	26601340	26058411	92.96%	26058411	D,	100%	%0	
Promoter Group								
Public-Institutional	8309949	0	%00.0	0		%0	%0	
Holders								
Public-Others	15562502	25221	0.16%	25197	24	100%	%0	
Total	50473791	26083632		26083608	24			



Resolution No. 4-Ordinary Resolution

To appoint Mr. Brij Bhushan Kathuria as an Independent Director of the Company more particularly described in Item No. 4 in the Notice of EGM.

Promoter/ Public	No. of Shares held	No. of Shares held No. of Votes Polled	% of Votes Polled on	No. of Votes-in	No. of Votes-	No. of Votes- % of Votes in	% of votes	Remark
			outstanding Shares	Favour	against	favour on	against on	
	in the second se					votes polled	votes polled	
Promoter and	26601340	26058411	95.76	26058411	0	100%	%0	
Promoter Group								
Public-Institutional	8309949	)	0:00%	0		%0	%0	-
Holders								
Public-Others	15562502	25221	0.16%	25192	29	100%	%0	
Total	50473791	26083632	-	26083603	29			



Resolution No. 5-Ordinary Resolution

To appoint Mr. Satvinder Jeet Singh Sodhi as an Independent Director of the Company more particularly described in Item No. 5 in the Notice of EGM.

December / Decker	141 - 1 - 1 - 1 - 1 - 1 - 1 - 1 - 1 - 1							
Promoter/ Public	No. of Shares held No. of Votes Polled	No. of Votes Polled	% of Votes Polled on	No. of Votes-in	No. of Votes-	No. of Votes- % of Votes in % of votes		Remark
	*		outstanding Shares	Favour	against	favour on	against on	
			<u>::</u>			votes polled	votes polled	
Promoter and	26601340	26058411	95.36%	26058411	0	100%	%0	
Promoter Group								
Public-Institutional	8309949	0	0.00%	0		%0	%0	
Holders								
Public-Others	15562502	25221	0.16%	25192	29	100%	%0	
Total	50473791	26083632		26083603				



Resolution No. 6-Ordinary Resolution

To appoint Mr. Anunay Kumar as an Independent Director of the Company more particularly described in Item No. 6 in the Notice of EGM.

		A STATE OF THE PARTY OF THE PAR						
Promoter/ Public	No. of Shares held	No. of Shares held No. of Votes Polled on	% of Votes Polled on	No. of Votes-in	No. of Votes-	No. of Votes- % of Votes in % of votes	% of votes	Remark
			outstanding Shares	Favour	against	favour on	against on	
						votes polled	votes polled	
		The state of the s						
Promoter and	26601340	26058411	92.36%	26058411	)	100%	%0	10
Promoter Group								
Public-Institutional	8309949	0	0.00%	0		%0	%0	
Holders								
Public-Others	15562502	25221	0.16%	25192	29	100%	%0	9
Total	50473791	26083632		26083603	29	6		





Plot No.3, 4/8 Marla, Model Town,

Gurgaon - 122001 Mobile : 9811010661

E-mail : cahimanu11@gmail.com

himanu11@rediffmail.com

Dated.....

# Report of Scrutinizer FOR EVOTING

[Pursuant to Section 108 of the Companies Act, 2013 and rule 20(3) of the Companies (Management and Administration) Rules, 2014]

To,

Mr. Ajay Kumar Bishnoi (Chairman)

Tecpro Systems Limited

Regd. Off.: 106, Vishwadeep Tower, Plot No. 4, District Centre, Janak Puri, New Delhi 110058

Head Office: Tecpro Towers, 11-A17,5th Cross Road, SIPCOT IT Park, Chennai 603103

Subject: Scrutinizer's Report on E-Voting conducted in pursuance to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014

Evoting start date:

Friday, November 21, 2014 at 09.00 a.m.

Evoting end date:

Sunday, November 23, 2014 at 6:00 p.m.

Dear Sir,

I Himanshu Kumar, Partner of M/s R.G.Luthra & Co., Practicing Chartered Accountants having office at Plot No. 3, 4/8, Marla, Model Town, Gurgaon 122001 having been appointed by the Board of Directors of M/s Tecpro Systems Limited as Scrutinizer for the purpose of scrutinizing the e-voting process in a fair and transparent manner as per the provisions of the Companies Act, 2013, submit my report as under:

 The Management of the Company is responsible to ensure the compliance with the requirements of the Companies Act 2013 and the rules thereunder relating to e-voting on the resolutions contained in the Notice dated 3 November,



2014. My Responsibility, as a Scrutinizer for the E-voting Process, is restricted to scrutinize and submit a Report on the votes Cast "in Favor" or "against" the resolutions stated above based on the report generated from the E-Voting System offered by Central Depository Services (India) Limited (CDSL).

- 2. The Notice dated 3<sup>rd</sup> November, 2014 convening the Extra-ordinary General Meeting (hereinafter "EGM") of the Company along with the Statement setting out material facts under Section 102 of the Act were sent to the Shareholders in respect to the below mentioned Resolutions to be passed at the said EGM of the Company to be held on 27<sup>th</sup> November 2014.
- 3. 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.
- 4. The shareholders of the Company holding shares as on the "cut-off" date of October 24, 2014, were entitled to vote on the proposed resolutions as set out at item nos. 1 to 6 in the Notice of the EGM of the Company.
- 5. The voting period for e-voting commenced on Friday, November 21, 2014 at 09.00 a.m. and ended on Sunday, November 23, 2014 at 6:00 p.m. and the CDSL e-voting platform was blocked thereafter and the votes cast under e-voting facility were then unblocked on 25 November 2014, in the presence of two witnesses who were not in the employment of the Company.
- 6. I have scrutinized and reviewed the voting process through electronic means and votes tendered therein based on the data downloaded from the Central Depository Services (India)Limited (CDSL)as per e-voting system, marked as Annexure 1 hereof.
- 7. I now submit my Report as under on the result of the voting through electronic means in respect of the said Resolutions.

The result of the E voting is as under:

## Item No. 1-Ordinary Resolution

To make report to BIFR under Section 23 of the Sick Industrial Companies (Special Provisions) Act, 1985 more particularly described in Item No. 1 in the Notice of EGM.



i. Voted in favour of the resolution:

Total Number of	Number of Votes Ca by Them	ast % of total number of valid votes cast
Votes Exercised		
608	584	96.05%

ii. Voted against the resolution :

Total Number of	Number of Votes Cas by Them	% of total number of valid votes cast
Votes Exercised	24	3.95%

iii. Invalid votes

Total Number of votes which	n Percentage		
were declared invalid		0.00%	
were declared invalid 0		0.00%	

# Item No. 2-Special Resolution:

To alter the Articles of Association of the Company

i. Voted in favour of the resolution:

Total Number of	Number of Votes Cast by Them	% of total number of valid votes cast
Votes Exercised 608	556	91.45%

ii. Voted against the resolution:

	Number of Votes Cast by Them	% of total number of valid votes cast
Votes Exercised		
608	52	8.55%

iii. Invalid votes

Total Number of votes which	Percentage
were declared invalid	and the state of t
0	0.00%



## Item No. 3- Ordinary Resolution

To appoint Mr. Sakti Kumar Banerjee as an Independent Director of the Company more particularly described in Item No. 3 in the Notice of EGM.

## i. Voted in favour of the resolution:

Total Number of	Number of Votes Cast by Them	% of total number of valid votes cast
Votes Exercised		
608 .	584	96.05%

## ii. Voted against the resolution:

Total	Number of		Number	of	Votes	Cast	ક	of	total	number	of
		* ** ** * * * *	by Them	Litte		e transport de	٧á	alid	votes	cast	
Votes	Exercised			•	- 14						1.1.
	608			~~~~~~~~~~~~~~~~~~~~~~~~~~~~~~~~~~~~~~~	2.4				3.9	5 %	

## iii. Invalid votes

Total Number of votes which	Percentage
	· · · · · · · · · · · · · · · · · · ·
were declared invalid	
. 0	0.00%

## Item No. 4-Ordinary Resolution

To appoint Mr. Brij Bhushan Kathuria as an Independent Director of the Company more particularly described in Item No. 4 in the Notice of EGM.

## i. Voted in favour of the resolution:

Total Number of	Number of Votes Cast	% of total number of
	by Them	valid votes cast
1		
Votes Exercised		
608	584	96.05%

## ii. Voted against the resolution:

Total Number of	Number of Votes Cast	% of total number of
	by Them	valid votes cast
Votes Exercised	teringan Sayar Sayaran in	· ·····
608	24	3.95%



### iii. Invalid votes

Total Number of votes which	Percentage
were declared invalid	0.00%

## Item No. 5-Ordinary Resolution

To appoint Mr. Satvinder Jeet Singh Sodhi as an Independent Director of the Company more particularly described in Item No. 5 in the Notice of EGM.

### i. Voted in favour of the resolution:

	Number of Votes Cast	
	by Them Paramanananan	valid votes cast
Votes Exercised		The first of the second
608	584	96.05%

### ii. Voted against the resolution:

Total Number of	Number of Votes Cast by Them	% of total number of valid votes cast
Votes Exercised	·	
608	24	3.95%

## iii. Invalid votes

<b>&gt;</b>	
- 0.00%	

### Item No. 6-Ordinary Resolution

To appoint Mr. Anunay Kumar as an Independent Director of the Company more particularly described in Item No. 6 in the Notice of EGM.

## i. Voted in favour of the resolution:

Total Number of	Number of Votes Cast	% of total number of
	by Them	valid votes cast
Votes Exercised		
608	584	96.05%

# i. Voted against the resolution :



Total Number of  Votes Exercised	Number of Votes Cast by Them	% of total number of valid votes cast
608	24	3.95%

#### ii. Invalid votes

Total Number of votes which	Percentage
were declared invalid	
0	0.00%

All the resolutions stands Passed under E-voting with the requisite majority.

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.

The relevant records were sealed and handed over to Mr. Pankaj Tandon, Company Secretary authorized by the Board for safe keeping.

Thanking You

For R.G.Luthra & Co. Chartered Accountants

Himanshu Kumar

Partner

(Membership No. 099953)

Date: 26.11.2014

Place: Chennai



Plot No.3, 4/8 Marla, Model Town,

Gurgaon - 122001 Mobile: 9811010661

E-mail: cahimanu11@gmail.com

himanu11@rediffmail.com

Dated.....

# 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) Rules, 2014]

To.

Mr. Ajay Kumar Bishnoi (Chairman)

Tecpro Systems Limited

Regd. Off.: 106, Vishwadeep Tower, Plot No. 4, District Centre, Janak Puri,

New Delhi 110058

Head Office: Tecpro Towers, 11-A17,5th Cross Road, SIPCOT IT Park, Chennai

Extra-ordinary General Meeting of the Equity Shareholders

Date

: Thursday, 27th November 2014

Time

: 11.30 AM

Place

: Tecpro Towers, 11-A17,5th Cross Road, SIPCOT IT Park, Chennai

Subject: Scrutinizer's Report on Poll conducted in pursuance to the provisions of Section 109 of the Companies Act, 2013 read Companies Rule 21 οf the (Management Administration) Rules

Dear Sir,

I Himanshu Kumar, Partner of M/s R.G.Luthra & Co., Practicing Chartered Accountant, appointed as the Scrutinizer for the purpose of the poll taken on the below mentioned resolution(s), at the meeting of the Equity Shareholders of Tecpro Systems Limited held on 27th November, 2014 at 11.30 am at Tecpro Towers, 11-A17,5th Cross Road, SIPCOT IT Park, Chennai 603103, submit my report as under:

1. The Management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and the rules thereunder relating to voting through



Poll at the Extra-ordinary General Meeting on the resolutions contained in the Notice dated 3<sup>rd</sup> November, 2014. My Responsibility, as a Scrutinizer for the Poll, is restricted to scrutinize and submit a Report on the votes Cast "in Favor" or "against" the resolutions stated above based on the Polls cast by the Shareholders at the EGM.

- 2. After the time fixed for closing of the poll by the Chairman, the ballot boxe, kept for polling were locked in my presence with due identification marks placed by me.
- 3. The locked ballot boxes were subsequently opened in my presence and poll papers were diligently scrutinized and initialed. The poll papers were reconciled with the records maintained by the Registrar and Transfer Agents of the Company and the authorizations/ proxies lodged with the Company.
- 4. The poll papers, which were incomplete and/or which were otherwise found defective have been treated as invalid and kept separately.

  OR

I did not find any poll papers invalid.

The result of the Poll is as under:

## Item No. 1-Ordinary Resolution

To make report to BIFR under Section 23 of the Sick Industrial Companies (Special Provisions) Act, 1985 more particularly described in Item No. 1 in the Notice of EGM.

i. Voted in favour of the resolution:

Number of members	Number of Votes Cast	% of total number of
	by Them	valid votes cast
(in person or by		
proxy)		
54	26083024	100%

ii. Voted against the resolution:

	Number	of	memb	ers	Nun	nber	of	Votes	Cast	용	of	total	number	of
i	present	and	voting		bу	Them	ł			va	lid	votes	cast	
·	(in p	erson	or	by										



	proxy)	,	
		·	
Γ	0	0	0.00%

## iii. Invalid votes

Total Number of members	Number of Votes Cast by Them
present and voting	
(in person or by proxy)	•
Whose votes were declared	
invalid	
2	285

#### Item No. 2-Special Resolution:

To alter the Articles of Association of the Company

i. Voted in favour 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	·	11.4
proxy)		1. 13.1
54	26083024	100%

## ii. Voted against the resolution:

Number of members present and voting	ł	% of total number of valid votes cast
(in person or by proxy)		. '
0	0	0.00%

# iii. Invalid votes

Total Number of members	Number of Votes	Cast by Them
present and voting		
(in person or by proxy)		
Whose votes were declared		
invalid		
2		285

# Item No. 3- Ordinary Resolution

To appoint Mr. Sakti Kumar Banerjee as an Independent Director of the Company more particularly described in Item No. 3 in the Notice of EGM.

i. Voted in favour of the resolution:



	Number of Votes Cast	
present and voting (in person or by	by Them	valid votes cast
proxy)	0.600000	1000
54	26083024	100%

# ii. Voted against the resolution:

Number of Votes Cast	% of total number of
y Them	valid votes cast
^	0.00%
	1

## iii. Invalid votes

				* * * * *								
:	Total	Number	of			of	Votes	Cast	рÀ	Them		
1	present	and voti	ng		14.5				14 × 1			
- 1	(in pers	son or by	pro	xy)							1000	
	Whose '	votes we	ere	declared								
	invalid				•							
		2						285				

# Item No. 4-Ordinary Resolution

To appoint Mr. Brij Bhushan Kathuria as an Independent Director of the Company more particularly described in Item No. 4 in the Notice of EGM.

## i. Voted in favour of the resolution:

		% of total number of valid votes cast
53	26083019	99.999%

## ii. Voted against the resolution:

-	Number	of	membe	rs.	Nur	nber	οf	Votes	Cast	용	of	total	number	of
	present		_		bу	Them	l			va	lid	votes	cast	
-	(in per	rson	or	ру										
	proxy)													
		1						5				.00	1%	٠

# iii. Invalid votes

1		
1	Total Number of mem	mbers Number of Votes Cast by Them
- 1	present and voting	
ı	1	



(in person or by proxy)	
Whose votes were declared invalid	
2	285

## Item No. 5-Ordinary Resolution

To appoint Mr. Satvinder Jeet Singh Sodhi as an Independent Director of the Company more particularly described in Item No. 5 in the Notice of EGM.

i. Voted in favour 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	terrene j	·
proxy)		
53	26083019	99.999%

## ii. Voted against the resolution:

Number of member	Number of Votes Cast	% of total number of
present and voting	by Them	valid votes cast
(in person or b	,	
proxy)		
1	. 5	.001%

## iii. Invalid votes

	Total	Number	of	members	Number	οf	Votes	Cast	bу	Them
		and voti								
		son or by	-	_						
1	Whose	votes w	ere	declared				•		
l	invalid									
		2		*				285		

## Item No. 6-Ordinary Resolution

To appoint Mr. Anunay Kumar as an Independent Director of the Company more particularly described in Item No. 6 in the Notice of EGM.

i. Voted in favour of the resolution:

-1		% of total number of
present and voting	by Them	valid votes cast
(in person or by		
proxy)		·
· · · · · · · · · · · · · · · · · · ·		
53	26083019	99.9998

i. Voted against the resolution:



	Number of Votes Cast by Them	% of total number of valid votes cast
1	5 ^	0.001%

### ii. Invalid votes

·	
Total Number of members	Number of Votes Cast by Them
present and voting	
(in person or by proxy)	
Whose votes were declared	
invalid	
2	285

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.

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

Thanking You

For R.G.Luthra & Co.

Chartered Accountants

Himanshu Kumar

Partner

(Membership No. 099953)

Date: 27.11.2014

Place: Chennai



Plot No.3, 4/8 Marla, Model Town,

Gurgaon - 122001 Mobile: 9811010661

E-mail: cahimanu11@gmail.com

himanu11@rediffmail.com

Dated.....

# REPORT OF SCRUTINIZER

[Pursuant to the Companies Act, 2013 and Companies (Management and Administration) Rules, 2014]

To,

Mr. Ajay Kumar Bishnoi (Chairman)

Tecpro Systems Limited

Regd. Off.: 106, Vishwadeep Tower, Plot No. 4, District Centre, Janak Puri, New Delhi 110058

Head Office: Tecpro Towers, 11-A17,5th Cross Road, SIPCOT IT Park, Chennai 603103

Extra-ordinary General Meeting of the Equity Shareholders

Date

: Thursday, 27th November 2014

Time

: 11.30 AM

Place : Tecpro Towers, 11-A17,5th Cross Road, SIPCOT IT Park, Chennai 603103

Evoting start date:

Friday, November 21, 2014 at 09.00 a.m. Evoting end date: Sunday, November 23, 2014 at 6:00 p.m.

Subject: Scrutinizer's Report on Poll conducted in pursuance to the provisions of Section 109 of the Companies Act, 2013 read with Rule 21 of the Companies (Management and Administration) Rules

Dear Sir,

Subject: Combined Scrutinizer's Report on:

- E-Voting conducted in pursuance to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 and
- Poll conducted in pursuance to the provisions of Section 109 of the Companies Act, 2013 read with Rule 21 of the Companies (Management and Administration) Rules
- I, Himanshu Kumar, Partner of M/s R.G.Luthra & Co., Practicing Chartered Accountant having office at Plot No. 3, 4/8 Marla, Model Town, Gurgaon 122001 appointed as Scrutinizer by:
  - (a) The Board of Directors of Tecpro Systems Limited having its



registered office at 106, Vishwadeep Tower, Plot No. 4, District Centre, Janak Puri, New Delhi - 110058 for the purpose of scrutinizing the e-voting process as per the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management & Administration) Rules 2014 and

(b) The Chairman of the Extra Ordinary General Meeting held on 27<sup>th</sup> November, 2014 on Poll under the provisions of the Sections 109 of the Companies Act, 2013 read with Rule 21 of the Companies (Management & Administration) Rules 2014.

I have issued separate Scrutinizer's Reports dated  $27^{\rm th}$  November, 2014 on the e-voting and on the poll on the Resolutions contained in the Notice dated  $3^{\rm rd}$  November, 2014. As requested by the management, a report on the combined results for voting through e-voting and the poll is as under:

		1 ~	T >	1		1		I1 1 1
Description	Total	Less:	Net	Votes in		Votes		Whether
	Members	Invalid	valid	of the Re	solution	1 -	st the	Passed
	voting	}				Resol	ution	with
k - 4	through				· · · · · · · · · · · · · · · · · · ·		-r	requisite
!	Poll/		1	Valid	% of	Vali	% of	majority
	Evoting			Votes in	total	d	total	
		(B)		favour	valid	Vote	valid	}
	(A)	(D)		of	votes	s	votes	
	` ′		(c)	Resoluti		agai		(Yes/ No)
			(0)	on	ł	nst	ŀ	
			(A-B)	011		1	1	
			, , , , , ,		Ì	the		
						Reso		
		i				luti	}	
				•		on		•
Item No. 1-	66	2	64	26083608	100.00%	24	0.00%	Yes
Ordinary Resolution	1							
Kesorucion	i	ŀ		ĺ			i	
To make	[		ĺ		ľ			
report to	į	1				İ		
BIFR under		11						
Section 23 of		İ			-			
the Sick				ł				
Industrial						ĺ	}	
Companies (Special				1	•			[
Provisions)		[			1	İ		
Act, 1985					[			
Item No. 2-	66	2	64	26083580	100.00%	52	0.00%	Yes
Special			1	[	ŀ			
Resolution:			}	;	1			
						ľ	· [	1
To alter the				[		ļ		1
Articles of		i kalima						1.5.1
Association						}	1	
of the				/		}		
Company							ĺ	
			······································					



Item No. 3-	66	2	64	26083608	100.00%	24	0.00%	Yes
Ordinary								ĺ
Resolution	ł			1	1			
				1			ļ	,
To appoint	1		ĺ					
			ļ		]	ĺ	ļ	1
Mr. Sakti			ĺ					
Kumar	·	·			]			
Banerjee as		J					Ī	•
an								•
Independent				ļ	,		ĺ	
Director of			1		1	1		
the Company				}	]		ĺ	
Item No. 4-	66	2	64	26083603	100.00%	29	0.00%	Yes
Ordinary			]	}			1	
Resolution			ĺ		-			
To appoint					İ	[		
Mr. Brij			ļ	į				
Bhushan		1						
Kathuria as	]	l		-				
an								
Independent								
Director of			1 11 12					To the second second
the Company								
Item No. 5-	66	2	64	26083603	100.00%	29	0.00%	Yes
Ordinary								
Resolution							. ]	
1					1.4			
To appoint					-			
Mr. Şatvinder						Ī		
Jeet Singh								
Sodhi as an						1		
Independent								
Director of								
the Company				0.0000.000			2 2 2 2 4	
Item No. 6-	66	2	64	26083603	100.00%	29	0.00%	Yes
Ordinary			1		, , , , , , , , , , , , , , , , , , ,			5.
Resolution					* 4			
						1	[	-4.
To appoint							1	
Mr. Anunay	ļ							
Kumar as an								
Independent	1	1, t						
Director of		N S A		1	11 N. 1 1			
the Company							<u> </u>	

All the resolutions stand Passed, as per combined voting through E-voting process and the Poll, with the requisite majority.

The poll papers and all other relevant records were sealed and handed over to Mr. Pankaj Tandon, General Manager (Corp. Affair) & Company Secretary authorized by the Board for safe keeping.

Thanking You

For R.G.Lthra & Co.

Practicing Chartered Accountant

(Firm Registration No. 06080N)

Himanshu Kumar, Scrutinizer

M.No. - 099953

Date: 27.11.2014

Place: Chennai