

# CISTRO TELELINK LIMITED

CIN No: L19201MP1992PLC006925

206, Airen Heights, AB Road, Indore 452010, Madhya Pradesh

Tel No.:0731-2555022; Fax No.:0731-2555722

Email ID-cistrotelelink@gmail.com Website: www.cistrotelelink.net

In accordance with Clause 35A of the Listing Agreement, the details of business transacted at the 23<sup>rd</sup> Annual General Meeting of the Company are furnished below:

- Date of the AGM : 29<sup>th</sup> September, 2015
- Total Number of shareholders on : 8553
- Cut Off Date : 22<sup>nd</sup> September, 2015

- No of Shareholders present in the meeting either in person or through proxy:

Promoter and Promoter Group	20
Public	16

- No. of Shareholders attended the meeting through Video Conferencing :

Promoter and Promoter Group	N.A.
Public	N.A.

- Details of the Agenda

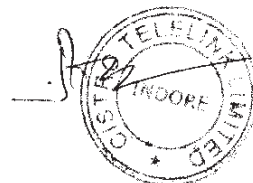
The following business was transacted by the shareholders:

### Mode of voting: E-voting and Ballot

**Resolution 1:** Adoption of Statement of Profit and Loss, Balance Sheet, Report of Board of Directors and Auditors for the year ended March 31, 2015.

**Resolution Required:** Ordinary Resolution

Promoter/ Public	No of Shares Held	No of Votes Polled	% of Votes Polled on outstanding shares	No of Votes – in Favour	No of Votes- against	% of votes in favour on votes polled	%of votes against on votes polled
	(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	7205000	7205000	100.00	7205000	0	100.00	0
Public Institutional Holders	2000000	0	0.00	0	0	0.00	0
Public-	42138000	12807300	30.39	12807300	0	100.00	0



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Others							
<b>Total</b>	<b>51343000</b>	<b>20012300</b>	<b>38.98</b>	<b>20012300</b>	<b>0</b>	<b>100</b>	<b>0</b>

Resolution 2: Appoint a director in place of Mr. Pyarelal Verma, who retires by rotation and being eligible, seeks for re-appointment.

Resolution Required: Ordinary Resolution

Promoter/ Public	No of Shares Held	No of Votes Polled	% of Votes Polled on outstanding shares	No of Votes – in Favour	No of Votes- against	% of votes in favour on votes polled	%of votes against on votes polled
	(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	7205000	7205000	100.00	7205000	0	100.00	0
Public Institutional Holders	2000000	0	0.00	0	0	0.00	0
Public- Others	42138000	12807300	30.39	12807300	0	100.00	0
<b>Total</b>	<b>51343000</b>	<b>20012300</b>	<b>38.98</b>	<b>20012300</b>	<b>0</b>	<b>100</b>	<b>0</b>

Resolution 3: Ratification of Appointment of Auditor and to fix their remuneration for the financial year 2015-2016.

Resolution Required: Ordinary Resolution

Promoter/ Public	No of Shares Held	No of Votes Polled	% of Votes Polled on outstanding shares	No of Votes – in Favour	No of Votes- against	% of votes in favour on votes polled	%of votes against on votes polled
	(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	7205000	7205000	100.00	7205000	0	100.00	0
Public Institutional	2000000	0	0.00	0	0	0.00	0



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Holders							
Public- Others	42138000	12807300	30.39	12807300	0	100.00	0
<b>Total</b>	<b>51343000</b>	<b>20012300</b>	<b>38.98</b>	<b>20012300</b>	<b>0</b>	<b>100</b>	<b>0</b>

Resolution 4: Adoption of new set of Articles of Association of the Company in line with the new Companies Act.

Resolution Required: Special Resolution.

Promoter/ Public	No of Shares Held	No of Votes Polled	% of Votes Polled on outstanding shares	No of Votes – in Favour	No of Votes- against	% of votes in favour on votes polled	%of votes against on votes polled
	(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	7205000	7205000	100.00	7205000	0	100.00	0
Public Institutional Holders	2000000	0	0.00	0	0	0.00	0
Public- Others	42138000	12807300	30.39	12807300	0	100.00	0
<b>Total</b>	<b>51343000</b>	<b>20012300</b>	<b>38.98</b>	<b>20012300</b>	<b>0</b>	<b>100</b>	<b>0</b>

Resolution 5: Appointment of Mr. Ganeshbhai Sengadani as an Independent Director

Resolution Required: Ordinary Resolution.

Promoter/ Public	No of Shares Held	No of Votes Polled	% of Votes Polled on outstanding shares	No of Votes – in Favour	No of Votes- against	% of votes in favour on votes polled	%of votes against on votes polled
	(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter	7205000	7205000	100.00	7205000	0	100.00	0

*AS*



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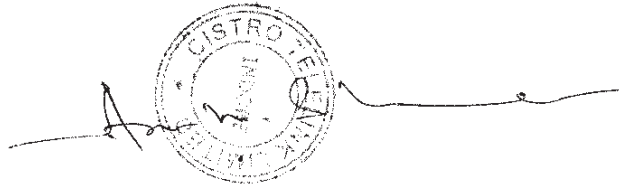
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Group							
Public Institutional Holders	2000000	0	0.00	0	0	0.00	0
Public-Others	42138000	12807300	30.39	12807300	0	100.00	0
<b>Total</b>	<b>51343000</b>	<b>20012300</b>	<b>38.98</b>	<b>20012300</b>	<b>0</b>	<b>100</b>	<b>0</b>

Note: All the aforesaid resolutions were passed with requisite majority.



A handwritten signature in black ink is written over a circular stamp. The stamp contains the text "CISTRO TELELINK LIMITED" around the perimeter and "INDORE" in the center. The signature is a cursive script that extends to the right of the stamp.

**COMBINED SCRUTINIZER'S REPORT ON REMOTE E-VOTING & PHYSICAL BALLOT FORM**

To,  
**The Chairman,**  
Cistro Telelink Limited  
206, Airen Heights,  
AB Road, Indore 452010,  
Madhya Pradesh,

**Sub.:** Consolidated Scrutinizer's Report on remote e-voting/physical ballot forms conducted pursuant to the provisions of section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended by Companies (Management and Administration) Amendment Rules, 2015 and voting at the Annual General Meeting of **Cistro Telelink Limited** held on Tuesday September 29, 2015 at **03.00 p.m.**

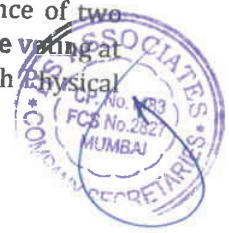
Dear Sir,

I, Mr. Hemant Shetye, partner of HS Associates, Practicing Company Secretaries, had been appointed as the Scrutinizer by the Board of Directors of Cistro Telelink Limited pursuant to section 108 of the Companies Act, 2013 ("the Act") read with Rule 20 of the Companies (Management and Administration) Rules, 2014, to conduct the remote e-voting process and to scrutinize the physical ballot forms received from the shareholders in respect of the below mentioned resolutions passed at 23<sup>rd</sup> Annual General Meeting of the Company on Tuesday 29<sup>th</sup> September, 2015 at 03.00 p.m.

The voting rights were reckoned as on Tuesday, the 22<sup>nd</sup> day of September 2015 being the Cutoff date for the purpose of deciding the entitlements of members at the remote e-voting at the meeting.

The Company had availed the e-voting facility offered by Central Depository Services (India) Limited (CDSL) for extending the facility of remote e-voting to the members of the Company from Saturday the 26<sup>th</sup> September, 2015 (9.00 a.m. IST) to Monday the 28<sup>th</sup> September, 2015 (5.00 p.m. IST) at the said Annual General Meeting held on Tuesday the 29<sup>th</sup> September, 2015.

The votes cast under remote e-voting facility were thereafter unblocked in the presence of two witnesses who were not in the employment of the company and after the conclusion of the voting at the Annual General Meeting the votes cast there under were counted. Votes cast through physical ballot forms received up to Monday, September 28<sup>th</sup>, 2015 were also considered.



The Company had also provided voting facility to the shareholders present at the Annual General Meeting and who had not cast their vote earlier through remote e-voting facility or by physical ballot.

I have scrutinized and reviewed the remote e-voting and votes tendered therein based on the data downloaded from the Central Depository Services (India) Limited (CDSL) e-voting system and the ballot forms received respectively.

I now submit my consolidated Report as under on the results of the remote e-voting/physical ballot forms and voting at the meeting in respect of the said Resolutions.

**Item No. 1: As an Ordinary Resolution.**

Adoption of Statement of Profit and Loss, Balance Sheet, Report of Board of Directors and Auditors for the year ended March 31, 2015

Mode of voting	Remote E-voting			Voting Through Physical Ballot Forms			Total		
	No. of Members	No. of Votes	%	No. of Members	No of Votes	%	No. of Members	No of Votes	%
Assent	1	510300	100	36	19502000	100	37	20012300	100
Dissent	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL
Invalid	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL
Abstain	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL
<b>Total</b>	<b>1</b>	<b>510300</b>	<b>100</b>	<b>36</b>	<b>19502000</b>	<b>100</b>	<b>37</b>	<b>20012300</b>	<b>100</b>

Based on the foregoing the above **Ordinary Resolution** voted upon under remote e-voting and Ballot forms may be considered as carried by the requisite majority.

**Item No. 2: As an Ordinary Resolution.**

Appoint a director in place of Mr. Pyarelal Verma, who retires by rotation and being eligible, seeks for reappointment.

Mode of voting	Remote E-voting			Voting Through Physical Ballot Forms			Total		
	No. of Members	No. of Votes	%	No. of Members	No of Votes	%	No. of Members	No of Votes	%
Assent	1	510300	100	36	19502000	100	37	20012300	100
Dissent	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL
Invalid	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL
Abstain	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL
<b>Total</b>	<b>1</b>	<b>510300</b>	<b>100</b>	<b>36</b>	<b>19502000</b>	<b>100</b>	<b>37</b>	<b>20012300</b>	<b>100</b>



Based on the foregoing the above **Ordinary Resolution** voted upon under remote e-voting and Ballot forms may be considered as carried by the requisite majority.

**Item No. 3: As an Ordinary Resolution**

To ratify appointment of M/s. C.P. Jaria & Co, (Membership No. 38188) Chartered Accountants, Mumbai as Statutory Auditors of the Company and to fix their remuneration

Mode of voting	Remote E-voting			Voting Through Physical Ballot Forms			Total		
	No. of Members	No. of Votes	%	No. of Members	No of Votes	%	No. of Members	No of Votes	%
Assent	1	510300	100	36	19502000	100	37	20012300	100
Dissent	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL
Invalid	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL
Abstain	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL
<b>Total</b>	<b>1</b>	<b>510300</b>	<b>100</b>	<b>36</b>	<b>19502000</b>	<b>100</b>	<b>37</b>	<b>20012300</b>	<b>100</b>

Based on the foregoing the above **Ordinary Resolution** voted upon under remote e-voting and Ballot forms may be considered as carried by the requisite majority.

**Item No. 4: As an Special Resolution**

Adoption of new set of Articles of Association of the Company in line with the new Companies Act.

Mode of voting	Remote E-voting			Voting Through Physical Ballot Forms			Total		
	No. of Members	No. of Votes	%	No. of Members	No of Votes	%	No. of Members	No of Votes	%
Assent	1	510300	100	36	19502000	100	37	20012300	100
Dissent	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL
Invalid	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL
Abstain	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL
<b>Total</b>	<b>1</b>	<b>510300</b>	<b>100</b>	<b>36</b>	<b>19502000</b>	<b>100</b>	<b>37</b>	<b>20012300</b>	

Based on the foregoing the above **Special Resolution** voted upon under remote e-voting and Ballot forms may be considered as carried by the requisite majority.



**Item No. 5: As A Ordinary Resolution**

Appointment of Mr. Ganeshbhai Sengadani as an Independent Director


Mode of voting	Remote E-voting			Voting Through Physical Ballot Forms			Total		
	No. of Members	No. of Votes	%	No. of Members	No of Votes	%	No. of Members	No of Votes	%
Assent	1	510300	100	36	19502000	100	37	20012300	100
Dissent	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL
Invalid	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL
Abstain	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL
<b>Total</b>	<b>1</b>	<b>510300</b>	<b>100</b>	<b>36</b>	<b>19502000</b>	<b>100</b>	<b>37</b>	<b>20012300</b>	<b>100</b>

Based on the foregoing the above **Ordinary Resolution** voted upon under remote e-voting and Ballot forms may be considered as carried by the requisite majority.

**Date: 30<sup>th</sup> September, 2015**

**Place : Mumbai**

For HS Associates



**Hemant Shetye,**  
**Partner**  
**FCS: 2827**  
**CP: 1483**