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**DIVYASHAKTI GRANITES LIMITED** Unit-II

Divyashakti Complex, Flat No.301-304, 3rd Floor, 7-1-58, Ameerpet, Hyderabad - 500 016. INDIA

TO

Date: 14.04.2015.

The Deputy General Manager,  
Corporate Relationship Department,  
The Stock Exchange, Mumbai,  
1<sup>st</sup> Floor, New Trading Ring,  
Rotunda Building, P.J.Towers,  
Dalal Street, Fort,  
MUMBAI - 400 001.  
FAX: 022 22723121

Sir,

Sub: **Submission of E-Voting Results Report of the NOTICE OF POSTAL BALLOT dated 02.03.2015 - Regarding vote in respect of the Special Resolution.**

We herewith submitting the E-Voting & Poll Results for avowing the resolution in respect of Postal Ballot Notice dated 02.03.2015 regarding the Special Resolution for alteration of the main object clause of the Memorandum of Association of the Company. This is for your information and records.

Thanking you,

Yours faithfully,  
For **DIVYASHAKTI GRANITES LIMITED,**

  
(D.N.SATYANARAYANA)  
**Compliance Officer.**

Encl: Scrutinizer's Report.



**PUTTAPARTHI JAGANNATHAM**  
M.Com., LLB, FCS  
Advocate

(O) : 315, Bharu Enclave, Adj. to ESI Hospital, Erragadda, Hyderabad - 38  
(Res) : F-1, Pavani Aparts., 40, Rajeev Nagar, Hyderabad - 500045  
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### SCRUTINIZER'S REPORT

To  
The Chairman  
DIVYASHAKTI GRANITES LIMITED  
7-1-58, Divyashakthi Apartments Ameerpet,  
Hyderabad,  
Telangana-500016

Dear Sir,

#### Sub: Report on Result of Postal Ballot

In terms of the provisions of Section 110 of the Companies Act, 2013 read with the Rules 22 of Companies (Management and Administration) Rules, 2014 and Clause 35B of the Listing Agreement, I have been appointed as Scrutinizer by the Company in its Board meeting held on 2<sup>nd</sup> March, 2015 to conduct the Postal Ballot Process in a fair and transparent manner in respect of the following four resolutions:

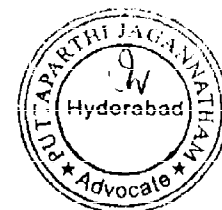
#### Details of Postal Ballot and E-Voting:

Resoluti on No	Details of the Items of the Postal Ballot Notice dt. 02.03.2015	Resolution required Ordinary/ Special	Mode of Voting (Postal Ballot/E- Voting*)	Result
1.	To accord consent of the Company for Alteration of Main Object Clause Of The Memorandum Of Association Of The Company	Special	Postal Ballot/ E-Voting	Passed

\* E-Voting facility was made available for the purpose of conveying assent/dissent to the Resolutions proposed by way of Postal Ballot Notice dated 2<sup>nd</sup> March, 2015

I submit my report as under:

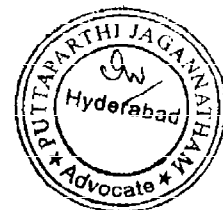
1. The Company completed dispatch of postal ballot notice(s), forms/or electronic ballot and postage prepaid business reply envelopes on Tuesday 10<sup>th</sup> March, 2015 to its members whose name(s) appeared in the Register of Members, as well as to the list of Beneficiaries, as per the BO Data provided by both the Depositories, as on Thursday 6<sup>th</sup> March, 2015
2. In Compliance to the provisions of Rule 22 of the Companies (Management and Administration) Rules, 2014 read with Clause 35B of the Listing Agreement, the Company had provided e-Voting facility to all its Members to enable them to cast their votes electronically.
3. The Company appointed Venture Capital And Corporate Investments Private Ltd (the Authorised Agency for e-Voting) as the service provider for providing the facility of e-Voting to its shareholders. The Service provider provided a system for recording the votes of the shareholders electronically on all the items of the business sought to be transacted through Postal Ballot. The Service Provider accordingly set up e-voting facility on their website <https://evoting.nsdl.com>.



4. The Company had uploaded all the items of the business to be transacted on the website of the Company and also its service provider to facilitate their shareholders to cast their vote through e-Voting.
5. Members opting for e-Voting facility, cast their votes on the designated website <https://evoting.nsdl.com> maintained Venture Capital And Corporate Investments Private Ltd
6. I monitored the process of electronic voting through the secured link on the designated website provided by Venture Capital And Corporate Investments Private Ltd to the Scrutinizer.
7. The particulars of all Postal Ballot forms received from the Members in physical form(s) and electronic ballot report generated from Venture Capital And Corporate Investments Private Ltd were entered in a separate Register maintained for the purpose.
8. The physical Postal Ballots received by the Company by post/courier/by hand were kept under my safe custody in sealed and tamper proof ballot box before commencing the scrutiny of such Postal Ballot forms. The electronic ballots were maintained by Venture Capital And Corporate Investments Private Ltd in electronic registry.
9. The ballot box containing the physical Postal Ballot was opened in my presence in due course of the scrutiny thereof. I downloaded e-Voting report from the Venture Capital And Corporate Investments Private Ltd website in respect of Members who voted through e-Voting.
10. All Postal Ballot forms and e-Votes received up to 6.00 P.M. on Saturday, 11<sup>th</sup> April, 2015 i.e. the last date and time fixed by the Company for receipt of the postal ballot forms, were considered and none of the envelopes/Postal Ballot forms received after the fixed date and time were considered for the purpose of this report.
11. The Postal Ballot forms and electronic ballots were matched with the Register of Members of the Company as on 6<sup>th</sup> March, 2015.
12. I did not find any defaced or mutilated ballot paper(s).
13. The shareholders exercised their voting either by electronic or physical mode. There was no case wherein a shareholder opted for both the facilities
14. After my scrutiny, the summary of Postal Ballots is given below:

**"RESOLUTION 1: To Accord Consent Of The Company For Alteration Of Main Object Clause Of The Memorandum Of Association Of The Company by Passing the Special Resolution."**

S.No	Particulars	Physical	Electronic (E-Voting)	Total
I	Total Postal Ballot Forms received	73	36	109
II	Less: Invalid Postal Ballot Forms*	0	0	0



III	Valid Postal Ballot Forms	73	36	109
1.	Total No. of Votes casted under Postal Ballot including E-Voting	1992960	1785518	3778478
2.	Less. Invalid Votes casted	0	0	0
3.	Total No. of Valid votes casted	1992960	1785518	3778478
4	Total No. of votes assented to the Resolution	1992960	1778190	3771150
5	Total No. of votes dissented to the Resolution	0	7328	7328
6.	Percentage of valid votes casted infavour of the Resolution	99.806		
7.	Percentage of valid votes casted against of the Resolution	0.194		
8.	Result	Passed with Requisite Majority		

\* There were no invalid ballots for reasons such as, no mention of Assent/Dissent or voted for Assent/Dissent or any other valid reason.

Promoters have not voted on this Special Resolution

15. I have, on reckoning the voting rights of the shareholders on the basis of the No. of outstanding shares (fully paid-up) registered in their names, found that total percentage of assent of total votes in respect of the resolution are as under:

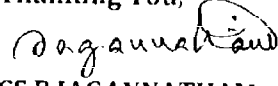
Resolution Number	Total Valid Votes (A)	Votes with Assent (B)	Percentage (B/A * 100)
1 With Involvement of Promoter Voting	3778478	3771150	99.806
Without Involvement of Promoter Voting	2147174	2139846	99.65

Accordingly, all the above-mentioned resolution have been passed by requisite majority.

The postal ballot forms and other related papers/registers and records shall be handed over to the Company after signing of minutes by the Chairman.

You may accordingly declare the result of the voting by Postal Ballot.

Thanking You,

  
**CS P. JAGANNATHAM**  
**ADVOCATE &**  
**SCRUTINIZER FOR THE POSTAL BALLOT**

Place: Hyderabad

Date: 13<sup>th</sup> April, 2015