

AGC/PB/SE/2015/014

April 22, 2015

To,

Corporate Relationship Department Bombay Stock Exchange Limited P.J. Towers, Dalal Street, Fort, Mumbai - 400 001.	Corporate Relationship Department National Stock Exchange Limited Exchange plaza, Bandra Kurla complex, Bandra (E) Mumbai 400051
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Dear Sir/Madam,

Sub: Submission of outcome of Postal ballot pursuant to Clause 35A of Listing Agreement.
Ref.: Scrip code 500463/AGCNET

Pursuant to Section 110 of the Companies Act, 2013 read with Rule 22 of the Companies (Management and Administration) Rules, 2014 consent of the Members was sought by way of Special Resolution as set out in the Notice of Postal Ballot dated 12th March, 2015. Total number of Shareholders as on record date was 10459.

Postal Ballot Notice containing Special Resolution together with statement to be annexed to the notice was sent to all the Members of the Company. The last date of receipt of the Postal Ballot Forms through physical submission or through E-voting was 20th April, 2015.

Dr. S K Jain, Practicing Company Secretary was appointed as Scrutinizer for concluding the voting process through Postal Ballot in with law and in a fair and transparent manner. Mr. Jain has submitted his Report on the basis of voting through Postal Ballot Forms as well as e-voting.

I hereby declare that the Special Resolutions as set out in Notice dated 12th March, 2015 have been duly passed by the Members of the Company with requisite majority.

The Result on the Special Resolution passed through Postal Ballot is as under:

Item No. 1

Special Resolution: Grant of Employee Stock Options to the employees of the Company under AGC Network Employee Stock Option Scheme 2015.



Promoter/ Public	No. of Shares Held	No. of votes Polled	No. Of valid Votes	No. Of Invalid Votes	% of Votes Polled on outstanding Shares	No. of Votes in Favour	No. of Votes against	% of Votes in Favour on valid votes	% of votes against on valid votes (10) = (8/4)x100
(1)	(2)	(3)	(4)	(5)	(6)= (3/2)x100	(7)	(8)	(9) = 7/4)x100	(10) = 8/4)x100
Promoter and Promoter Group	21349848	21349848	21349848	0	100%	21349848	0	100%	0
Public Institutional holders	2328704	0	0	0	0	0	0	0	0
Public Others	4787912	12292	12092	200	0.26%	10604	1488	87.69%	12.31%
Total	28466464	21362140	21361940	200	75.04%	21360452	1488	99.99%	0.01%

Item No. 2

Special Resolution: Grant of Employee Stock Options to the employees of the Subsidiary Companies of the Company under AGC Networks Employee Stock Option Scheme 2015.

Promoter/ Public	No. of Shares Held	No. of votes Polled	No. Of valid Votes	No. Of Invalid Votes	% of Votes Polled on outstanding Shares	No. of Votes in Favour	No. of Votes against	% of Votes in Favour on valid votes	% of votes against on valid votes (10) = (8/4)x100
(1)	(2)	(3)	(4)	(5)	(6)= (3/2)x100	(7)	(8)	(9) = 7/4)x100	(10) = 8/4)x100
Promoter and Promoter Group	21349848	21349848	21349848	0	100%	21349848	0	100%	0
Public Institutional holders	2328704	0	0	0	0	0	0	0	0
Public Others	4787912	12292	12092	200	0.26%	10534	1558	87.12%	12.88%
Total	28466464	21362140	21361940	200	75.04%	21360382	1558	99.99%	0.01%

Item No. 3

Special Resolution: Grant of Options to issue securities equal to or exceeding one per cent but not exceeding four per cent of the issued Capital of the Company during any one financial year to identified employees under AGC Network Employee Stock Option Scheme 2015

Promoter/ Public	No. of Shares Held	No. of votes Polled	No. Of valid Votes	No. Of Invalid Votes	% of Votes Polled on outstanding Shares	No. of Votes in Favour	No. of Votes against	% of Votes in Favour on valid votes	% of votes against on valid votes
(1)	(2)	(3)	(4)	(5)	(6)= (3/2)x100	(7)	(8)	(9) = 7/4)x100	(10) = 8/4)x100
Promoter and Promoter Group	21349848	21349848	21349848	0	100%	21349848	0	100%	0
Public Institutional holders	2328704	0	0	0	0	0	0	0	0
Public Others	4787912	12292	12092	200	0.26%	10444	1648	86.37%	13.63%
Total	28466464	21362140	21361940	200	75.04%	21360292	1648	99.99%	0.01%

Kindly acknowledge the receipt of the same.

Yours faithfully,

For AGC Networks Limited



Pratik Bhanushali
Company Secretary