

Date: 18-Dec-2014

Bombay Stock Exchange Limited  
Phiroze Jeejeebhoy Towers,  
Dalal Street, Mumbai – 400001

**Sub: Adjourned 19<sup>th</sup> Annual General Meeting Of The Members Of Zylog Systems Limited held at the Registered Office of the Company On Wednesday, 17<sup>th</sup> December, 2014 at 11:00 A.M. in the presence of Mr. Ram Sesharathnam, Managing Director & Mr. K.S. Subramanian Independent Director**

The AGM was Chaired by Hon'ble Justice S. Rajeshwaran, Former Judge, High Court, Madras, as per High Court Order on Company Application No:1076 of 2014 in Company Petition No:372 of 2013.

The 19<sup>th</sup> Annual General meeting of the company was originally held on 19<sup>th</sup> November 2014 @ 2.00 PM and was adjourned due to the order passed by the Hon'ble High Court dated 18<sup>th</sup> November 2014 vide CA 1077 of 2014 in CP 372 of 2013 wherein Hon'ble High Court while permitting the holding of AGM, directed consideration of item no:1 to 4 & 10 of the Notice & addendum thereto at the AGM held on 19<sup>th</sup> November, 2014, and further directed the company to seek approval of Official Liquidator to consider Item no: 5 to 9 & 11 & 12. Accordingly the Official Liquidator had advised the company to take steps to place item Nos.5 to 9 of the notice at the Adjourned AGM vide Letter No:1012/AR.V/2014-ATP dated 26<sup>th</sup> November 2014 for shareholders' consent and shall intimate the action taken at the Adjourned AGM.

Thus the following adjourned Special business in item No: 5 to 9 of the Notice to the shareholders dated 14<sup>th</sup> August 2014 ["Notice"] were transacted at the AGM as per the said Order of the High Court, Madras.

**SPECIAL BUSINESS:**

- Item No: 5 Borrowing limits of the company
- Item No: 6 Creation of Mortgage/Charge on the movable and immovable properties of the company
- Item No: 7 Increase in Authorized Share capital of the company
- Item No: 8 Amendment of Memorandum of Association of the company
- Item No: 9 Further Issue of securities

Accordingly the Scrutinizer appointed for the purpose of e-voting and voting by poll have submitted the results of the e-voting and poll only to item nos. 5 to 9 of the Notice of AGM .



The Chairman of the Annual General Meeting had declared that the resolution Nos. 5 to 9 were passed with requisite majority.

Yours faithfully,  
For Zylog Systems Limited

A handwritten signature in blue ink, appearing to read "A. Sesharathnam", is written over a light blue rectangular background.

Ramanujam Sesharathnam  
Managing Director