$28^{\text {th }}$ September 2016

The Department of Corporate Services,
BSE Limited
P J Towers,
Dalal Street,
Mumbai - 400001
Dear Sir,
Reference: Script Code 514486
Sub : Proceeding of the AGM held on $27^{\text {th }}$ September 2016
The $34^{\text {th }}$ Annual General Meeting (AGM) of the members of the Company was held on $27^{\text {th }}$ September 2016 at 4.00 p.m. at the Mirador Hotel, Andheri-Ghatkopar Link Road, Chakala, Andheri $€$, Mumbai : 400099.

We are enclosing the Voting Results of the Resolutions transacted in the said AGM pursuant to Regulation 44(3) of the SEBI Listing Regulations along with the report of the Scrutinizer.

Please take the same on records.

Thanking you,

Yours Faithfully,
For Polygenta Technologies Limited


Paresh Damania
Company Secretary

DISCLOSURE REGARDING VOTING RESULTS OF 34th ANNUAL GENERAL MEETING OF POLYGENTA TECHNOLOGIES LIMITED AS PER CLAUSE 44 OF THE SEBI (LODR) REGULATIONS, 2015

| Date of AGM | 27th September 2016, Tuesday at 4.00 p.m. |
| :--- | :--- |
| Total number of shareholders on record date | 1202 |
| No. of Shareholders present in the meeting either in person or through proxy <br> Promoters and Promoters Group <br> Public | 20 |
| No. of Shareholders attended the meeting through Video Conferencing <br> Promoters and Promoters Group <br> Public | Not arranged |

## Agendawise Disclosure <br> 1 Details of Agenda:

To consider and adopt Audited Financial Statement, Report of Board of Directors and Auditors for the year ended March 31, 2016

Resolution Required:
Ordinary
Whether Promoter / Promoter Group are interested in the agenda /
resolution?: No

| No |  |  |  |  |  |  |  |  |
| :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: |
| Category | Mode of Voting | No. of Shares held | No. of votes polled | \% of votes polled on outstanding shares | No. of Votesinfavour | No.of Votesagainst | \% of Votes in favour on votes polled | \% of Votes against on votes polled |
|  |  | (1) | (2) | $(3)=[(2) /(1)]^{*} 100$ | (4) | (5) | $\begin{gathered} (6)=[(4) /(2)]^{*} \\ 100 \end{gathered}$ | $\begin{gathered} (7)=[(5) /(2)] \\ * 100 \end{gathered}$ |
| Promoters and Promoters Group | E-Voting |  | 0 | 0.0\% | 0 | 0 | 0.0\% | 0.0\% |
|  | Poll |  | 117,833,643 | 100.0\% | 117,833,643 | 0 | 100.0\% | 0.0\% |
|  | Total | 117,833,643 | 117,833,643 | 100.0\% | 117,833,643 | 0 | 100.0\% | 0.0\% |
| Public - Institutional Holders | E-Voting |  | 0 | 0.0\% | 0 | 0 | 0.0\% | 0.0\% |
|  | Poll |  | 0 | 0.0\% | 0 | 0 | 0.0\% | 0.0\% |
|  | Total | 3,146,594 | 0 | 0.0\% | 0 | 0 | 0.0\% | 0.0\% |
| Public -Others* | E-Voting |  | 165 | 0.00\% | 165 | 0 | 100.0\% | 0.0\% |
|  | Poll |  | 19,850,015 | 56.3\% | 19,850,015 | 0 | 100.0\% | 0.0\% |
|  | Total | 35,226,307 | 19,850,180 | 56.4\% | 19,850,180 | 0 | 100.0\% | 0.0\% |
| Total |  | 156,206,544 | 137,683,823 | 88.1\% | 137,683,823 | 0 | 100.0\% | 0.0\% |

## 2 Details of Agenda

Resolution Required:
Whether Promoter / Promoter Group are interested in the agenda / resolution?:

To appoint a Director in place of Mr. Marc Lopresto who retires by rotation and being eligible offers himself for reappointment.
Ordinary

| No |  |  |  |  |  |  |  |  |
| :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: |
| Category | Mode of Voting | No. of Shares held | No. of votes polled | \% of votes polled on outstanding shares | No. of Votesinfavour | No.of Votesagainst | \% of Votes in favour on votes polled | \% of Votes against on votes polled |
|  |  | (1) | (2) | $(3)=[(2) /(1)]^{*} 100$ | (4) | (5) | $\begin{gathered} (6)=[(4) /(2)]^{*} \\ 100 \\ \hline \end{gathered}$ | $\begin{gathered} (7)=[(5) /(2)] \\ * 100 \end{gathered}$ |
|  |  |  |  |  |  |  |  |  |
| Promoters and Promoters Group | E-Voting |  | 0 | 0.0\% | 0 | 0 | 0.0\% | 0.0\% |
|  | Poll |  | 117,833,643 | 100.0\% | 117,833,643 | 0 | 100.0\% | 0.0\% |
|  | Total | 117,833,643 | 117,833,643 | 100.0\% | 117,833,643 | 0 | 100.0\% | 0.0\% |
| Public - Institutional Holders | E-Voting |  | 0 | 0.0\% | 0 | 0 | 0.0\% | 0.0\% |
|  | Poll |  | 0 | 0.0\% | 0 | 0 | 0.0\% | 0.0\% |
|  | Total | 3,146,594 | 0 | 0.0\% | 0 | 0 | 0.0\% | 0.0\% |
| Public -Others* | E-Voting |  | 165 | 0.00\% | 165 | 0 | 100.0\% | 0.0\% |
|  | Poll |  | 19,850,015 | 56.3\% | 19,850,015 | 0 | 100.0\% | 0.0\% |
|  | Total | 35,226,307 | 19,850,180 | 56.4\% | 19,850,180 | 0 | 100.0\% | 0.0\% |
| Total |  | 156,206,544 | 137,683,823 | 88.1\% | 137,683,823 | 0 | 100.0\% | 0.0\% |



## 4 Details of Agenda

Resolution Required:
Whether Promoter / Promoter Group are interested in the agenda /

Appointment of Mr. Ghanshyam Karkera as an Independent Director with effect from 6th November 2015 and to hold office for five consecutive years for a term up to 5th November 2020 - Ordinary Resolution
Ordinary
No

| Category | Mode of Voting | No. of Shares held | No. of votes polled | \% of votes polled on outstanding shares | No. of Votesinfavour | No.of <br> Votes- <br> against | \% of Votes in favour on votes polled | \% of Votes against on votes polled |
| :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: |
|  |  | (1) | (2) | (3) $=[(2) /(1)]^{*} 100$ | (4) | (5) | $\begin{gathered} (6)=[(4) /(2)]^{*} \\ 100 \end{gathered}$ | $\begin{gathered} (7)=[(5) /(2)] \\ * 100 \end{gathered}$ |
|  |  |  |  |  |  |  |  |  |
| Promoters and Promoters Group | E-Voting |  | 0 | 0.0\% | 0 | 0 | 0.0\% | 0.0\% |
|  | Poll |  | 117,833,643 | 100.0\% | 117,833,643 | 0 | 100.0\% | 0.0\% |
|  | Total | 117,833,643 | 117,833,643 | 100.0\% | 117,833,643 | 0 | 100.0\% | 0.0\% |
| Public - Institutional Holders | E-Voting |  | 0 | 0.0\% | 0 | 0 | 0.0\% | 0.0\% |
|  | Poll |  | 0 | 0.0\% | 0 | 0 | 0.0\% | 0.0\% |
|  | Total | 3,146,594 | 0 | 0.0\% | 0 | 0 | 0.0\% | 0.0\% |
| Public -Others* | E-Voting |  | 165 | 0.00\% | 165 | 0 | 100.0\% | 0.0\% |
|  | Poll |  | 19,850,015 | 56.3\% | 19,850,015 | 0 | 100.0\% | 0.0\% |
|  | Total | 35,226,307 | 19,850,180 | 56.4\% | 19,850,180 | 0 | 100.0\% | 0.0\% |
| Total |  | 156,206,544 | 137,683,823 | 88.1\% | 137,683,823 | 0 | 100.0\% | 0.0\% |

## 5 Details of Agenda

Resolution Required:
Whether Promoter / Promoter Group are interested in the agenda /

To authorize the Board of Directors to enter into a Related Party Transaction for sale of DTY with the Related Party 'PerPETual Global Technologies Limited' up to up to 30th September 2017 provided that the transaction(s) will be entered into at arm's length price. Audit Committee of the Company be and is hereby authorised to decide the arm's length price from time to time and other terms and conditions. The Audit Committee be and is hereby authorised to repay the advance received, if any from the Related Party- PerPETual Global Technologies Limited.
Ordinary
Yes

| Category | Mode of Voting | No. of Shares held | No. of votes polled | \% of votes polled on outstanding shares | No. of Votesinfavour | No.of <br> Votes- <br> against | \% of Votes in favour on votes polled | \% of Votes against on votes polled |
| :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: |
|  |  | (1) | (2) | (3) $=[(2) /(1)]^{* 100}$ | (4) | (5) | $\begin{gathered} (6)=[(4) /(2)]^{*} \\ 100 \end{gathered}$ | $\begin{gathered} (7)=[(5) /(2)] \\ * 100 \end{gathered}$ |
|  |  |  |  | (3) $=[(2) /(1)] 100$ |  |  |  |  |
| Promoters and Promoters Group | E-Voting |  | 0 | 0.0\% | 0 | 0 | 0.0\% | 0.0\% |
|  | Poll |  | 0 | 0.0\% | 0 | 0 | 0.0\% | 0.0\% |
|  | Total | 117,833,643 | 0 | 0.0\% | 0 | 0 | 0.0\% | 0.0\% |
| Public - Institutional Holders | E-Voting |  | 0 | 0.0\% | 0 | 0 | 0.0\% | 0.0\% |
|  | Poll |  | 0 | 0.0\% | 0 | 0 | 0.0\% | 0.0\% |
|  | Total | 3,146,594 | 0 | 0.0\% | 0 | 0 | 0.0\% | 0.0\% |
| Public -Others* | E-Voting |  | 165 | 0.00\% | 165 | 0 | 100.0\% | 0.0\% |
|  | Poll |  | 19,850,015 | 56.3\% | 19,850,015 | 0 | 100.0\% | 0.0\% |
|  | Total | 35,226,307 | 19,850,180 | 56.4\% | 19,850,180 | 0 | 100.0\% | 0.0\% |
| Total |  | 156,206,544 | 19,850,180 | 12.7\% | 19,850,180 | 0 | 100.0\% | 0.0\% |

To authorize the Board for making loans and investments under Section 186 of the Companies Act, 2013 read with Companies (Meetings of Board and its powers) Rules 2014 Special

Resolution Required:
Whether Promoter / Promoter Group are interested in the agenda /

No

| Category | Mode of Voting | No. of Shares held | No. of votes polled | \% of votes polled on outstanding shares | No. of Votesinfavour | No.of <br> Votes- <br> against | \% of Votes in favour on votes polled | \% of Votes against on votes polled |
| :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: |
|  |  | (1) | (2) | $(3)=[(2) /(1)]^{*} 100$ | (4) | (5) | $\begin{gathered} \hline(6)=[(4) /(2)]^{*} \\ 100 \\ \hline \end{gathered}$ | $\begin{gathered} \hline(7)=[(5) /(2)] \\ * 100 \\ \hline \end{gathered}$ |
| Promoters and Promoters Group | E-Voting |  | 0 | 0.0\% | 0 | 0 | 0.0\% | 0.0\% |
|  | Poll |  | 117,833,643 | 100.0\% | 117,833,643 | 0 | 100.0\% | 0.0\% |
|  | Total | 117,833,643 | 117,833,643 | 100.0\% | 117,833,643 | 0 | 100.0\% | 0.0\% |
| Public - Institutional Holders | E-Voting |  | 0 | 0.0\% | 0 | 0 | 0.0\% | 0.0\% |
|  | Poll |  | 0 | 0.0\% | 0 | 0 | 0.0\% | 0.0\% |
|  | Total | 3,146,594 | 0 | 0.0\% | 0 | 0 | 0.0\% | 0.0\% |
| Public -Others* | E-Voting |  | 165 | 0.00\% | 165 | 0 | 100.0\% | 0.0\% |
|  | Poll |  | 19,850,015 | 56.3\% | 19,850,015 | 0 | 100.0\% | 0.0\% |
|  | Total | 35,226,307 | 19,850,180 | 56.4\% | 19,850,180 | 0 | 100.0\% | 0.0\% |
| Total |  | 156,206,544 | 137,683,823 | 88.1\% | 137,683,823 | 0 | 100.0\% | 0.0\% |

## 7 Details of Agenda

Resolution Required:
Whether Promoter / Promoter Group are interested in the agenda /

| Category | Mode of Voting | No. of Shares held | No. of votes polled | \% of votes polled on outstanding shares | No. of Votesinfavour | No.of <br> Votesagainst | \% of Votes in favour on votes polled | \% of Votes <br> against on votes polled |
| :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: |
|  |  | (1) | (2) | $(3)=[(2) /(1)]^{*} 100$ | (4) | (5) | $\begin{gathered} (6)=[(4) /(2)]^{*} \\ 100 \end{gathered}$ | $\begin{gathered} (7)=[(5) /(2)] \\ * 100 \end{gathered}$ |
|  |  |  |  |  |  |  |  |  |
| Promoters and Promoters Group | E-Voting |  | 0 | 0.0\% | 0 | 0 | 0.0\% | 0.0\% |
|  | Poll |  | 117,833,643 | 100.0\% | 117,833,643 | 0 | 100.0\% | 0.0\% |
|  | Total | 117,833,643 | 117,833,643 | 100.0\% | 117,833,643 | 0 | 100.0\% | 0.0\% |
| Public - Institutional Holders | E-Voting |  | 0 | 0.0\% | 0 | 0 | 0.0\% | 0.0\% |
|  | Poll |  | 0 | 0.0\% | 0 | 0 | 0.0\% | 0.0\% |
|  | Total | 3,146,594 | 0 | 0.0\% | 0 | 0 | 0.0\% | 0.0\% |
| Public -Others* | E-Voting |  | 165 | 0.00\% | 165 | 0 | 100.0\% | 0.0\% |
|  | Poll |  | 19,850,015 | 56.3\% | 19,850,015 | 0 | 100.0\% | 0.0\% |
|  | Total | 35,226,307 | 19,850,180 | 56.4\% | 19,850,180 | 0 | 100.0\% | 0.0\% |
| Total |  | 156,206,544 | 137,683,823 | 88.1\% | 137,683,823 | 0 | 100.0\% | 0.0\% |

## 8 Details of Agenda

Resolution Required:
Whether Promoter / Promoter Group are interested in the agenda /

To consider taking approval of the Shareholders for the existing External Commercial Borrowings (ECB) from PerPETual Global Technologies Limited
Ordinary
Yes

| Category | Mode of Voting | No. of Shares held | No. of votes polled | \% of votes polled on outstanding shares | No. of Votesinfavour | No.of Votesagainst | \% of Votes in favour on votes polled | \% of Votes against on votes polled |
| :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: |
|  |  |  |  |  | 4) | (5) | $\begin{gathered} (6)=[(4) /(2)]^{*} \\ 100 \end{gathered}$ | $\begin{gathered} (7)=[(5) /(2)] \\ * 100 \end{gathered}$ |
|  |  |  |  |  |  |  |  |  |
| Promoters and Promoters Group | E-Voting |  | 0 | 0.0\% | 0 | 0 | 0.0\% | 0.0\% |
|  | Poll |  | 0 | 0.0\% | 0 | 0 | 0.0\% | 0.0\% |
|  | Total | 117,833,643 | 0 | 0.0\% | 0 | 0 | 0.0\% | 0.0\% |
| Public - Institutional Holders | E-Voting |  | 0 | 0.0\% | 0 | 0 | 0.0\% | 0.0\% |
|  | Poll |  | 0 | 0.0\% | 0 | 0 | 0.0\% | 0.0\% |
|  | Total | 3,146,594 | 0 | 0.0\% | 0 | 0 | 0.0\% | 0.0\% |
| Public -Others* | E-Voting |  | 165 | 0.00\% | 165 | 0 | 100.0\% | 0.0\% |
|  | Poll |  | 19,850,015 | 56.3\% | 19,850,015 | 0 | 100.0\% | 0.0\% |
|  | Total | 35,226,307 | 19,850,180 | 56.4\% | 19,850,180 | 0 | 100.0\% | 0.0\% |
| Total |  | 156,206,544 | 19,850,180 | 12.7\% | 19,850,180 | 0 | 100.0\% | 0.0\% |

SHAILASHRI BHASKAR B.Com, M B A, F C S.<br>Practising Company Secretary (FCS:5778; CP:5092)<br>D-24, Ajanta Anushakthi Nagar, Mumbai: 400094<br>Tel: +91 2225573495<br>Fax: +91 2225573495<br>Cell: + 919869100391<br>Email: shailashrib@hotmail.com

## SCRUTINIZER'S REPORT

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

## To

The Chairperson
Polygenta Technologies Ltd
Kaledonia (HDIL) Building
$5^{\text {th }}$ Floor, Unit No: 1B
Sahar Road, Off Western Express Highway
Andheri (East)
Mumbai - 400069
Sir,

I, Shailashri Bhaskar, Practising Company Secretary, having C P NO: 5092 have been appointed as Scrutinizer by the Board of Directors of the Company for the Thirty Fourth Annual General Meeting of the Equity Shareholders of "POLYGENTA TECHNOLOGIES LIMITED" held on Tuesday, the $27^{\text {th }}$ September, 2016 at The Mirador Hotel, Andheri Ghatkopar Link Road, Chakala, Andheri (East), Mumbai - 400093 for the purpose of scrutinizing the voting process in a fair and transparent manner and ascertaining the requisite majority on the voting carried out as per the provisions of the Companies Act, 2013 and sub-rule (xi) of Rule 20 of the Companies (Management and Administration) Rules, 2014 on the resolutions referred to in this report.

I submit my report as under

1. The shareholders holding equity shares as on the "cut off" date i.e. $20^{\text {th }}$ September, 2016 were entitled to vote on the proposed 8 (Eight) resolutions as mentioned in the notice of the said Thirty Fourth Annual General Meeting of "Polygenta Technologies Limited".
2. The total paid up equity share capital of the Company as on the Cut Off Date was Rs. $156,20,65,440$ divided into $15,62,06,544$ Equity Shares of Rs. 10 each.
3. Remote E-voting
a. The company has appointed CDSL as the agency to provide the Remote e-voting facility.
b. The Remote e-voting commenced at 9:00 am on September 24, 2016 and ended at 5:00 p.m. on September 26, 2016.
4. Voting at the AGM through physical Ballot paper:
a) The Company also provided the facility for voting through physical ballot paper at its $34^{\text {th }}$ AGM for the Members attending the meeting, who had not cast their votes by Remote e-voting.
b) Accordingly, a poll was conducted on the resolutions (Item Nos.: 1 to 8) set forth in the Notice of the $34^{\text {th }}$ AGM of the Company at the meeting.
c) An empty ballot box was kept for polling. After the time fixed for closing of the poll by the Chairperson, ballot box kept for polling was locked in my presence.
5. The votes cast through Remote e-voting and the locked ballot box were unblocked / unlocked in the presence of presence of two witnesses, namely Mr A Sekar, residing at B 305, Sai Jyote, Lalubhai Park West, Vile Parle West, Mumbai 400056 and Miss Prachi Kadakia, residing at 501, Gyan Darshan, Next to Municipal Garden, Shankar Lane, S.V.P. Road, Kandivali West, Mumbai 400 067, who are not in employment of the company.

They have signed below in confirmation of the votes being unblocked in their presence


A SEKAR

6. The poll papers were diligently scrutinized. The poll papers were reconciled with the records maintained by Universal Capital Securities Private Ltd the Registrar and Transfer Agents of the Company ('the RTA') and the authorizations / proxies lodged with the Company.
7. The poll papers, which were incomplete and./or which were otherwise found defective have been treated as invalid and kept separately.
8. I did not find any defaced or mutilated Ballot Form.
9. The register has been maintained electronically to record the assent or dissent received, mentioning the particulars of name, address, folio no., or client ID of the shareholders, no. of shares held by them, nominal value of such shares.
10. There were no shares with differential voting rights in the Company, hence there was no requirement of maintaining the list of shares with differential voting rights.
11. After scrutiny, the summary of voting, details (Remote e-voting and poll) on the resolutions (Nos.: 1to8) set forth in the Notice of $34^{\text {th }}$ AGM is as under:

Resolution No. 1-To consider and adopt Audited Financial Statement, Report of Board of Directors and Auditors for the year ended March 31, 2016 - Ordinary Resolution
(i) Voted in favour of Resolution

| Mode of Voting | Number of <br> Members voted <br> (in person or by <br> proxy) | Number of votes <br> cast by them | \% of Total Number <br> of valid votes cast |
| :--- | :--- | :--- | :--- |
| Remote E-voting | 1 | 165 | $100 \%$ |
| Ballot Paper | 19 | $13,76,83,658$ | $100 \%$ |

(ii) Voted against the resolution (Out of the valid votes cast)

| Mode of Voting | Number of <br> Members voted <br> (in person or by <br> proxy) | Number of votes <br> cast by them | \% of Total Number <br> of valid votes cast |
| :--- | :--- | :--- | :--- |
| Remote E-voting | 0 |  | 0 |
| Ballot Paper | 0 |  | 0 |

(iii) Invalid Votes

| Mode of Voting | Totalnumber of <br> members whose votes <br> were declared invalid | Total number of votes <br> cast by them |  |
| :--- | :--- | :--- | :--- |
| Remote E-voting |  | 0 |  |
| Ballot Paper |  | 1 |  |

Resolution No. 2 - To appoint a Director in place of Mr. Marc Lopresto who retires by rotation, and being eligible, offers himself for reappointment. - Ordinary Resolution
(i) Voted in favour of Resolution

| Mode of Voting | Number of <br> Members voted <br> (in person or by <br> proxy) | Number of votes <br> cast by them | \% of Total Number <br> of valid votes cast |
| :--- | :--- | :--- | :--- |
| Remote E-voting | 1 | 165 | $100 \%$ |
| Ballot Paper | 19 | $13,76,83,658$ | $100 \%$ |

(ii) Voted against the resolution (Out of the valid votes cast)

| Mode of Voting | Number of <br> Members voted <br> (in person or by <br> proxy) | Number of votes <br> cast by them | \% of Total Number <br> of valid votes cast |
| :--- | :--- | :--- | :--- |
| Remote E-voting | 0 |  | 0 |
| Ballot Paper | 0 | 0 | 0 |

(iii) Invalid Votes

| Mode of Voting | Total <br> membersnumber <br> whose <br> were declared invalid | Total number of votes <br> cast by them |  |
| :--- | :--- | :--- | :--- |
| Remote E-voting |  | 0 |  |
| Ballot Paper |  | 1 |  |

Resolution No. 3-To appoint auditors and fix their remuneration - Ordinary Resolution
(i) Voted in favour of Resolution

| Mode of Voting | Number of <br> Members voted <br> (in person or by <br> proxy) | Number of votes <br> cast by them | \% of Total Number <br> of valid votes cast |
| :--- | :--- | :--- | :--- |
| Remote E-voting | 1 | 165 | $100 \%$ |
| Ballot Paper | 19 | $13,76,83,658$ | $100 \%$ |

(ii) Voted against the resolution (Out of the valid votes cast)

| Mode of Voting | Number of <br> Members voted <br> (in person or by <br> proxy) | Number of votes <br> cast by them | \% of Total Number <br> of valid votes cast |
| :--- | :--- | :--- | :--- |
| Remote E-voting | 0 | 0 | 0 |
| Ballot Paper | 0 | 0 | 0 |

(iii) Invalid Votes

| Mode of Voting | Totalnumber of <br> members whose votes <br> were declared invalid | Total number of votes <br> cast by them |  |
| :--- | :--- | :--- | :--- |
| Remote E-voting |  | 0 |  |
| Ballot Paper |  | 1 |  |

Resolution No. 4- Appointment of Mr. Ghanshyam Karkera as an Independent Director with effect from $6^{\text {th }}$ November 2016 and to hold office for five consecutive years for a term up to $5^{\text {th }}$ November 2020 - Ordinary Resolution
(i) Voted in favour of Resolution

| Mode of Voting | Number of <br> Members voted <br> (in person or by <br> proxy) | Number of votes <br> cast by them | \% of Total Number <br> of valid votes cast |
| :--- | :--- | :--- | :--- |
| Remote E-voting | 1 | 165 | $100 \%$ |
| Ballot Paper | 19 | $13,76,83,658$ | $100 \%$ |

(ii) Voted against the resolution (Out of the valid votes cast)

| Mode of Voting | Number of <br> Members voted <br> (in person or by <br> proxy) | Number of votes <br> cast by them | \% of Total Number <br> of valid votes cast |
| :--- | :--- | :--- | :--- |
| Remote E-voting | 0 |  | 0 |
| Ballot Paper | 0 | 0 | 0 |

(iii) Invalid Votes

| Mode of Voting | Totalnumber <br> members of <br> whose votes <br> were declared invalid | Total number of votes <br> cast by them |  |
| :--- | :--- | :--- | :--- |
| Remote E-voting |  | 0 | 0 |
| Ballot Paper |  | 1 |  |

Resolution No. 5 - To authorize the Board of Directors to enter into a Related Party Transaction for sale of DTY with the Related Party 'PerPETual Global Technologies Limited' up to up to 30th September 2017 provided that the transaction(s) will be entered into at arm's length price. Audit Committee of the Company be and is hereby authorised to decide the arm's length price from time to time and other terms and conditions. The Audit Committee be and is hereby authorised to repay the advance received, if any from the Related Party-PerPETual Global Technologies Limited. - Ordinary Resolution
(i) Voted in favour of Resolution

| Mode of Voting | Number of <br> Members voted <br> (in person or by <br> proxy) | Number of votes <br> cast by them | \% of Total Number <br> of valid votes cast |
| :--- | :--- | :--- | :--- |
| Remote E-voting | 1 | 165 | $100 \%$ |
| Ballot Paper | 18 | $1,98,50,015$ | $100 \%$ |


(ii) Voted against the resolution (Out of the valid votes cast)

| Mode of Voting | Number of <br> Members voted <br> (in person or by <br> proxy) | Number of votes <br> cast by them | \% of Total Number <br> of valid votes cast |
| :--- | :--- | :--- | :--- |
| Remote E-voting | 0 |  | 0 |
| Ballot Paper | 0 | 0 | 0 |

(iii) Invalid Votes

| Mode of Voting | Totalnumber of <br> members whose votes <br> were declared invalid | Total number of votes <br> cast by them |  |
| :--- | :--- | :--- | :--- |
| Remote E-voting ${ }^{\prime}$ |  | 0 | 0 |
| Ballot Paper |  | 1 | 2 |

Resolution No. 6-To authorize the Board for making loans and investments under Section 186 of the Companies Act, 2013 read with Companies (Meetings of Board and its powers) Rules 2014 .- Special Resolution
(i) Voted in favour of Resolution

| Mode of Voting | Number of <br> Members voted <br> (in person or by <br> proxy) | Number of votes <br> cast by them | \% of Total Number <br> of valid votes cast |
| :--- | :--- | :--- | :--- |
| Remote E-voting | 1 | 165 | $100 \%$ |
| Ballot Paper | 19 | $13,76,83,658$ | $100 \%$ |

(ii) Voted against the resolution (Out of the valid votes cast)

| Mode of Voting | Number of <br> Members voted <br> (in person or by <br> proxy) | Number of votes <br> cast by them | \% of Total Number <br> of valid votes cast |
| :--- | :--- | :--- | :--- |
| Remote E-voting | 0 |  | 0 |
| Ballot Paper | 0 |  | 0 |

(iii) Invalid Votes

| Mode of Voting | Totalnumber of <br> members whose votes <br> were declared invalid | Total number of votes <br> cast by them |  |
| :--- | :--- | :--- | :--- |
| Remote E-voting |  | 0 | 0 |
| Ballot Paper |  | 1 | 2 |

Resolution No. 7 - To consider and determine the fees for delivery of any document through a particular mode of delivery to a member - Ordinary Resolution
(i) Voted in favour of Resolution

| Mode of Voting | Number of <br> Members voted <br> (in person or by <br> proxy) | Number of votes <br> cast by them | \% of Total Number <br> of valid votes cast |
| :--- | :--- | :--- | :--- |
| Remote E-voting | 1 | 165 | $100 \%$ |
| Ballot Paper | 19 | $13,76,83,658$ | $100 \%$ |

(ii) Voted against the resolution (Out of the valid votes cast)

| Mode of Voting | Number of <br> Members voted <br> (in person or by <br> proxy) | Number of votes <br> cast by them | \% of Total Number <br> of valid votes cast |
| :--- | :--- | :--- | :--- |
| Remote E-voting | 0 | 0 | 0 |
| Ballot Paper | 0 | 0 | 0 |

(iii) Invalid Votes

| Mode of Voting | Totalnumber of <br> members whose <br> were declared invalid | Total number of votes <br> cast by them |  |
| :--- | :--- | :--- | :--- |
| Remote E-voting |  | 0 |  |
| Ballot Paper |  | 1 | 0 |

Resolution No. 8 - To consider taking approval of the Shareholders for the existing External Commercial Borrowings (ECB) from PerPETual Global Technologies Limited - Ordinary Resolution
(i) Voted in favour of Resolution

| Mode of Voting | Number of <br> Members voted <br> (in person or by <br> proxy) | Number of votes <br> cast by them | \% of Total Number <br> of valid votes cast |
| :--- | :--- | :--- | :--- |
| Remote E-voting | 1 | 165 | $100 \%$ |
| Ballot Paper | 18 | $1,98,50,015$ | $100 \%$ |

(ii) Voted against the resolution (Out of the valid votes cast)

| Mode of Voting | Number of <br> Members voted <br> (in person or by <br> proxy) | Number of votes <br> cast by them | \% of Total Number <br> of valid votes cast |
| :--- | :--- | :--- | :--- |
| Remote E-voting | 0 |  | 0 |
| Ballot Paper | 0 | 0 | 0 |

(iii) Invalid Votes

| Mode of Voting | Totalnumber of <br> memberswhose <br> were declared invalidTotal number of votes <br> cast by them |  |  |
| :--- | :--- | :--- | :--- |
| Remote E-voting |  | 0 |  |
| Ballot Paper |  | 1 |  |

Based on this Report, you may accordingly declare the result on the Resolutions ( Item 1 to 8) mentioned in the Notice to the $34^{\text {th }}$ Annual General Meeting as Passed.

The details of the equity shareholders who voted "FOR", "AGAINST" and those whose votes were declared invalid for each resolution is enclosed.

The Register, all other papers and relevant records are being handed over to the Chairperson of the Company for safe custody.

Thanking You
Yours faithfully

Company Secretary
FCS 5778 CP 5092


Place : Mumbai
Dated : 28 September, 2016

