

# SOFCOM

**SOFCOM Systems Ltd.**

D-36, Subhash Marg,  
Flat No. 802,  
Sheel Mohar Apartment,  
C- Scheme, Jaipur – 302001  
Tele:91-141-2340221/2346283  
Fax: 91-141-2348019  
<http://www.sofcomsystems.com>  
Email –sofcomsystemsLtd@gmail.com  
CIN-L72200RJ1995PLC10192



Date: 29/09/2018

To,  
Bombay Stock Exchange Limited  
Phiroze Jeejeebhoy Towers  
Dalal Street, Fort  
Mumbai- 400001

SCRIPT CODE: 538923 SCRIPT ID: SOFCOM

Subject: Voting Results of 23<sup>rd</sup> Annual General Meeting of Sofcom Systems Limited held on 28<sup>th</sup> September, 2018

Dear Sir,

The 23<sup>rd</sup> Annual General Meeting of the Sofcom Systems Limited held on Friday, 28<sup>th</sup> September, 2018 at 11.00 A.M. at the registered office of the company at D-36, Subhash Marg, Flat No. 802 Sheel Mohar Apartment, C-Scheme, Jaipur, Rajasthan-302001.

Pursuant to Section 108 of Companies Act, 2013 (Act) read with Rule 20 of the Companies (Management and Administration) Rule 2014, as Amended (Rules), all the members of the company holding shares on the cut-off date i.e. 21<sup>st</sup> September, 2018 were given an opportunity to exercise their right to vote on the resolutions set out in the Notice of AGM through remote electronic voting (Remote e-Voting) during the period commencing from 25<sup>th</sup> September, 2018 at 9.00 A.M. IST to 27<sup>th</sup> September, 2018 5.00 P.M. IST. The e-voting services were provided through National Securities Depository Limited (NSDL).

The company has also provided voting through poll facility at the AGM venue to those members, who attended the AGM but could not exercise their vote through remote e-voting and were holding shares as on the cut-off date i.e. 21<sup>st</sup> September, 2018. In this regard following attachments are enclosed herewith namely:

- (1) Report of Scrutinizer dated September 29<sup>th</sup>, 2018, pursuant to Section 108 & 109 of the Companies Act, 2013 and Rule 20 & 21(2) of the Companies( Management And Administration) Rules, 2014 as Annexure-I.
- (2) Voting Results as under Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations as Annexure-II.

This is for your information and record.

Thanking you,

Yours faithfully,  
For SOFCOM SYSTEMS LIMITED

  
ANSHU KANOONGO  
Company Secretary



# MAHENDRA KHANDELWAL & COMPANY

Company Secretaries

Address:-202, Prism Tower, Opp. PHQ, Lalkothi, Tonk Road, Jaipur-302015

Phone No. 0141-4112199 Mo. 09828046652 e\_mail:mahendra927@gmail.com

Annexure-I

FORM No. MGT-13

REPORT OF SCRUTINIZER(S) ON POLL

FOR SOFCOM SYSTEMS LIMITED

[Pursuant to Section 109 of the Companies Act, 2013 and

Rule 21(2) of The Companies (Management and Administration) Rules, 2014, as amended]

To,

Dated: 29/09/2018

The Chairman,

SOFCOM SYSTEMS LIMITED

D-36, Subhash Marg, Flat No. 802 Sheel Mohar Apartment,

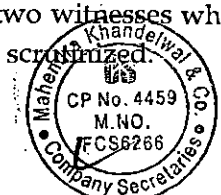
C-Scheme, Jaipur, Rajasthan-302001

**Subject:** Scrutinizer's Report on poll pursuant to the Provisions of Section 109 of the Companies Act, 2013 read with Rule 21(2) of The Companies (Management and Administration) Rules, 2014, as amended thereto at the 23<sup>rd</sup> Annual General Meeting of the Equity Shareholders of Sofcom Systems Limited held on Friday, 28<sup>th</sup> September, 2018 at 11:00 A.M, at D-36, Subhash Marg, Flat No. 802 Sheel Mohar Apartment, C-Scheme, Jaipur, Rajasthan-302001 .

Dear Sir,

I, Mahendra Prakash Khandelwal, Practising Company Secretary, holding Membership Number 6266 and Certificate of Practice Number 4459, Proprietor of M/s Mahendra Khandelwal & Co., Firm of Practicing Company Secretaries, was appointed as Scrutinizer for the purpose of the poll taken on the below mentioned resolutions, at the 23<sup>rd</sup> Annual General Meeting of the Equity Shareholders of Sofcom Systems Limited held on Friday, 28<sup>th</sup> September, 2018 at 11:00 A.M, at D-36, Subhash Marg, Flat No. 802 Sheel Mohar Apartment, C-Scheme, Jaipur, Rajasthan-302001, submit my report as under:

1. The Company had provided the facility for voting through poll at the AGM and members, who have not cast their vote by remote e-voting, were allowed to exercise their right to vote at the meeting.
2. The polling papers in Form MGT-12 as per the companies (Management and Administration) Rules, 2014, were distributed to the shareholders present. The company had provided two ballot boxes at convenient places in the venue.
3. The locked boxes were subsequently opened before me in presence of two witnesses who were not in employment of the company and poll papers were diligently scrutinized.



The result of the Poll is as under:

<b>AGENDA ITEM NO.</b>	<b>1</b>
<b>Subject</b>	Adoption of Audited Financial Statements of the Company for the year ended 31st March, 2018, including the Audited Balance Sheet as at 31st March, 2018, the Statement of Profit & Loss and Cash Flow Statement for the year ended on that date together with the Reports of the Board of Directors and Auditors thereon.
<b>Type of Resolution</b>	Ordinary Resolution

**(I) VOTED IN FAVOUR OF THE RESOLUTION:**

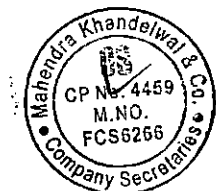
No. of Members present and voting (in person or by proxy)	Number of votes Cast by them	No. of Shares held	% of total number of Valid Votes Cast
9	3400000	3400000	100

**(II) VOTED AGAINST THE RESOLUTION:**

No. of Members present and voting (in person or by proxy)	Number of votes Cast by them	No. of Shares held	% of total number of Valid Votes Cast
0	0	0	0

**(III) INVALID VOTES OF THE RESOLUTION:**

Total No. of Members present and voting (in person or by proxy) whose votes were declared invalid	Total Number of votes Cast by them	No. of Shares held	% of total number of Valid Votes Cast
0	0	0	0



<b>AGENDA ITEM NO.</b>	2
<b>Subject</b>	Appoint a Director in place of Mrs. Asha Mehta (DIN: 00043841), who retires by rotation, and being eligible offers herself for re-appointment.
<b>Type of Resolution</b>	Ordinary Resolution

**(I) VOTED IN FAVOUR OF THE RESOLUTION:**

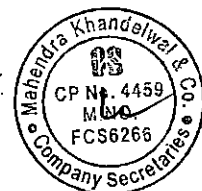
No. of Members present and voting (in person or by proxy)	Number of votes Cast by them	No. of Shares held	% of total number of Valid Votes Cast
9	3400000	3400000	100

**(II) VOTED AGAINST THE RESOLUTION:**

No. of Members present and voting (in person or by proxy)	Number of votes Cast by them	No. of Shares held	% of total number of Valid Votes Cast
0	0	0	0

**(III) INVALID VOTES OF THE RESOLUTION:**

Total No. of Members present and voting (in person or by proxy) whose votes were declared invalid	Total Number of votes Cast by them	No. of Shares held	% of total number of Valid Votes Cast
0	0	0	0



AGENDA ITEM NO.	3
Subject	Appointment of M/s. M. Vashisht & Co., Chartered Accountants as Statutory Auditors & fixing their remuneration thereof
Type of Resolution	Ordinary Resolution

(I) VOTED IN FAVOUR OF THE RESOLUTION:

No. of Members present and voting (in person or by proxy)	Number of votes Cast by them	No. of Shares held	% of total number of Valid Votes Cast
9	3400000	3400000	100

(II) VOTED AGAINST THE RESOLUTION:

No. of Members present and voting (in person or by proxy)	Number of votes Cast by them	No. of Shares held	% of total number of Valid Votes Cast
0	0	0	0

(III) INVALID VOTES OF THE RESOLUTION:

Total No. of Members present and voting (in person or by proxy) whose votes were declared invalid	Total Number of votes Cast by them	No. of Shares held	% of total number of Valid Votes Cast
0	0	0	0

4. All the Resolutions were passed with requisite majority.



5. The poll papers and all other relevant records were sealed and handed over to the Company Secretary of the Company, authorised by the Board for safe keeping.

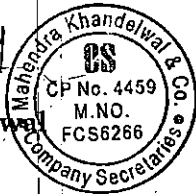
Thanking you,

Yours Faithfully,

For Mahendra Khandelwal & Co.  
Practicing Company Secretaries



Mahendra Prakash Khandelwal  
Proprietor  
M. No. 6266  
C.P. No. 4459



Place : Jaipur  
Dated : 29/09/2018 .

# MAHENDRA KHANDELWAL & COMPANY

Company Secretaries

Address:-202, Prism Tower, Opp. PHQ, Lalkothi, Tonk Road, Jaipur-302015

Phone No. 0141-4112199 Mo. 09828046652 e\_mail:mahendra927@gmail.com

## SCRUTINIZER'S REPORT ON E-VOTING

### FOR SOFCOM SYSTEMS LIMITED

Dated: 29/09/2018

To,  
The Chairman,  
Sofcom Systems Limited  
D-36, Subhash Marg, Flat No. 802 Sheel Mohar Apartment,  
C-Scheme, Jaipur, Rajasthan-302001

**Subject: Scrutinizer's Report on remote e-voting 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 thereto.**

Dear Sir,

I, Mahendra Prakash Khandelwal, Practising Company Secretary, holding Membership Number 6266 and Certificate of Practice Number 4459, Proprietor of M/s Mahendra Khandelwal & Co., Company Secretaries, was appointed as Scrutinizer for the purpose of scrutinizing the remote e-voting on the below mentioned resolutions, submit my report as under:

1. The Company engaged National Securities Depository Limited (NSDL) e-voting platform as the Service Provider for extending the facility of electronic voting to the shareholders of the Company. The Service Provider provided a system for recording the votes of the Shareholders electronically on all the items of business (both ordinary and special businesses) sought to be transacted in the 23<sup>rd</sup> Annual General Meeting ("AGM") of the Company, which was held on Friday, the 28<sup>th</sup> September, 2018. National Securities Depository Limited e-voting platform had set up e-voting facility on their website; [www.evoting.nsdl.com](http://www.evoting.nsdl.com) The Company had uploaded all the items of the business to be transacted on the website of the Company and also on the website of Service Provider to facilitate their shareholders to cast their vote through e-voting.
2. The member of the company as on the "cut-off" date i.e. 21<sup>st</sup> September, 2018 were entitled to vote on the resolution (Items no. 1 to 3 as set out in the notice of the 23<sup>rd</sup> AGM of the company). The remote e-voting facility was kept open from 25<sup>th</sup> September, 2018 (9.00 a.m.) to 27<sup>th</sup> September, 2018 (5.00 p.m.).

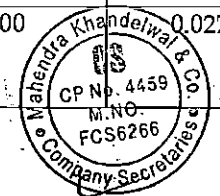


3. The Notice sent through email, contained the detailed procedure to be followed by the shareholders who were desirous of casting their votes electronically as provided in the Rule 20(4)(iii)(A) to (C) of the Companies (Management and Administration) Amendment Rules, 2015.
4. Pursuant to Rule 20(4)(v) of Companies (Management and Administration) Amendment Rules, 2015, the Company made an advertisement, which was published on 05<sup>th</sup> September 2018 in The Financial Express in English Newspaper and Pakshi Ka Sandesh in Hindi Newspaper. The notice published in the newspaper carried the required information as specified in the Rule 20(4)(v) (a) to (h) of Companies (Management and Administration) Amendment Rules, 2015.
5. At the end of the voting period on September 27<sup>th</sup>, 2018 at 5.00 p.m., the voting Portal of the service provider was blocked forthwith. On September 28<sup>th</sup>, 2018 after Annual General Meeting the votes cast through e-voting facility were duly unblocked by me, as a Scrutinizer, in the presence of two witnesses who were not in employment of the company, as prescribed in sub Rule (4)(xii) of said Rule 20 of Companies (Management and Administration) Amendment Rules, 2015.
6. The Corporate members who had participated in the remote e-voting had provided the scanned copy of the resolution passed at the Board of Director for authorization to exercise their votes through e-voting.

As a Scrutinizer the report of the e-voting carried by the shareholders was duly complied, the detail of which are as follows:

**Resolution No.1 - Ordinary Resolution for Adoption of Audited Financial Statements of the Company for the year ended 31st March, 2018, including the Audited Balance Sheet as at 31st March, 2018, the Statement of Profit & Loss and Cash Flow Statement for the year ended on that date together with the Reports of the Board of Directors and Auditors thereon.**

Particulars	No. of Members who cast their votes electronically	No. of Equity Shares of the Nominal Value of Rs.10/- each. (Votes)	% age of the Total Votes received	% age of paid - up share capital of the Company
Total Votes received by electronic mode	39	1150	100	0.027
Total Number of Invalid Votes	0	0	0	0
Total Number of Votes against the resolution	0	0	0	0
Total Number of Votes in favour of Resolution	39	1150	100	0.027





**Resolution No. 2 - Ordinary Resolution to appoint a Director in place of Mrs. Asha Mehta (DIN: 00043841), who retires by rotation, and being eligible offers herself for re-appointment.**

Particulars	No. of Members who cast their votes electronically	No. of Equity Shares of the Nominal Value of Rs.10/- each. (Votes)	% age of the Total Votes received	% age of paid - up share capital of the Company
Total Votes received by electronic mode	39	1150	100	0.027
Total Number of Invalid Votes	0	0	0	0
Total Number of Votes against the resolution	0	0	0	0
Total Number of Votes in favour of Resolution	39	1150	100	0.027

**Resolution No. 3- Ordinary Resolution for Appointment of M/s. M. Vashisht & CO., Chartered Accountants as Statutory Auditors & fixing their remuneration thereof.**

Particulars	No. of Members who cast their votes electronically	No. of Equity Shares of the Nominal Value of Rs.10/- each. (Votes)	% age of the Total Votes received	% age of paid - up share capital of the Company
Total Votes received by electronic mode	39	1150	100	0.027
Total Number of Invalid Votes	0	0	0	0
Total Number of Votes against the resolution	0	0	0	0
Total Number of Votes in favour of Resolution	39	1150	100	0.027

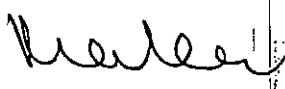


I hereby confirm that I am maintaining the registers received from the service provider both electronically and manually in respect of the votes cast through e-voting by the shareholders of the Company. I have handed over all the relevant records to the Company Secretary of the Company who is authorised by the Board.

Thanking you,

Yours Faithfully,

For Mahendra Khandelwal & Co.  
Practicing Company Secretaries

  
Mahendra Prakash Khandelwal  
Proprietor  
M. No. 6266  
C.P. No. 4459



Place: Jaipur  
Dated: 29/09/2018

# MAHENDRA, KHANDELWAL & COMPANY

Company Secretaries

Address:-202, Prism Tower, Opp. PHQ, Lalkothi, Tonk Road, Jaipur-302015

Phone No. 0141-4112199 Mo. 09828046652 e\_mail:mahendra927@gmail.com

## COMBINED SCRUTINIZER REPORT FOR E-VOTING & POLL FOR SOFCOM SYSTEMS LIMITED

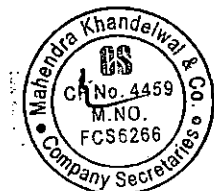
To,  
The Chairman,  
Sofcom Systems Limited  
D-36, Subhash Marg, Flat No. 802 Sheel Mohar Apartment,  
C-Scheme, Jaipur, Rajasthan-302001

**Subject:** Consolidated Scrutinizer's Report on remote e-voting pursuant to the Provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 and amendments thereto and voting through poll (ballot) pursuant to the Provisions of Section 109 of the Companies Act, 2013 read with Rule 21 of The Companies (Management and Administration) Rules, 2014, and amendments thereto at the 23<sup>rd</sup> Annual General Meeting of the Equity Shareholders of Sofcom Systems Limited held on Friday, 28<sup>th</sup> September, 2018 at 11:00 A.M, at D-36, Subhash Marg, Flat No. 802 Sheel Mohar Apartment, C-Scheme, Jaipur, Rajasthan-302001 .

Dear Sir,

The Board of the Company had appointed me as Scrutinizer for the remote e-voting between 25<sup>th</sup> September, 2018 (9.00 A.M.) to 27<sup>th</sup> September, 2018 (5.00 P.M.) and the Chairman of the 23<sup>rd</sup> Annual General Meeting ("AGM") has also appointed me as the scrutinizer for the poll held at the 23<sup>rd</sup> Annual General Meeting of the Company on 28<sup>th</sup> September, 2018.

The Company had appointed M/s. National Securities Depository Limited for e- voting platform as the service provider, for extending the facility of electronic voting to the shareholders of the Company from Tuesday, September, 25<sup>th</sup>, 2018 (9:00 A.M.) to Thursday, September, 27<sup>th</sup>, 2018 (5:00 P.M.). The e-voting results were unblocked by me on 28/09/2018 after the Annual General Meeting of the company in the presence of two witnesses. For further details kindly refer my Scrutinizer's report dated 29/09/2018 attached herewith.



At the 23<sup>rd</sup> Annual General Meeting of the Company held on 28<sup>th</sup> September, 2018, the Chairman of the Company had suo moto called for a poll to facilitate the members present in the meeting who could not participate in the e-voting to record their votes through the poll process. The Chairman of the Annual General Meeting had appointed me as the Scrutinizer for the same. For further details kindly refer to my Scrutinizer's report in Form MGT-13 dated 29/09/2018.

Thereafter the consolidated detail containing inter alia, list of Equity Share Holders, who votes "for", "against" or "abstained", in respect of the each of the resolution that were put to vote, were generated from the e-voting website M/s National Securities Depository Limited (i.e.) [www.evoting.nsdl.com](http://www.evoting.nsdl.com) and based on such reports generated, the result of the e-voting is as under:

The result of the E- voting together with that of the poll is as under

**AGENDA ITEM NO: - 1**

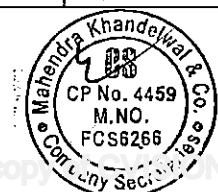
*Ordinary Resolution for Adoption of Audited Financial Statements of the Company for the year ended 31st March, 2018, including the Audited Balance Sheet as at 31st March, 2018, the Statement of Profit & Loss and Cash Flow Statement for the year ended on that date together with the Reports of the Board of Directors and Auditors thereon.*

Mode of voting	Total valid votes	No of votes in favour		No of votes against		Invalid votes
		No of shares held	% of total valid votes cast	No of shares held	% of total valid votes cast	
By poll	3400000	3400000	100	0	0	0
Remote E-voting	1150	1150	100	0	0	0
<b>Total</b>	<b>3401150</b>	<b>3401150</b>	<b>100</b>	<b>0</b>	<b>0</b>	<b>0</b>

**AGENDA ITEM NO: - 2**

*Ordinary Resolution to appoint a Director in place of Mrs. Asha Mehta (DIN: 00043841), who retires by rotation, and being eligible offers herself for re-appointment.*

Mode of voting	Total valid votes	No of votes in favour		No of votes against		Invalid votes
		No of shares held	% of total valid votes cast	No of shares held	% of total valid votes cast	
By poll	3400000	3400000	100	0	0	0
Remote E-voting	1150	1150	100	0	0	0
<b>Total</b>	<b>3401150</b>	<b>3401150</b>	<b>100</b>	<b>0</b>	<b>0</b>	<b>0</b>



AGENDA ITEM NO: -3

*Ordinary Resolution for Appointment of M/s. M. Vashisht & CO., Chartered Accountants as Statutory Auditors & fixing their remuneration thereof.*

Mode of voting	Total valid votes	No of votes in favour		No of votes against		Invalid votes
		No of shares held	% of total valid votes cast	No of shares held	% of total valid votes cast	
By poll	3400000	3400000	100	0	0	0
Remote E-voting	1150	1150	100	0	0	0
Total	3401150	3401150	100	0	0	0


All the Resolutions stand passed under e-voting and poll with the requisite majority.

I hereby confirm that I am maintaining the registers received from the Service Provider both electronically and manually, in respect of the votes cast through e- voting and poll by the shareholders of the Company. I have handed over all the relevant records to the Company Secretary of the Company who is authorised by the Board.

Thanking you,

Yours Faithfully,

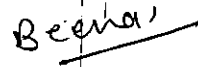
For Mahendra Khandelwal & Co.  
Practicing Company Secretaries

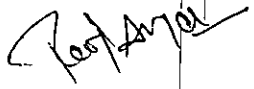
  
Mahendra Prakash Khandelwal  
Proprietor  
M. No. 6266  
C.P. No. 4459



Place: Jaipur  
Dated: 29/09/2018

Witness:

1. Beena Khandelwal   
D/o Gordhan khandelwal  
Add: Plot no. 3, Ganesh Colony, Amer Road, Jaipur

2. Pooja Vyas   
D/o Avadh Bihari Vyas  
Add: A-5, Banipark, Jaipur

# SOFCOM



SOFCOM Systems Ltd.

D-36, Subhash Marg,

Flat No. 802,

Sheel Mohar Apartment,

C- Scheme, Jaipur - 302001

Tele: 91-141-2340221/2346283

Fax: 91-141-2348019

<http://www.sofcomsystems.com>

Email - [sofcomsystemsltd@gmail.com](mailto:sofcomsystemsltd@gmail.com)

CIN-L72200RJ1995PLC10192

## ANNEXURE II

### VOTING RESULTS OF THE 23<sup>rd</sup> ANNUAL GENERAL MEETING OF SOFCOM SYSTEMS LIMITED HELD ON FRIDAY, SEPTEMBER 28<sup>th</sup>, 2018.

S. No.	Agenda	Resolution required	Mode Of Voting	Remarks
1.	Adoption of Audited Financial Statements of the Company for the year ended 31 <sup>st</sup> March, 2018, including the Audited Balance Sheet as at 31 <sup>st</sup> March, 2018, the Statement of Profit & Loss and Cash Flow Statement for the year ended on that date together with the Reports of the Board of Directors and Auditors thereon	Ordinary Resolution	E-voting and poll at the AGM	Passed with Requisite Majority
2.	Appoint a Director in place of Mrs. Asha Mehta (DIN: 00043841), who retires by rotation, and being eligible offers herself for re-appointment.	Ordinary Resolution	E-voting and poll at the AGM	Passed with Requisite Majority
3.	Appointment of M/s. M. Vashisht & CO., Chartered Accountants as Statutory Auditors & fixing their remuneration thereof.	Ordinary Resolution	E-voting and poll at the AGM	Passed with Requisite Majority



*[Handwritten signature]*

Annexure-II

Sofcom Systems Limited 23 <sup>rd</sup> Annual General Meeting (AGM) Voting Results	
Date of the AGM	September 28 <sup>th</sup> , 2018
Total number of shareholders on record date (i.e. 21 <sup>st</sup> September, 2018- cut-off date for voting purpose)	254
<b>No. of shareholders present in the meeting either in person through proxy:</b>	
Promoters and promoter group:	2
Public:	7
<b>No. of shareholders attended the meeting through Video Conferencing:</b>	
Promoters and Promoter group:	Not Arranged
Public:	

Agenda-wise disclosure

**Item No. 1:**

*Ordinary Resolution for Adoption of Audited Financial Statements of the Company for the year ended 31<sup>st</sup> March, 2018, including the Audited Balance Sheet as at 31<sup>st</sup> March, 2018, the Statement of Profit & Loss and Cash Flow Statement for the year ended on that date together with the Reports of the Board of Directors and Auditors thereon.*

Resolution Required(Ordinary/Special):				Ordinary Resolution				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes polled or 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	E- voting	3016600	0	0	0	0	0	0
	Poll		3016600	100	3016600	0	100	0
	<b>Total</b>		<b>3016600</b>	<b>3016600</b>	<b>100</b>	<b>3016600</b>	<b>0</b>	<b>100</b>
Public - Institutions	E- voting	0	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	<b>Total</b>		<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>



*Trilok Kanwar*

Public - Non institutions	E- voting	1138400	1150	0.10	1150	0	100	0
	Poll		383400	33.67	383400	0	100	0
	<b>Total</b>	<b>1138400</b>	<b>384550</b>	<b>33.77</b>	<b>384550</b>	<b>0</b>	<b>100</b>	<b>0</b>
<b>Total</b>		<b>4155000</b>	<b>3401150</b>	<b>81.85</b>	<b>3401150</b>	<b>0</b>	<b>100</b>	<b>0</b>

**Item No. 2:**

*Ordinary Resolution to appoint a Director in place of Mrs. Asha Mehta (DIN: 00043841), who retires by rotation, and being eligible offers herself for re-appointment.*

Resolution Required(Ordinary/Special):				Ordinary Resolution				
Whether promoter/promoter group are interested in the agenda/resolution?				Yes				
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes polled or 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	E- voting	3016600	0	0	0	0	0	0
	Poll		3016600	100	3016600	0	100	0
	<b>Total</b>		<b>3016600</b>	<b>3016600</b>	<b>100</b>	<b>3016600</b>	<b>0</b>	<b>100</b>
Public - Institutions	E- voting	0	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	<b>Total</b>		<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>
Public - Non institutions	E- voting	1138400	1150	0.10	1150	0	100	0
	Poll		383400	33.67	383400	0	100	0
	<b>Total</b>	<b>1138400</b>	<b>384550</b>	<b>33.77</b>	<b>384550</b>	<b>0</b>	<b>100</b>	<b>0</b>
<b>Total</b>		<b>4155000</b>	<b>3401150</b>	<b>81.85</b>	<b>3401150</b>	<b>0</b>	<b>100</b>	<b>0</b>





**Item No. 3:**

*Ordinary Resolution for Appointment of M/s. M. Vashisht & CO., Chartered Accountants as Statutory Auditors & fixing their remuneration thereof.*

Resolution Required(Ordinary/Special):				Ordinary Resolution				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes polled or 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	E- voting	3016600	0	0	0	0	0	0
	Poll		3016600	100	3016600	0	100	0
	<b>Total</b>		<b>3016600</b>	<b>3016600</b>	<b>100</b>	<b>3016600</b>	<b>0</b>	<b>100</b>
Public - Institutions	E- voting	0	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	<b>Total</b>		<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>
Public - Non institutions	E- voting	1138400	1150	0.10	1150	0	100	0
	Poll		383400	33.67	383400	0	100	0
	<b>Total</b>		<b>1138400</b>	<b>384550</b>	<b>33.77</b>	<b>384550</b>	<b>0</b>	<b>100</b>
<b>Total</b>		<b>4155000</b>	<b>3401150</b>	<b>81.85</b>	<b>3401150</b>	<b>0</b>	<b>100</b>	<b>0</b>



*Handwritten signature: Anil J. Jhoo*