

Date: 04.03.2015

To,
BSE Limited
Department of Corporate Filings,
P.J. Towers, Dalal Street,
Mumbai - 400 001

Ref: Cinerad Communications Limited (Scrip Code: 530457)

Sub: Disclosure of details regarding Voting result of Postal Ballot pursuant to the clause 35A of the Listing Agreement.

Dear Sir,

In furtherance to our submission of Notice of Postal Ballot along with explanatory statement vide our letter dated 24th January, 2015 seeking the consent of shareholders by passing special resolution through postal Ballot to transact the following business :

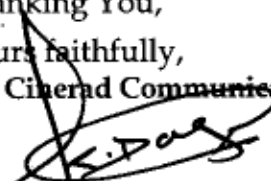
- 1) To Sale of Fixed Assets of the company under section 180 (1) (a) of the Companies Act, 2013.
- 2) To alter the main object clause of the company under section 13 of the Companies Act, 2013.
- 3) To appoint of Mrs. Vinita Daga, as Managing Director to be effective from 1st February, 2015 and approve the remunerations payable to her.

The passing Special Resolutions for the above agenda as set out in the Notice of the Postal Ballot dated 16.01.2015 require votes cast in favour of the business in three times more than votes casts against the resolution. (As per Postal Ballot Rule, 2011 and section 114 of The Companies Act, 2013.)

In respect to the above and pursuant to clause 35A of Listing Agreement, we would like to inform you that all the Special Resolution as stated in the notice of postal ballot were passed by shareholders with requisite majority.

We do hereby submit the results of the voting on said resolutions which were declared as passed with requisite majority by chairman on the basis of the **Scrutinizer's Report**. The Results of Voting through postal Ballot along with scrutinizers report are attached herewith.

Thanking You,
Yours faithfully,
For Cinerad Communications Limited


Mr. Pradeep Kumar Daga
Director
DIN : 00080515
Encl. : As Above.



Details of Agenda :

Resolution required : (Ordinary / Special)

Mode of Voting : (Show of Hands / Poll / Postal Ballot and E-voting)

In case of Poll / Postal Ballot / E-Voting :

Details for reporting as per Clause 35A of Listing Agreement based on result of Postal Ballot and E-Voting									
Promoter / Public Shareholders	No. of shares held	No. of votes polled	% of voters polled on out-standing shares	No. of votes- In favour	Votes Casted but Not counted	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)	(7) = (4) / (2) *100	(8) = (6)/(2)	
Resolution No. 1									
1 Promoter and Promoter Group	2360271	2360271	100	2360271	NIL	NIL	100	NIL	
2 Public Institutional Holders	5700	NIL	NIL	NIL	NIL	NIL	NIL	NIL	
3 Public others	2834029	30700	1.08	30690	NIL	10	99.97	0.03	
Grand Total	5200000	2390971	45.98	2390961	NIL	10	99.9996	0.0004	
Resolution No. 2									
1 Promoter and Promoter Group	2360271	2360271	100	2360271	NIL	NIL	100	NIL	
2 Public Institutional Holders	5700	NIL	NIL	NIL	NIL	NIL	NIL	NIL	
3 Public others	2834029	30700	1.08	30690	NIL	10	99.97	0.03	
Grand Total	5200000	2390971	45.98	2390961	NIL	10	99.9996	0.0004	
Resolution No. 3									
1 Promoter and Promoter Group	2360271	1177011	49.85	1177011	1177011	NIL	100.00	NIL	
2 Public Institutional Holders	5700	NIL	NIL	NIL	NIL	NIL	NIL	NIL	
3 Public others	2834029	30700	1.08	30690	NIL	10	99.97	0.03	
Grand Total	5200000	1207711	23.22	1207701	1177011	10	99.97	0.03	



MARCH 3, 2015

To,
CINERAD COMMUNICATIONS LIMITED
13, BRABOURNE ROAD,
MEZZANINE FLOOR,
KOLKATA-700001

Dear Sirs,

RE :REPORT OF THE SCRUTINIZER

Sub: Passing of Resolutions through Postal Ballot

Pursuant to the resolution passed by the Board of Directors of CINERAD COMMUNICATIONS LTD ON JANUARY 16, 2015, I have been appointed as a Scrutinizer to receive, process and scrutinize the postal ballot papers in respect of the Special Resolutions as circulated/ in the postal ballot notice dated JANUARY 16, 2015.

To enable wider participation of shareholders, pursuant to the provisions of Section 108 of the Companies Act, 2013 and the Rules framed there under vide Companies (Management and Administration) Rules, 2014 and pursuant to SEBI's circular no. CIR/CFD/DIL/6/2012, dated July 13, 2012 as amended by its circular CIR/CFD/POLICY CELL/2/2014 April 17, 2014 listed companies are required to provide e-voting facility to their shareholders on all shareholder resolutions to be passed at General Meetings or through Postal Ballot. Since CINERAD COMMUNICATIONS LTD falls within the requirements as specified in the Companies Act, 2013 and the above mentioned Circular of SEBI, e-voting which has been made applicable, the Company has provided for the same.

CINERAD COMMUNICATIONS LTD accordingly has made arrangements with the System Provider CDSL for providing a system of recording votes of the shareholders electronically through e-Voting. The company has also accordingly made arrangements through its Registrar and Transfer Agent, M/S. SYSTEM SUPPORT SERVICES herein after referred as (RTA) to set up the e- Voting facility on the CDSL e-Voting website <http://www.evotingindia.com>

CINERAD COMMUNICATION LTD through RTA has also uploaded the resolution together with the explanatory statement on which e-voting is required and for generating Electronic Voting



Sequence Number (EVSN) by the system provider. All necessary formalities in compliance with the requirements specified by CDSL, the system provider has been done by the Company through its RTA. Necessary instructions in this regard to be followed by the shareholders have also been duly mentioned in the Postal Ballot notice dated JANUARY 16, 2015 sent to the shareholders by email and by Courier. The Register of Members was made up, for the purpose of dispatch of postal ballot to the shareholders as of JANUARY 16, 2015.

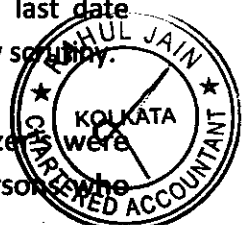
I report that the Postal ballot Notice dated JANUARY 16, 2015 under Section 110 of the Companies Act, 2013, read with Rule 22 under the Chapter on "Management and Administration" as notified by MCA on March 27, 2014 were dispatched to the shareholders who held in physical form by Registered Post along with self-addressed prepaid Envelope.

In addition to the above, Postal Ballot Notices were also sent via electronic mode by CDSL the system provider to Shareholders at their email addresses registered with the Depository Participants as per the data downloaded from the Central Depository Services (India) Limited (CDSL) as on JANUARY 16, 2015 (cut-off date). I further report that as stated in the Notice sent to the shareholders, the Company had fixed 6:00 P.M. on Wednesday the February 26, 2015 as the last date for receipt of Postal Ballots and for E-voting.

As stated in sub rule 3 of Rule 20 under the Chapter on "**MANAGEMENT AND ADMINISTRATION**" RULES as notified by MCA on March 27, 2014 an advertisement was published by the Company in "BUSINESS STANDARD", English News Paper, "DAINIK SAGAR ", Marathi Newspaper, on January 28, 2015, informing about the completion of dispatch of the Postal Ballot Notices, by Courier and by email, wherever applicable, to the shareholders along with other related matters mentioned therein.

I report that the Postal Ballot forms from the shareholders addressed to me was delivered at the Registrar and Transfer Agent, **M/S. SYSTEM SUPPORT SERVICES** during the period starting from Wednesday , JANUARY 28, 2015 till Thursday FEBRUARY 26, 2015. All the Postal Ballot forms together with all votes cast by E-voting through CDSL received up to 6:00 P.M Thursday FEBRUARY 26, 2015, being the last date fixed by the Company for receipt of the ballot forms/e-voting, were considered for my scrutiny.

The Postal Ballots forms received at the RTA address in the name of the Scrutinizer were opened and then taken up for scrutiny by MR. RAHUL JAIN in presence of 2 persons who



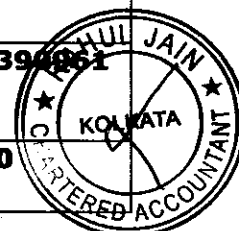
were not the member of the company and passed on to the RTA - **M/S. SYSTEM SUPPORT SERVICES** .During the course of scrutiny of postal Ballot Forms I have not come across any mutilated Postal Ballot Forms.

Since e- voting facility was provided by CDSL, the details of the e- voting exercised by the shareholders as also the votes exercised through Postal Ballot, which were duly scrutinized and processed, were duly compiled by the RTA. While the details of the e- voting was provided by the system provider namely CDSL, the compilation of the Registrar, in respect of Postal Ballots containing the statement of shareholder's name folio number, postal ballot number, number of shares held, number of votes exercised, votes in favor, votes against and those votes which were rejected were generated by the RTA which have been duly scrutinized.

On scrutiny, I report that out of 2116 shareholders, 25 Shareholders have exercised their vote through e- voting and none of the Shareholders have exercised their votes through Postal Ballot Forms, as received. The details of polling results for the item placed for consideration by the members are given below:

ITEM NO 1. SPECIAL RESOLUTION under Section 180(1)(a) and other applicable provisions and Rules, if any, of the Companies Act, 2013 relating to **SALE OF FIXED ASSETS OF THE COMPANY UNDER SEC 180(1)(a)**

Total No. of Shareholders	2116		
AUTHORISED CAPITAL (RS)	150,000,000/		
PAID UP CAPITAL (RS)	52,000,000/		
Total no. of shares	5,200,000		
Receipt of Postal Ballot Forms	FROM JANUARY 28TH , 2015 TILL FEBRUARY 26TH , 2015		
		Number of Votes	Number of Shares
Total votes cast through e- voting	A	25	2390971
TOTAL NO. OF VOTES CAST IN FAVOUR OF THE RESOLUTION	B	24	2390951
TOTAL NO. OF VOTES CAST	C	1	10



RAHUL JAIN

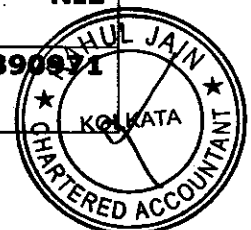
Chartered Accountants

MERCANTILE BUILDING
9 / 12 Lal Bazar Street
"E" Block 3rd Floor , Room No - 2
Kolkata - 700001
Ph : 22319392 , 22319391
Fax : 033-2243 - 8371
Email : piyushhirawat@yahoo.com
(M) : 9836360897

AGAINST THE RESOLUTION			
Total votes cast through Postal Ballot Forms Received	D	NIL	NIL
Grand Total of e- voting/ Postal Ballot Form (A+D)	E	25	2390971
Less : Invalid e- voting/ Postal Ballot Forms (On account of signature mismatch, for/ against option not indicated)	F	NIL	NIL
Net e- voting/ postal Ballot Forms (E-F)	G	25	2390971
% of votes in favour of the resolution			99.99%

ITEM NO 2. SPECIAL RESOLUTION under Section 13 and other applicable provision, if any, of the Companies Act 2013 (The Act) read with Companies Incorporation Rule 2014 relating to ALTER THE MAIN OBJECT CLAUSE OF THE COMPANY:-

Total No. of Shareholders	2116		
AUTHORISED CAPITAL (RS)	150,000,000/		
PAID UP CAPITAL (RS)	52,000,000/		
Total no. of shares	5,200,000		
Receipt of Postal Ballot Forms	FROM JANUARY 28TH , 2015 TILL FEBRUARY 26TH , 2015		
		Number of Votes	Number of Shares
Total votes cast through e- voting	A	25	2390971
Total no. Of votes cast in favour of the resolution	B	24	2390961
Total no. Of votes cast against the resolution	C	1	10
Total votes cast through Postal Ballot Forms Received	D	NIL	NIL
Grand Total of e- voting/ Postal Ballot Form (A+D)	E	25	2390971

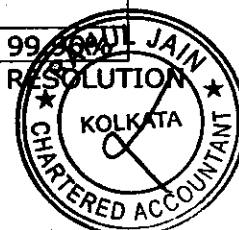


Less : Invalid e- voting/ Postal Ballot Forms (On account of signature mismatch, for/ against option not indicated)	F	NIL	NIL
Net e- voting/ postal Ballot Forms (E-F)	G	25	2390971
% of votes in favour of the resolution	H		99.99%

ITEM NO 3. SPECIAL RESOLUTION under Section 149, 152, 196, 197 and 203 read with Schedule IV and Schedule V and other applicable provisions, if any, of the Companies Act, 2013 and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 relating to APPOINTMENT OF MRS . VINITA DAGA, AS MANAGING DIRECTOR with effect from February 1st 2015

Total No. of Shareholders	2116		
AUTHORISED CAPITAL (RS)	150,000,000/		
PAID UP CAPITAL (RS)	52,000,000/		
Total no. of shares	5,200,000		
Receipt of Postal Ballot Forms	FROM JANUARY 28TH , 2015 TILL FEBRUARY 26TH , 2015		
		Number of Votes	Number of Shares
Total votes cast through e- voting	A	24	1207711
Total no. Of votes cast in favour of the resolution	B	23	1207701
Total no. Of votes cast against the resolution	C	1	10
Total votes cast through Postal Ballot Forms Received	D	NIL	NIL
Grand Total of e- voting/ Postal Ballot Form (A+D)	E	24	1207711
Less : Invalid e- voting/ Postal Ballot Forms (On account of signature mismatch, for/ against option not indicated)	F	1*	1177011
Net e- voting/ postal Ballot Forms (E-F)	G	23	30700
% of votes in favour of the resolution	H		99.99%

* THESE VOTES ARE VOID AS THE SHAREHOLDERS ARE INTERESET IN THE RESOLUTION HENCE THEY ARE NOT ENTITLED TO VOTE



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Kolkata - 700001
Ph : 22319392, 22319391
Fax : 033-2243 - 8371
Email : piyushhirawat@yahoo.com
(M) : 9836360897

NOTE:

1. Invalid Postal Ballot was not taken into account for counting of votes.
2. Votes cast in favour or against has been considered on the basis of number of shares held as on the date reckoned for the purpose of postal ballot or the number of shares mentioned in the postal ballot whichever is less
3. There is no case where the shareholder holding shares has voted both through Postal Ballot as well as through e-Voting. The votes cast through e-voting has been considered valid pursuant to Rule No. 22 read with Rule No. 20 of the Companies (Management and Administration) Rules, 2014.

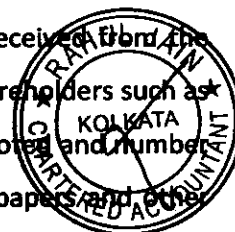
I ALSO ANNEX SEPARATELY THE SUMMARY OF POSTAL BALLOT RESULT TO THIS REPORT .

RESULTS:-

As the number of votes casted in favour of the Resolutions is **99.99%** the number of votes cast against is **.01%** . I report that the Special Resolutions under Section 110 of the Companies Act, 2013, and the Companies (Management and Administration) Rules 2014, as set out in the Notice of Postal Ballot dated JANUARY 16, 2015 has been passed by the shareholders as Special resolution. The Resolution is deemed to be passed as on the date of the announcement of the results.

I further report that as per the Postal Ballot Notice dated JANUARY 16, 2015 and the Board Resolution dated JANUARY 16, 2015 the Chairman or any other person as authorized in this regard may declare and confirm the above results of voting by postal ballot in respect of the resolution referred herein above as intimated to the stock exchanges. The results of Postal Ballot together with the Scrutinizer's Report would be displayed on Company's website **www.cineradcommunications.com** and on the website of CDSL within 2 days of passing of the resolution and shall also be communicated to the stock exchanges.

I further report that as per Rule 22 of the Companies (Management and Administration) Rules 2014, the Company has been duly complied with. I further report that as per the said Rules, the record maintained by me including the data as obtained from CDSL , the System provider for the e- voting facility extended by them as also a Registrar recording the consent or otherwise received from the shareholders, voting through postal ballot, which includes all the particulars of the shareholders such as the name, folio number/ DP ID/ Client ID, number of shares held, number of shares voted and number of shares assented, number of shares dissented, number of shares rejected, ballot papers and other



RAHUL JAIN

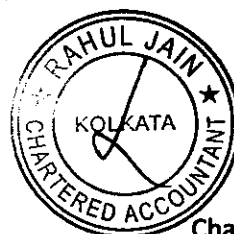
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related papers are in my safe custody which will be handed over to the Chairman of the Company after the chairman approves and signs the minutes of the meeting .

PLACE : KOLKATA

DATE : MARCH 3, 2015



Rahul Jain

RAHUL JAIN
Chartered Accountant
M.NO 304099

Summary of Postal Ballot

FOR ITEM NO.1:

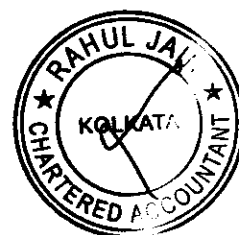
Promoter/Public	No. of shares held (1)	No. of votes polled (2)	% of votes polled on outstanding shares (3) = $\frac{(2)}{(1)} \times 100$	No. of votes- In favour (4)	No. of votes- against (5)	% of votes in favour on votes polled (6) = $\frac{(4)}{(2)} \times 100$	% of votes against on votes polled (7) = $\frac{(5)}{(2)}$
Promoter and Promoter Group	2360271	2360271	100	2360271	0	100	0
Public Institutional Holders	5700	NIL	NIL	NIL	NIL	NIL	NIL
Public others	2834029	30690	1.08	30680	10	99.97	.03
Total	5200000	2390971	45.98	2390971	10	45.98	.0004

FOR ITEM NO.2:

Promoter/Public	No. of shares held (1)	No. of votes polled (2)	% of votes polled on outstanding shares (3) = $\frac{(2)}{(1)} \times 100$	No. of votes- In favour (4)	No. of votes- against (5)	% of votes in favour on votes polled (6) = $\frac{(4)}{(2)} \times 100$	% of votes against on votes polled (7) = $\frac{(5)}{(2)}$
Promoter and Promoter Group	2360271	2360271	100	2360271	0	100	0
Public Institutional Holders	5700	NIL	NIL	NIL	NIL	NIL	NIL
Public others	2834029	30690	1.08	30680	10	99.97	.03
Total	5200000	2390971	45.98	2390971	10	45.98	.0004

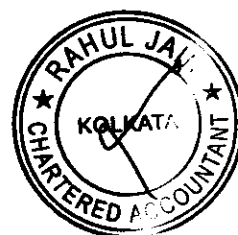
FOR ITEM NO.3:

Promoter/Pu lic	No. of shares held (1)	No. of votes polled (2)	% of votes polled on outstandin g shares (3)= {2}/{1}}*10 0	No. of votes- In favour (4)	Votes Casted but Not counted (5)	No. of votes - again st (6)	% of votes in favour on votes polled (7)=(4)/(2) *100	% of votes again st on votes polled (8) = (6)/(2)
Promoter and Promoter Group	2360271	1177011	49.85	1177011	1177011	NIL	100.00	NIL
Public Institutional Holders	5700	NIL	NIL	NIL	NIL	NIL	NIL	NIL
Public others	2834029	30700	1.08	30690	NIL	10	99.96	.03
Total	5200000	1207711	23.22	1207701	1177011	10	99.99	.03



FOR ITEM NO.3:

Promoter/Pu lic	No. of shares held (1)	No. of votes polled (2)	% of votes polled on outstandin g shares (3)= {2}/{1}}*10 0	No. of votes- In favour (4)	Votes Casted but Not counted (5)	No. of votes - again st (6)	% of votes in favour on votes polled (7)=(4)/(2) *100	% of votes again st on votes polled (8) = (6)/(2)
Promoter and Promoter Group	2360271	1177011	49.85	1177011	1177011	NIL	100.00	NIL
Public Institutional Holders	5700	NIL	NIL	NIL	NIL	NIL	NIL	NIL
Public others	2834029	30700	1.08	30690	NIL	10	99.96	.03
Total	5200000	1207711	23.22	1207701	1177011	10	99.99	.03



Date: 04.03.2015

To,
BSE Limited
Department of Corporate Filings,
P.J. Towers, Dalal Street,
Mumbai - 400 001

Ref: Cinerad Communications Limited (Scrip Code: 530457)

Sub: Submission of Proceeding of meeting of members for resolution passed through Postal Ballot pursuant to the clause 31(d) of the Listing Agreement.

Dear Sir,

With reference to captioned subject and in furtherance to our intimation regarding approval of members sought through Postal Ballot and providing E-Voting facility seeking consent of the shareholders for the resolutions as set in the notice of Postal Ballot sent to you vide our letter dated 16.01.2015 and 24.01.2015 respectively.

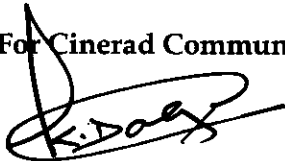
We hereby submit an extract of the Minutes of the proceedings held on March 4, 2015 relating to declaration of the results on the voting by Postal Ballot in compliance with clause 31(d) of the Listing Agreement.

This is for your information & record. Kindly acknowledge the same.

Thanking You,

Yours Sincerely,

For Cinerad Communications Limited



Pradeep Kumar Daga
Director
DIN : 00080515



MINUTES OF THE PROCEEDINGS OF DECLARATION OF RESULTS ON VOTING OF THE SPECIAL RESOLUTION PASSED BY THE MEMBERS OF THE CINERAD COMMUNICATIONS LIMITED THROUGH POSTAL BALLOT AND E- VOTING ON WEDNESDAY 4TH MARCH, 2015 AT 4.00 P.M AT CORPORATE OFFICE OF THE COMPANY AT SUBOL DUTT BUILDING, 13, BRABOURNE ROAD, KOLKATA-700001

The following were present :

- 1. Mr. PRADEEP KUMAR DAGA - DIRECTOR & MEMBER**
- 2. Mrs. VINITA DAGA - MANAGING DIRECTOR & MEMBER**
- 3. Mr. BISHAMBAR PACHISIA - DIRECTOR**
- 4. Mr. DILIP KUMAR HELA - DIRECTOR**
- 5. Mr. UTPAL DEY - ADDITIONAL DIRECTOR**
- 6. Mr. ANAND KUMAR JAIN - MEMBER**
- 7. Mr. HARI PRASAD TIWARI - MEMBER**
- 8. Mr. BASANT KUMAR SHARMA - MEMBER**
- 9. Mr. PUSPENDU BANERJEE - MEMBER**
- 10. Mr. SURAJIT SAHA - MEMBER**
- 11. Mr. TAPAS ROY - MEMBER**
- 12. Mr. AVINASH SHARMA - MEMBER**
- 13. Mr. RAVI PRAKASH SHARMA - MEMBER**
- 14. Mr. PRAHLAD KUMAR PAUL - MEMBER**
- 15. Mrs. MANANI CHAKRABORTY - MEMBER**
- 16. Mr. KAILASH CHANDRA SHARMA - MEMBER**
- 17. Mr. SANJIB ROY - MEMBER**
- 18. Mr. OM PRAKASH SHARMA - MEMBER**

Mrs. SWETA SETHIA, Company secretary.

Mr. RAHUL JAIN, Scrutinizer by invitation.

Mr. PRADEEP KUMNAR DAGA, presided over as the Chairman of the meeting to conduct the proceedings. The chairman welcomed all the members present at the meeting.

Mr. RAHUL JAIN , Scrutinizer stated that he had carried out the scrutiny of all postal ballot forms received up to the close of e voting hours on 26TH FEBRUARY , 2015 and submitted his report relating to the results on the Postal Ballot and E-voting to the Chairman. He added that the Company had extended the facility of E-voting to its members as required under Companies Act, 2013 and the Listing Agreement. He also stated that the Postal Ballot has been conducted in compliance with the provisions of Sec 110 of the Companies Act , 2013 read with Companies (Management and Administration) Rules, 2014 .



The Report submitted by the Scrutinizer was taken on record and the Chairman announced the results of the voting by postal ballot as under:

SPECIAL BUSINESS :

1. SALE OF FIXED ASSETS OF THE COMPANY UNDER SEC 180(1)(a) :-

The Chairman then declared that the special resolution as set out in the Postal Ballot Notice dated 16TH JANUARY, 2015 was carried out as a SPECIAL RESOLUTION as under :

"RESOLVED THAT consent of the company be and is hereby accorded to the Board of Directors of the company (hereinafter referred to as the **"Board"** which term shall be deemed to include any Committee thereof or any person to which all or any of the powers hereby conferred on the Board are or may hereafter be delegate) pursuant to Section 180(1)(a) and other applicable provisions and Rules, if any, of the Companies Act, 2013 (including any amendment thereto or enactment / re-enactment thereof) and the Memorandum and Articles of Association of the Company and subject to such other permissions, consents and approvals, if any required from concerned authorities, bodies and agencies and subject to such conditions as may be prescribed by them and which may be agreed to by the Board of Directors of the Company, to transfer, sell, lease or otherwise dispose-off the movable and immovable properties and Assets of the company, in full or in part, to any other person and in such manner/arrangements as the Board may consider appropriate for such consideration, on such terms and conditions and with effect from such date as may be decided by the Board and to finalize and execute all such documents including agreements, deeds of assignment/conveyance and other documents as the Board may deem necessary or required and to do all such other acts, deeds, matters and things which are incidental and consequential thereto or which may be considered necessary by the Board.

RESOLVED FURTHER THAT the Board of Directors or any person so authorized by the Board be and is hereby authorized to take all such steps as may be necessary, proper and expedient to give effect to this resolution."



The results of the said resolution as under :

Total No. of Shareholders	2116		
AUTHORISED CAPITAL (RS)	150,000,000/		
PAID UP CAPITAL (RS)	52,000,000/		
Total no. of shares	5,200,000		
Receipt of Postal Ballot Forms	FROM JANUARY 28TH , 2015 TILL FEBRUARY 26TH, 2015		
		Numbers of Votes	Numbers of Shares
Total votes cast through e-voting	A	25	2390971
Total no. Of votes cast in favour of the resolution	B	24	2390961
Total no. Of votes cast against the resolution	C	1	10
Total votes cast through Postal Ballot Forms Received	D	NIL	NIL
Grand Total of e- voting/ Postal Ballot Form (A+D)	E	25	2390971
Less : Invalid e- voting/ Postal Ballot Forms (On account of signature mismatch, for/ against option not indicated)	F	NIL	NIL
Net e- voting/ postal Ballot Forms (E-F)	G	25	2390971
% of votes in favour of the resolution			99.99%



2. ALTER THE MAIN OBJECT CLAUSE OF THE COMPANY UNDER SECTION 13 OF THE COMPANIES ACT 2013 :- :-

The Chairman then declared that the special resolution as set out in the Postal Ballot Notice dated 16TH JANUARY, 2015 was carried out as a SPECIAL RESOLUTION :

"RESOLVED THAT subject to the provision of Section 13 and other applicable provision, if any, of the Companies Act 2013 (The Act) read with Companies Incorporation Rule 2014, the Clause III (A) of the Memorandum Of Association of the company dealing with the Main objects to be pursued by the Company be amended as under :

1. By inserting a new object clause after clause III (A) 1.

Clause III (A) 2 To carry on the business of a trading as general merchants, importers, exporters, buyers, sellers, retailers and dealers and agents, estate agents, builders, constructions and in all kinds of commodities, materials, articles and goods, including mechanical, electrical, telecommunication, telephone, mobile phones and its instruments and components thereof used for telecommunications and/or radio communications, microphones, amplifiers, loud speakers, telegraphic instruments, TV systems and sub-systems and its equipments and accessories and , calculators, computers, mini-computers and micro-computers, printers and its instruments, components and other related equipments, article including home appliances, articles, goods or things of every description including refrigeration, air-Conditioning and other products, apparatus, tools, articles, goods or things of every description including wheat, starw, rice and other types of straw, forest products, compositors, cotton rags, cotton liners, cotton waste and other fibers fabrics all kinds, oil seeds, minerals, chemicals, ornaments and as jewelry, bullions and coins, precious and semi- precious stones, objects of art and products or every description, either raw of manufactured or in the natural or processed, machineries, machinery parts and spares, tools, Implements and other commodities, articles, goods or things of every description."

RESOLVED FURTHER THAT the board be authorized to re-number the clause after Clause III (A) (1) in the Memorandum Of Association accordingly.

RESOLVED FURTHER THAT the Board of Directors or any person so authorized by the Board be and is hereby authorized to take all such steps as may be necessary, proper and expedient to give effect to this resolution."



The results of the said resolution as under :

Total No. of Shareholders	2116		
AUTHORISED CAPITAL (RS)	150,000,000/-		
PAID UP CAPITAL (RS)	52,000,000/-		
Total no. of shares	5,200,000		
Receipt of Postal Ballot Forms	FROM JANUARY 28TH , 2015 TILL FEBRUARY 26TH, 2015		
		Number of Votes	Number of Shares
Total votes cast through e-voting	A	25	2390971
Total no. Of votes cast in favour of the resolution	B	24	2390961
Total no. Of votes cast against the resolution	C	1	10
Total votes cast through Postal Ballot Forms Received	D	NIL	NIL
Grand Total of e- voting/ Postal Ballot Form (A+D)	E	25	2390971
Less : Invalid e- voting/ Postal Ballot Forms (On account of signature mismatch, for/ against option not indicated)	F	NIL	NIL
Net e- voting/ postal Ballot Forms (E-F)	G	25	2390971
% of votes in favour of the resolution			99.99%

3 APPOINTMENT OF MRS . VINITA DAGA, AS MANAGING DIRECTOR :-

The Chairman then declared that the special resolution as set out in the Postal Ballot Notice dated 16TH JANUARY , 2015 was carried out as a SPECIAL RESOLUTION :

"RESOLVED THAT subject to the provision of Section 149, 152, 196, 197 and 203 read with Schedule IV and Schedule V and other applicable provisions, if any, of the Companies Act, 2013 and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 (Including any statutory modification(s) or re-enactment thereof for the time being in force and subject to such approvals , consents of the company be and is hereby accorded to the appointment of Mrs. Vinita Daga (holding DIN 00080647) as the Managing Director (Key Managerial Personal) of the company for the period of two years with effect from 1st day of February 2015 upon the terms and conditions including remuneration as set out in explanatory statement annexed to this notice (including the remuneration to be paid in the



event of loss or inadequacy of profits in any financial year during the tenure of her appointment) with liberty to the Board of Directors (hereinafter referred to "as Board" which term shall be deemed to include the Nomination and Remuneration Committee of the Board) to alter, vary and finalize the terms and conditions of the said appointment and/ or remuneration as it may deem fit and as may be acceptable to Mrs. Vinita Daga, subject to the same not exceeding the limits specified under schedule V to the Companies Act, 2013 or any statutory modification(s) or re-enactment thereof.

RESOLVED FURTHER THAT the Board or a Committee thereof be and hereby authorized to take all steps as may be necessary, proper and expedient to give effect to this resolution. "

The results of the said resolution as under :

Total No. of Shareholders	2116		
AUTHORISED CAPITAL (RS)	150,000,000/-		
PAID UP CAPITAL (RS)	52,000,000/-		
Total no. of shares	5,200,000		
Receipt of Postal Ballot Forms	FROM JANUARY 28 TH , 2015 TILL FEBRUARY 26 TH , 2015		
		Number of Votes	Number of Shares
Total votes cast through e- voting	A	24	1207711
Total no. Of votes cast in favour of the resolution	B	23	1207701
Total no. Of votes cast against the resolution	C	1	10
Total votes cast through Postal Ballot Forms Received	D	NIL	NIL
Grand Total of e- voting/ Postal Ballot Form (A+D)	E	24	1207711
Less : Invalid e- voting/ Postal Ballot Forms (On account of signature mismatch, for/ against option not indicated)	F	1*	1177011
Net e- voting/ postal Ballot Forms (E-F)	G	23	30700
% of votes in favour of the resolution	H		99.99%

* THESE VOTES ARE VOID AS THE SHAREHOLDERS ARE INTERESTED IN THE RESOLUTION HENCE THEY ARE NOT ENTITLED TO VOTE

The chairman thereafter stated that special Resolution set out in the notice dated 16.01.2015 was duly approved and passed by the requisite majority and the date of declaration of results i.e. Wednesday, 04Th of March, 2015 is the date of passing the said resolution.

PLACE : KOLKATA
DATE : 04/03/2015



CHAIRMAN