

BIRDHI CHAND PANNALAL AGENCIES LIMITED

16th June, 2015

To,
The Manager,
Department of Corporate Services,
BSE Limited,
Phirozee Jeejeeboy Towers,
Dalal Street, Fort,
Mumbai - 400 001
Fax: 022-22722039
Mail: corp.relations@bseindia.com

Dear Sir / Madam,

Sub: Result of Postal Ballot
Scrip Code: 538364

Dear Sir,

Given below is the outcome of Postal Ballot and E-voting process of the Company held from 16th May, 2015 to 15th June, 2015.

Company Name : Birdhi Chand Pannalal Agencies Limited
Scrip Code : 538364
Date of Result of Postal Ballot (including e-voting): 16th June, 2015
Total no. of Shareholders on record date: 1276
Cut-Off date for Postal Ballot and E-Voting : 08th May, 2015

Sl.No	Matter	Resolution Type	Mode of Voting (Show of hands/Poll/Postal Ballot/E-voting)	Remarks
1	Change in name of the Company from "Birdhi Chand Pannalal Agencies Limited" To "BCPL International	Special	Postal Ballot & E-Voting	The resolution was passed as Special Resolution

Regd Office: 493/C/A, G T Road (South), Vivek Vihar, Phase-III, Block A3,
2nd Floor, Howrah-711102, West Bengal

Corp Office: 27, Biplabi Trailokya Maharaj Sarani, Narayani Building
7th Floor, Room No-703, Kolkata-700001, West Bengal

Website: www.birdhichand.in, **Email id:** info@birdhichand.in, **CIN:** L51909WB1985PLC186698

BIRDHI CHAND PANNALAL AGENCIES LIMITED

	Limited" and Alter the Name Clause i.e. Clause I of the Memorandum of Association.			
2	Altering the Name Clause in the Articles of Association	Special	Postal Ballot & E-Voting	The resolution was passed as Special Resolution
3	Change of Registered Office from the City of Howrah to the City of Kolkata within same State.	Special	Postal Ballot & E-Voting	The resolution was passed as Special Resolution
4	Amendment of Object Clause in the Memorandum of Association of the Company	Special	Postal Ballot & E-Voting	The resolution was passed as Special Resolution
5	Deletion of Other Object Clause i.e. from Clause III (C) (1) to III (C) (49).	Special	Postal Ballot & E-Voting	The resolution was passed as Special Resolution
6	Amendment of Liability Clause i.e. Clause IV of the Memorandum of Association	Special	Postal Ballot & E-Voting	The resolution was passed as Special

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2nd Floor, Howrah-711102, West Bengal

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7th Floor, Room No-703, Kolkata-700001, West Bengal

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BIRDHI CHAND PANNALAL AGENCIES LIMITED

				Resolution
7	Subdivision of each equity shares of the face value of Rs. 10/- per share to the face value of Re. 1/- per share.	Ordinary	Postal Ballot & E-Voting	The resolution was passed as Ordinary Resolution
8	To amend the Capital Clause i.e. Clause V of the Memorandum of Association consequent to subdivision.	Special	Postal Ballot & E-Voting	The resolution was passed as Special Resolution
9	To adopt the new set of Articles of Association as per Companies Act, 2013.	Special	Postal Ballot & E-Voting	The resolution was passed as Special Resolution

The voting details are annexed herewith in the prescribed format.

This is as per Clause 35A and 35B of the Listing Agreement. You are requested to take the same on record.

Kindly acknowledge the receipt.

Thanking you,

For Birdhi Chand Pannalal Agencies Limited

BIRDHI CHAND PANNALAL AGENCIES LTD

Neha Sureka

Company Secretary

Company Secretary

Regd Office: 493/C/A, G T Road (South), Vivek Vihar, Phase-III, Block A3,
2nd Floor, Howrah-711102, West Bengal

Corp Office: 27, Biplabi Trailokya Maharaj Sarani, Narayani Building
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Website: www.birdhichand.in, Email id: info@birdhichand.in, CIN: L51909WB1985PLC186698



SCRUTINIZER'S REPORT

To
The Chairman
Birdhi Chand Pannalal Agencies Limited
Vivek Vihar, Phase-III, Block A3, 2nd Floor,
493/C/A, G T Road (South),
Howrah-711102

Dear Sir,

1. The Board of Directors of the Company at its Meeting held on May 08, 2015 has appointed me as a Scrutinizer for conducting the postal ballot voting process as well as the e-voting process to pass the items on the agenda as contained in the Notice of Postal Ballot dated **May 12, 2015**.
2. I submit my report as under:
 - 2.1. The Company has completed on May 15, 2015 the dispatch of postal ballot forms through email and courier along with self- addressed business reply envelopes to its Members whose name(s) appeared on the Register of Members/list of beneficiaries as on the (cut off date) ie, May 08, 2015.
 - 2.2. Particulars of all the postal ballot forms received from the Members and the votes cast by electronic mode have been entered in a register separately maintained for the purpose.
 - 2.3. The postal ballot forms were kept under my safe custody in sealed and tamper proof ballot boxes before commencing the scrutiny of such postal ballot forms.
 - 2.4. The postal ballot boxes were opened on June 15, 2015 at 6:00 p.m. in my presence.
 - 2.5. The postal ballot forms were duly opened in my presence and scrutinized and the shareholding was matched/confirmed with the Register of Members of the Company/list of beneficiaries as on May 08, 2015.
 - 2.6. All postal ballot forms received up to the last date fixed by the Company for receipt of the forms were considered for my scrutiny.
 - 2.7. I did not find any defaced or mutilated ballot paper.





- 2.8. I have received a complete record of votes cast by electronic mode from Central Depository Services (India) Limited (CDSL), the Agency for providing and supervising electronic platform upto June 15, 2015.
- 2.9. Total Paid up Equity Share Capital of the Company as on date is 39,10,000 Equity Shares of Rs.10/- each fully paid.
- 3.1 **COMBINED RESULT (E-VOTING & POSTAL BALLOT)**

Agenda No.	1
Subject	Change in the name of the Company from “Birdhi Chand Pannalal Agencies Limited” to “BCPL International Limited”
Type of Resolution	Special Resolution

THE AGGREGATE OF SUMMARY OF RESULTS OF PHYSICAL VOTING AND VOTING BY ELECTRONIC MEANS IS AS UNDER:

Sr. No.	Particulars	No. of Forms (in case of Postal Ballot) and No. of Shareholders voted through electronic means	No. of Votes	% to total paid up equity capital	% to net valid votes
A	Total Votes received	15	913204	23.35	
B	Less: Invalid Votes (as per Register)	3	26500	0.68	
C	Net valid Votes (as per Register)	12	886704	22.67	
D	Votes with Assent for the Resolution	11	885704	22.65	99.88
E	Votes with Dissent for the Resolution	1	1000	0.02	0.12

(I) SUMMARY OF THE POSTAL BALLOT FORMS RECEIVED IS GIVEN BELOW:

Sr. No.	Particulars	No. of Postal Ballot	No. of Shares	% to total paid up equity	% to total shares of valid ballots
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		Forms		capital	
A	Total Postal Ballot Forms received	4	36500	0.93	
B	Less: Invalid Postal Ballot Forms (as per Register)	3	26500	0.68	
C	Net valid Postal Ballot Forms (as per Register)	1	10000	0.25	
D	Postal Ballot Forms with Assent for the Resolution	1	10000	0.25	100
E	Postal Ballot Forms with Dissent for the Resolution	0	0	0	0

(II) SUMMARY OF THE VOTING BY ELECTRONIC MEANS, AS RECEIVED FROM THE AGENCY IS AS FOLLOWS:

Sr. No.	Particulars	No. of shareholders voted through electronic means	No. of Shares	% to total paid up equity capital	% to total shares of valid ballots
A	Total votes cast by electronic mode	11	876704	22.42	
B	Less: Invalidated votes (as per Register)	0	0	0	
C	Net valid votes (as per Register)	11	876704	22.42	
D	Votes with Assent for the Resolution	10	875704	22.40	99.88
E	Votes with Dissent for the Resolution	1	1000	0.02	0.12

3.2

Agenda No.	2
Subject	To alter the name clause of Articles of Association of the company from “Birdhi Chand Pannalal Agencies Limited” to “BCPL International Limited”
Type of Resolution	Special Resolution



THE AGGREGATE OF SUMMARY OF RESULTS OF PHYSICAL VOTING AND VOTING BY ELECTRONIC MEANS IS AS UNDER:

Sr. No.	Particulars	No. of Forms (in case of Postal Ballot) and No. of Shareholders voted through electronic means	No. of Votes	% to total paid up equity capital	% to net valid votes
A	Total Votes received	15	913204	23.35	
B	Less: Invalid Votes (as per Register)	3	26500	0.68	
C	Net valid Votes (as per Register)	12	886704	22.67	
D	Votes with Assent for the Resolution	11	885704	22.65	99.88
E	Votes with Dissent for the Resolution	1	1000	0.02	0.12

(I) SUMMARY OF THE POSTAL BALLOT FORMS RECEIVED IS GIVEN BELOW:

Sr. No.	Particulars	No. of Postal Ballot Forms	No. of Shares	% to total paid up equity capital	% to total shares of valid ballots
A	Total Postal Ballot Forms received	4	36500	0.93	
B	Less: Invalid Postal Ballot Forms (as per Register)	3	26500	0.68	
C	Net valid Postal Ballot Forms (as per Register)	1	10000	0.25	
D	Postal Ballot Forms with Assent for the Resolution	1	10000	0.25	100
E	Postal Ballot Forms with Dissent for the Resolution	0	0	0	0

(II) SUMMARY OF THE VOTING BY ELECTRONIC MEANS, AS RECEIVED FROM THE AGENCY IS AS FOLLOWS:



Sr. No.	Particulars	No. of shareholders voted through electronic means	No. of Shares	% to total paid up equity capital	% to total shares of valid ballots
A	Total votes cast by electronic mode	11	876704	22.42	
B	Less: Invalidated votes (as per Register)	0	0	0	
C	Net valid votes (as per Register)	11	876704	22.42	
D	Votes with Assent for the Resolution	10	875704	22.40	99.88
E	Votes with Dissent for the Resolution	1	1000	0.002	0.12

3.3

Agenda No.	3
Subject	Change of Registered Office from the city of Howrah to the city of Kolkata within same State
Type of Resolution	Special Resolution

THE AGGREGATE OF SUMMARY OF RESULTS OF PHYSICAL VOTING AND VOTING BY ELECTRONIC MEANS IS AS UNDER:

Sr. No.	Particulars	No. of Forms (in case of Postal Ballot) and No. of Shareholders voted through electronic means	No. of Votes	% to total paid up equity capital	% to net valid votes
A	Total Votes received	15	913204	23.35	
B	Less: Invalid Votes (as per Register)	3	26500	0.68	
C	Net valid Votes (as per Register)	12	886704	22.67	
D	Votes with Assent for the Resolution	12	886704	22.67	100



E	Votes with Dissent for the Resolution	0	0	0	0
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(I) SUMMARY OF THE POSTAL BALLOT FORMS RECEIVED IS GIVEN BELOW:

Sr. No.	Particulars	No. of Postal Ballot Forms	No. of Shares	% to total paid up equity capital	% to total shares of valid ballots
A	Total Postal Ballot Forms received	4	36500	0.93	
B	Less: Invalid Postal Ballot Forms (as per Register)	3	26500	0.68	
C	Net valid Postal Ballot Forms (as per Register)	1	10000	0.25	
D	Postal Ballot Forms with Assent for the Resolution	1	10000	0.25	100
E	Postal Ballot Forms with Dissent for the Resolution	0	0	0	0

(II) SUMMARY OF THE VOTING BY ELECTRONIC MEANS, AS RECEIVED FROM THE AGENCY IS AS FOLLOWS:

Sr. No.	Particulars	No. of shareholders voted through electronic means	No. of Shares	% to total paid up equity capital	% to total shares of valid ballots
A	Total votes cast by electronic mode	11	876704	22.42	
B	Less: Invalidated votes (as per Register)	0	0	0	
C	Net valid votes (as per Register)	11	876704	22.42	
D	Votes with Assent for the Resolution	11	876704	22.42	100
E	Votes with Dissent for the	0	0	0	0



	Resolution				
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3.4

Agenda No.	4
Subject	Amendment of the Object Clause in the Memorandum of Association of the Company.
Type of Resolution	Special Resolution

THE AGGREGATE OF SUMMARY OF RESULTS OF PHYSICAL VOTING AND VOTING BY ELECTRONIC MEANS IS AS UNDER:

Sr. No.	Particulars	No. of Forms (in case of Postal Ballot) and No. of Shareholders voted through electronic means	No. of Votes	% to total paid up equity capital	% to net valid votes
A	Total Votes received	15	913204	23.35	
B	Less: Invalid Votes (as per Register)	3	26500	0.68	
C	Net valid Votes (as per Register)	12	886704	22.67	
D	Votes with Assent for the Resolution	12	886704	22.67	100
E	Votes with Dissent for the Resolution	0	0	0	0

(I) SUMMARY OF THE POSTAL BALLOT FORMS RECEIVED IS GIVEN BELOW:

Sr. No.	Particulars	No. of Postal Ballot Forms	No. of Shares	% to total paid up equity capital	% to total shares of valid ballots
A	Total Postal Ballot Forms received	4	36500	0.93	
B	Less: Invalid Postal Ballot Forms (as per Register)	3	26500	0.68	



C	Net valid Postal Ballot Forms (as per Register)	1	10000	0.25	
D	Postal Ballot Forms with Assent for the Resolution	1	10000	0.25	100
E	Postal Ballot Forms with Dissent for the Resolution	0	0	0	0

(II) SUMMARY OF THE VOTING BY ELECTRONIC MEANS, AS RECEIVED FROM THE AGENCY IS AS FOLLOWS:

Sr. No.	Particulars	No. of shareholders voted through electronic means	No. of Shares	% to total paid up equity capital	% to total shares of valid ballots
A	Total votes cast by electronic mode	11	876704	22.42	
B	Less: Invalidated votes (as per Register)	0	0	0	
C	Net valid votes (as per Register)	11	876704	22.42	
D	Votes with Assent for the Resolution	11	876704	22.42	100
E	Votes with Dissent for the Resolution	0	0	0	0

3.5

Agenda No.	5
Subject	Deletion of the Other Objects clause of the Memorandum of Association.
Type of Resolution	Special Resolution



THE AGGREGATE OF SUMMARY OF RESULTS OF PHYSICAL VOTING AND VOTING BY ELECTRONIC MEANS IS AS UNDER:

Sr. No.	Particulars	No. of Forms (in case of Postal Ballot) and No. of Shareholders voted through electronic means	No. of Votes	% to total paid up equity capital	% to net valid votes
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B	Less: Invalid Votes (as per Register)	3	26500	0.68	
C	Net valid Votes (as per Register)	12	886704	22.67	
D	Votes with Assent for the Resolution	12	886704	22.67	100
E	Votes with Dissent for the Resolution	0	0	0	0

(I) SUMMARY OF THE POSTAL BALLOT FORMS RECEIVED IS GIVEN BELOW:

Sr. No.	Particulars	No. of Postal Ballot Forms	No. of Shares	% to total paid up equity capital	% to total shares of valid ballots
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B	Less: Invalid Postal Ballot Forms (as per Register)	3	26500	0.68	
C	Net valid Postal Ballot Forms (as per Register)	1	10000	0.25	
D	Postal Ballot Forms with Assent for the Resolution	1	10000	0.25	100
E	Postal Ballot Forms with Dissent for the Resolution	0	0	0	0

(II) SUMMARY OF THE VOTING BY ELECTRONIC MEANS, AS RECEIVED FROM THE AGENCY IS AS FOLLOWS:



Sr. No.	Particulars	No. of shareholders voted through electronic means	No. of Shares	% to total paid up equity capital	% to total shares of valid ballots
A	Total votes cast by electronic mode	11	876704	22.42	
B	Less: Invalidated votes (as per Register)	0	0	0	
C	Net valid votes (as per Register)	11	876704	22.42	
D	Votes with Assent for the Resolution	11	876704	22.42	100
E	Votes with Dissent for the Resolution	0	0	0	0

3.6

Agenda No.	6
Subject	Amendment of the Liability Clause of the Memorandum of Association
Type of Resolution	Special Resolution

THE AGGREGATE OF SUMMARY OF RESULTS OF PHYSICAL VOTING AND VOTING BY ELECTRONIC MEANS IS AS UNDER:

Sr. No.	Particulars	No. of Forms (in case of Postal Ballot) and No. of Shareholders voted through electronic means	No. of Votes	% to total paid up equity capital	% to net valid votes
A	Total Votes received	15	913204	23.35	
B	Less: Invalid Votes (as per Register)	3	26500	0.68	
C	Net valid Votes (as per Register)	12	886704	22.67	



D	Votes with Assent for the Resolution	11	885704	22.65	99.88
E	Votes with Dissent for the Resolution	1	1000	0.02	0.12

(I) SUMMARY OF THE POSTAL BALLOT FORMS RECEIVED IS GIVEN BELOW:

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B	Less: Invalid Postal Ballot Forms (as per Register)	3	26500	0.68	
C	Net valid Postal Ballot Forms (as per Register)	1	10000	0.25	
D	Postal Ballot Forms with Assent for the Resolution	1	10000	0.25	100
E	Postal Ballot Forms with Dissent for the Resolution	0	0	0	0

(II) SUMMARY OF THE VOTING BY ELECTRONIC MEANS, AS RECEIVED FROM THE AGENCY IS AS FOLLOWS:

Sr. No.	Particulars	No. of shareholders voted through electronic means	No. of Shares	% to total paid up equity capital	% to total shares of valid ballots
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B	Less: Invalidated votes (as per Register)	0	0	0	
C	Net valid votes (as per Register)	11	876704	22.42	
D	Votes with Assent for the Resolution	10	875704	22.40	99.88
E	Votes with Dissent for the	1	1000	0.02	0.12



	Resolution				
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3.7

Agenda No.	7
Subject	Sub-Division of Equity Shares from the Face Value of Rs.10/- per share to Re. 1/- per share.
Type of Resolution	Ordinary Resolution

THE AGGREGATE OF SUMMARY OF RESULTS OF PHYSICAL VOTING AND VOTING BY ELECTRONIC MEANS IS AS UNDER:

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B	Less: Invalid Votes (as per Register)	3	26500	0.68	
C	Net valid Votes (as per Register)	12	886704	22.67	
D	Votes with Assent for the Resolution	12	886704	22.67	100
E	Votes with Dissent for the Resolution	0	0	0	0

(I) SUMMARY OF THE POSTAL BALLOT FORMS RECEIVED IS GIVEN BELOW:

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B	Less: Invalid Postal Ballot Forms (as per Register)	3	26500	0.68	



C	Net valid Postal Ballot Forms (as per Register)	1	10000	0.25	
D	Postal Ballot Forms with Assent for the Resolution	1	10000	0.25	100
E	Postal Ballot Forms with Dissent for the Resolution	0	0	0	0

(II) SUMMARY OF THE VOTING BY ELECTRONIC MEANS, AS RECEIVED FROM THE AGENCY IS AS FOLLOWS:

Sr. No.	Particulars	No. of shareholders voted through electronic means	No. of Shares	% to total paid up equity capital	% to total shares of valid ballots
A	Total votes cast by electronic mode	11	876704	22.42	
B	Less: Invalidated votes (as per Register)	0	0	0	
C	Net valid votes (as per Register)	11	876704	22.42	
D	Votes with Assent for the Resolution	11	876704	22.42	100
E	Votes with Dissent for the Resolution	0	0	0	0

3.8

Agenda No.	8
Subject	Alteration of the Capital Clause V of the Memorandum of Association to alter Share Capital consequent to sub division of shares.
Type of Resolution	Special Resolution



THE AGGREGATE OF SUMMARY OF RESULTS OF PHYSICAL VOTING AND VOTING BY ELECTRONIC MEANS IS AS UNDER:

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B	Less: Invalid Votes (as per Register)	3	26500	0.68	
C	Net valid Votes (as per Register)	12	886704	22.67	
D	Votes with Assent for the Resolution	12	886704	22.67	100
E	Votes with Dissent for the Resolution	0	0	0	0

(I) SUMMARY OF THE POSTAL BALLOT FORMS RECEIVED IS GIVEN BELOW:

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B	Less: Invalid Postal Ballot Forms (as per Register)	3	26500	0.68	
C	Net valid Postal Ballot Forms (as per Register)	1	10000	0.25	
D	Postal Ballot Forms with Assent for the Resolution	1	10000	0.25	100
E	Postal Ballot Forms with Dissent for the Resolution	0	0	0	0

(II) SUMMARY OF THE VOTING BY ELECTRONIC MEANS, AS RECEIVED FROM THE AGENCY IS AS FOLLOWS:

Sr.	Particulars	No. of	No. of	% to total	% to total
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No.		shareholders voted through electronic means	Shares	paid up equity capital	shares of valid ballots
A	Total votes cast by electronic mode	11	876704	22.42	
B	Less: Invalidated votes (as per Register)	0	0	0	
C	Net valid votes (as per Register)	11	876704	22.42	
D	Votes with Assent for the Resolution	11	876704	22.42	100
E	Votes with Dissent for the Resolution	0	0	0	0

3.9

Agenda No.	9
Subject	Adoption of new set of Articles of Association of the Company in conformity with provisions of the Companies Act, 2013
Type of Resolution	Special Resolution

**THE AGGREGATE OF SUMMARY OF RESULTS OF PHYSICAL VOTING AND VOTING
BY ELECTRONIC MEANS IS AS UNDER:**

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B	Less: Invalid Votes (as per Register)	3	26500	0.68	
C	Net valid Votes (as per Register)	12	886704	22.67	
D	Votes with Assent for the Resolution	12	886704	22.67	100



E	Votes with Dissent for the Resolution	0	0	0	0
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(I) SUMMARY OF THE POSTAL BALLOT FORMS RECEIVED IS GIVEN BELOW:

Sr. No.	Particulars	No. of Postal Ballot Forms	No. of Shares	% to total paid up equity capital	% to total shares of valid ballots
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C	Net valid Postal Ballot Forms (as per Register)	1	10000	0.25	
D	Postal Ballot Forms with Assent for the Resolution	1	10000	0.25	100
E	Postal Ballot Forms with Dissent for the Resolution	0	0	0	0

(II) SUMMARY OF THE VOTING BY ELECTRONIC MEANS, AS RECEIVED FROM THE AGENCY IS AS FOLLOWS:

Sr. No.	Particulars	No. of shareholders voted through electronic means	No. of Shares	% to total paid up equity capital	% to total shares of valid ballots
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B	Less: Invalidated votes (as per Register)	0	0	0	
C	Net valid votes (as per Register)	11	876704	22.42	
D	Votes with Assent for the Resolution	11	876704	22.42	100
E	Votes with Dissent for the Resolution	0	0	0	0



4. You may accordingly declare the result of the voting by postal ballot.

Thanking you,

Monalisa Datta

Practicing Company Secretary

Date: June 16, 2015

Place: Kolkata

