

Date: 25.09.2014

To

**BSE Limited**  
**Phiroze Jeejeebhoy Towers,**  
**Dalal Street, Fort**  
**Mumbai-400 001**

**Kind Atten: Corporate Relationship Department**

**Sub: Information under Clause 35A of the Listing Agreement and Outcome of the AGM**

### VOTING RESULTS OF THE 25<sup>TH</sup> ANNUAL GENERAL MEETING

Date of the AGM	September 24 <sup>th</sup> , 2014
Total Number of Shareholders on record date	7081
No. of Shareholders present in the meeting either in person or through proxy - 104	

#### Agenda Wise

Item No.	Details of the agenda	Resolution Required (Ordinary/ Special)	Mode of Voting
1	Adoption of Statement of Profit and Loss, Balance Sheet, Report of Board of Directors and Auditors for the year ended March 31, 2014.	Ordinary	E-voting/ Poll
2	Re-appointment of Mr Pankaj Shrimali (DIN: 00013142) as a Director of the Company.	Ordinary	E-voting/ Poll
3	Re-appointment of Mr Aman Sawhney (DIN: 00323283) as a Director of the Company.	Ordinary	E-voting/ Poll
4	Re - appointment of M/s. S. Kapoor & Associates & Co., Chartered Accountants as Auditors.	Ordinary	E-voting/ Poll
5	Appointment of Mr. Umong Sethi (DIN: 05330983) as an Independent Director.	Ordinary	E-voting/ Poll
6	Appointment of Mrs. Neena Sethi (DIN: 06936951) as an Independent Director.	Ordinary	E-voting/ Poll
7	Re-appointment of Mr. Gauri Shanker Goyal (DIN: 00601765) as an Independent Director.	Ordinary	E-voting/ Poll



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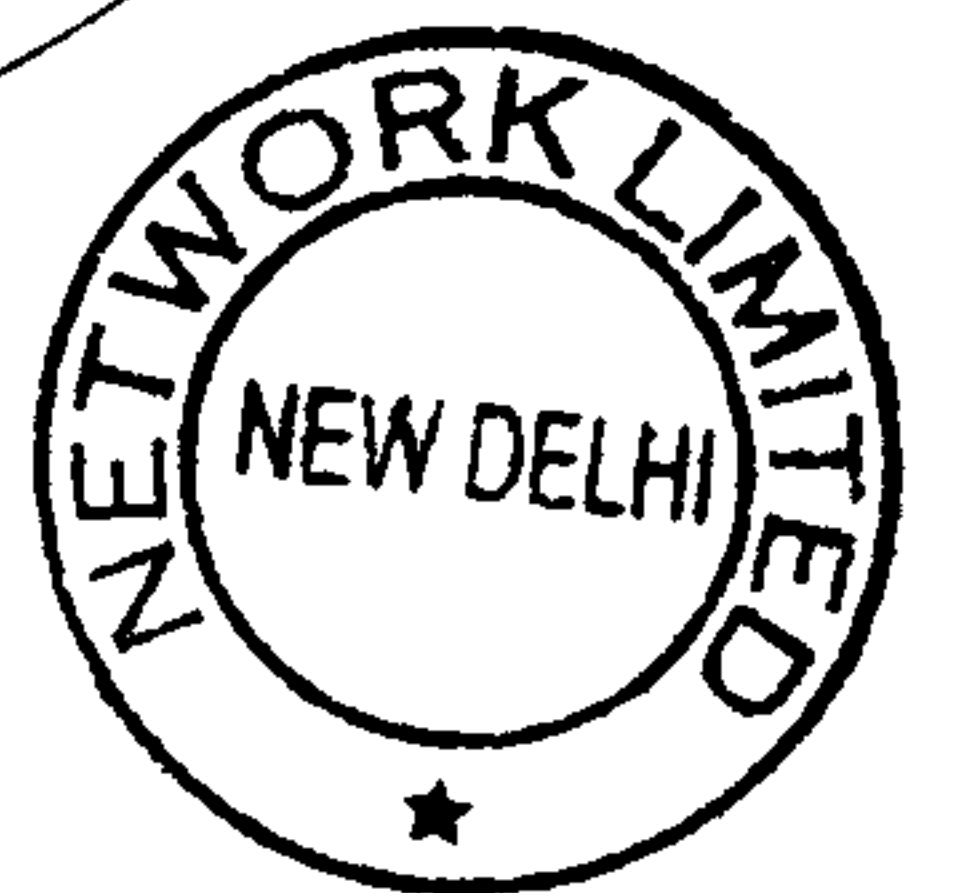
**Network Limited**

8	Re-appointment of Mr. Vijay Kalra (DIN: 01062644) as an Independent Director.	Ordinary	E-voting/ Poll
9	Special resolution under Section 180 (1) (c) of the Companies Act, 2013 for approving borrowing limit.	Special	E-voting/ Poll
10	Special resolution under Section 180 (1) (a) of the Companies Act, 2013 for creation of security.	Special	E-voting/ Poll
11	Special resolution under Section 42 of the Companies Act, 2013, for private placement of securities.	Special	E-voting/ Poll
12	Special resolution under Section 186 of the Companies Act, 2013, for investment in excess of specified limits, in the stock market.	Special	E-voting/ Poll
13	Special resolution under Section 186 of the Companies Act, 2013 for investment in excess of specified limits, in securities of other body corporates.	Special	E-voting/ Poll

And in case of Poll and E-voting:

(1) **Details of the voting result as per clause 35A of the listing Agreement in respect of Ordinary Resolution passed for Adoption of Annual Accounts, Report of Board of Directors and Auditors of the Company**

Promoter / Public	No. of Shares held (1)	No. of votes polled (2)	% of Votes polled on outstanding shares (3) = [(2)/(1)]*100	No. of votes – in favour (4)	No. of votes – in against (5)	% Votes in favour on votes polled (6)= [(4)/(2)]*100	% of Votes against on votes polled (7)= [(5)/(2)]*100
Promoter and Promoter Group	29751906	8240000	27.695%	8240000	0	100%	0%
Public – Institutional holders	8300	0	0%	0	0	0%	0%
Public-others	19388292	15952164	82.28%	15952164	0	100%	0%
Total	49148498	24192164		24192164			

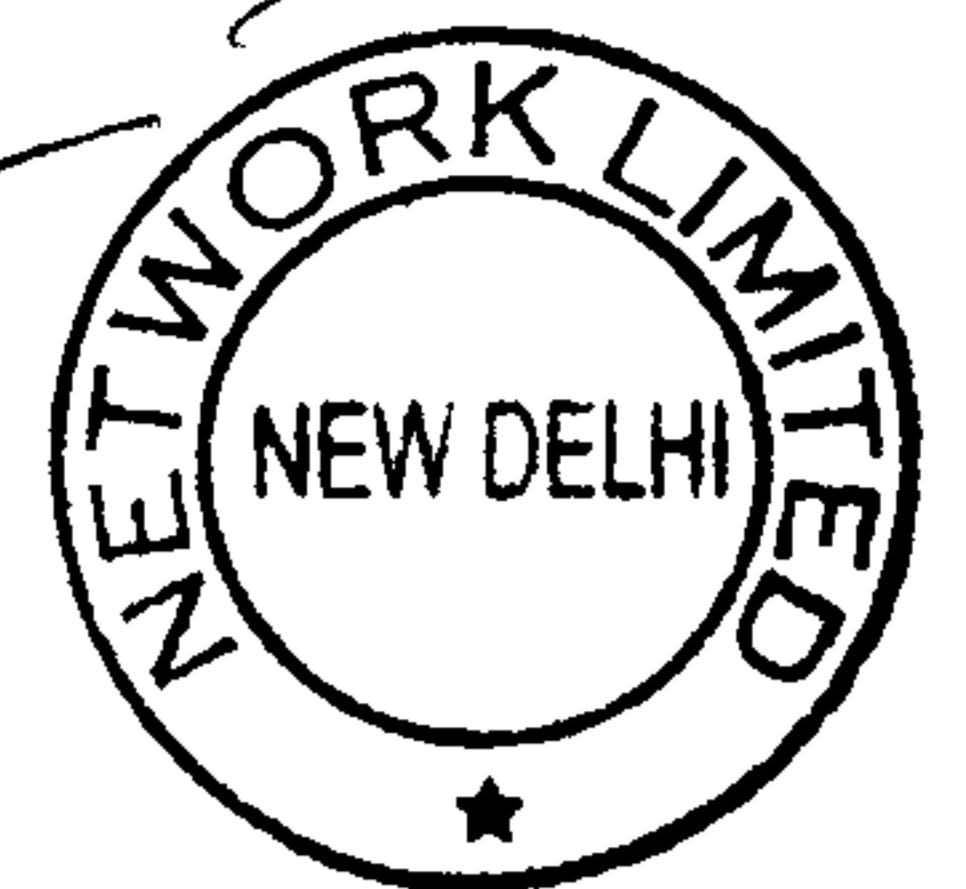


(2) Details of the voting result as per clause 35A of the Listing Agreement in respect of Ordinary Resolution passed for Reappointment of Mr. Pankaj Shrimali

Promoter / Public	No. of Shares held (1)	No. of votes polled (2)	% of Votes polled on outstanding shares (3) = [(2)/(1)]*100	No. of votes – in favour (4)	No. of votes – in against (5)	% Votes in favour on votes polled (6)= [(4)/(2)]*100	% of Votes against on votes polled (7)= [(5)/(2)]*100
Promoter and Promoter Group	29751906	8240000	27.695%	8240000	0	100%	0%
Public – Institutional holders	8300	0	0%	0	0	0%	0%
Public-others	19388292	15952163	82.28%	15952163	0	100%	0%
Total	49148498	24192163		24192163			

(3) Details of the voting result as per clause 35A of the Listing Agreement in respect of Ordinary Resolution passed for Reappointment of Mr. Aman Sawhney.

Promoter / Public	No. of Shares held (1)	No. of votes polled (2)	% of Votes polled on outstanding shares (3) = [(2)/(1)]*100	No. of votes – in favour (4)	No. of votes – in against (5)	% Votes in favour on votes polled (6)= [(4)/(2)]*100	% of Votes against on votes polled (7)= [(5)/(2)]*100
Promoter and Promoter Group	29751906	8240000	27.695%	8240000	0	100%	0%
Public – Institutional holders	8300	0	0%	0	0	0%	0%
Public-others	19388292	15952163	82.28%	15952163	0	100%	0%
Total	49148498	24192163		24192163			

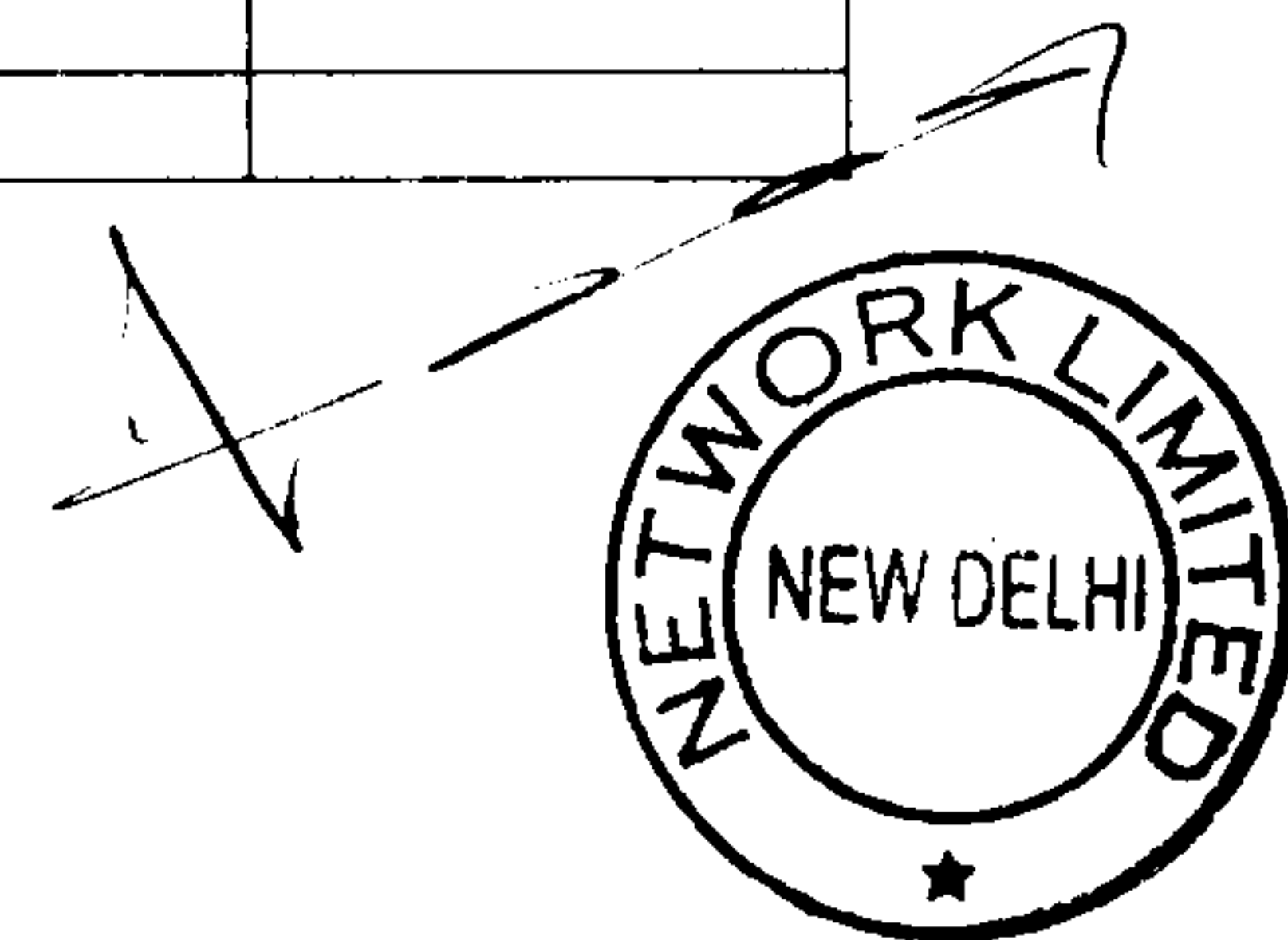


(4) **Details of the voting result as per clause 35A of the Listing Agreement in respect of Ordinary Resolution passed for Re - appointment of M/s. S. Kapoor & Associates & Co., Chartered Accountants as Statutory Auditors:**

Promoter / Public	No. of Shares held (1)	No. of votes polled (2)	% of Votes polled on outstanding shares (3) = [(2)/(1)]*100	No. of votes – in favour (4)	No. of votes – in against (5)	% Votes in favour on votes polled (6)= [(4)/(2)]*100	% of Votes against on votes polled (7)= [(5)/(2)]*100
Promoter and Promoter Group	29751906	8240000	27.695%	8240000	0	100%	0%
Public – Institutional holders	8300	0	0%	0	0	0%	0%
Public-others	19388292	15952163	82.28%	15952163	0	100%	0%
<b>Total</b>	<b>49148498</b>	<b>24192163</b>		<b>24192163</b>			

(5) **Details of the voting result as per clause 35A of the Listing Agreement in respect of Ordinary Resolution passed for Re - appointment of Mr. Umong Sethi as Independent Director:**

Promoter / Public	No. of Shares held (1)	No. of votes polled (2)	% of Votes polled on outstanding shares (3) = [(2)/(1)]*100	No. of votes – in favour (4)	No. of votes – in against (5)	% Votes in favour on votes polled (6)= [(4)/(2)]*100	% of Votes against on votes polled (7)= [(5)/(2)]*100
Promoter and Promoter Group	29751906	8240000	27.695%	8240000	0	100%	0%
Public – Institutional holders	8300	0	0%	0	0	0%	0%
Public-others	19388292	15952164	82.28%	15952164	0	100%	0%
<b>Total</b>	<b>49148498</b>	<b>24192164</b>		<b>24192164</b>			



**(6) Details of the voting result as per clause 35A of the Listing Agreement in respect of Ordinary Resolution passed for Re - appointment of Mrs. Neena Sethi as Independent Director:**

Promoter / Public	No. of Shares held (1)	No. of votes polled (2)	% of Votes polled on outstanding shares (3) = [(2)/(1)]*100	No. of votes – in favour (4)	No. of votes – in against (5)	% Votes in favour on votes polled (6)= [(4)/(2)]*100	% of Votes against on votes polled (7)= [(5)/(2)]*100
Promoter and Promoter Group	29751906	8240000	27.695%	8240000	0	100%	0%
Public – Institutional holders	8300	0	0%	0	0	0%	0%
Public-others	19388292	15952163	82.28%	15951663	500	99.99%	0.01%
<b>Total</b>	<b>49148498</b>	<b>24192163</b>		<b>24191663</b>			

**(7) Details of the voting result as per clause 35A of the Listing Agreement in respect of Ordinary Resolution passed for Re - appointment of Mr. Gauri Shanker Goyal as Independent Director:**

Promoter / Public	No. of Shares held (1)	No. of votes polled (2)	% of Votes polled on outstanding shares (3) = [(2)/(1)]*100	No. of votes – in favour (4)	No. of votes – in against (5)	% Votes in favour on votes polled (6)= [(4)/(2)]*100	% of Votes against on votes polled (7)= [(5)/(2)]*100
Promoter and Promoter Group	29751906	8240000	27.695%	8240000	0	100%	0%
Public – Institutional holders	8300	0	0%	0	0	0%	0%
Public-others	19388292	15952163	82.28%	15952163	0	100%	0%
<b>Total</b>	<b>49148498</b>	<b>24192163</b>		<b>24192163</b>			



(8) **Details of the voting result as per clause 35A of the Listing Agreement in respect of Ordinary Resolution passed for Re - appointment of Mr. Vijay Kalra as Independent Director:**

Promoter / Public	No. of Shares held (1)	No. of votes polled (2)	% of Votes polled on outstanding shares (3) = [(2)/(1)]*100	No. of votes – in favour (4)	No. of votes – in against (5)	% Votes in favour on votes polled (6)= [(4)/(2)]*100	% of Votes against on votes polled (7)= [(5)/(2)]*100
Promoter and Promoter Group	29751906	8240000	27.695%	8240000	0	100%	0%
Public – Institutional holders	8300	0	0%	0	0	0%	0%
Public-others	19388292	15952163	82.28%	15952163	0	100%	0%
<b>Total</b>	<b>49148498</b>	<b>24192163</b>		<b>24192163</b>			

(9) **Details of the voting result as per clause 35A of the Listing Agreement in respect of Special Resolution passed for approving borrowing limit:**

Promoter / Public	No. of Shares held (1)	No. of votes polled (2)	% of Votes polled on outstanding shares (3) = [(2)/(1)]*100	No. of votes – in favour (4)	No. of votes – in against (5)	% Votes in favour on votes polled (6)= [(4)/(2)]*100	% of Votes against on votes polled (7)= [(5)/(2)]*100
Promoter and Promoter Group	29751906	8240000	27.695%	8240000	0	100%	0%
Public – Institutional holders	8300	0	0%	0	0	0%	0%
Public-others	19388292	15952164	82.28%	15951664	500	99.99%	0.01%
<b>Total</b>	<b>49148498</b>	<b>24192164</b>		<b>24191664</b>			

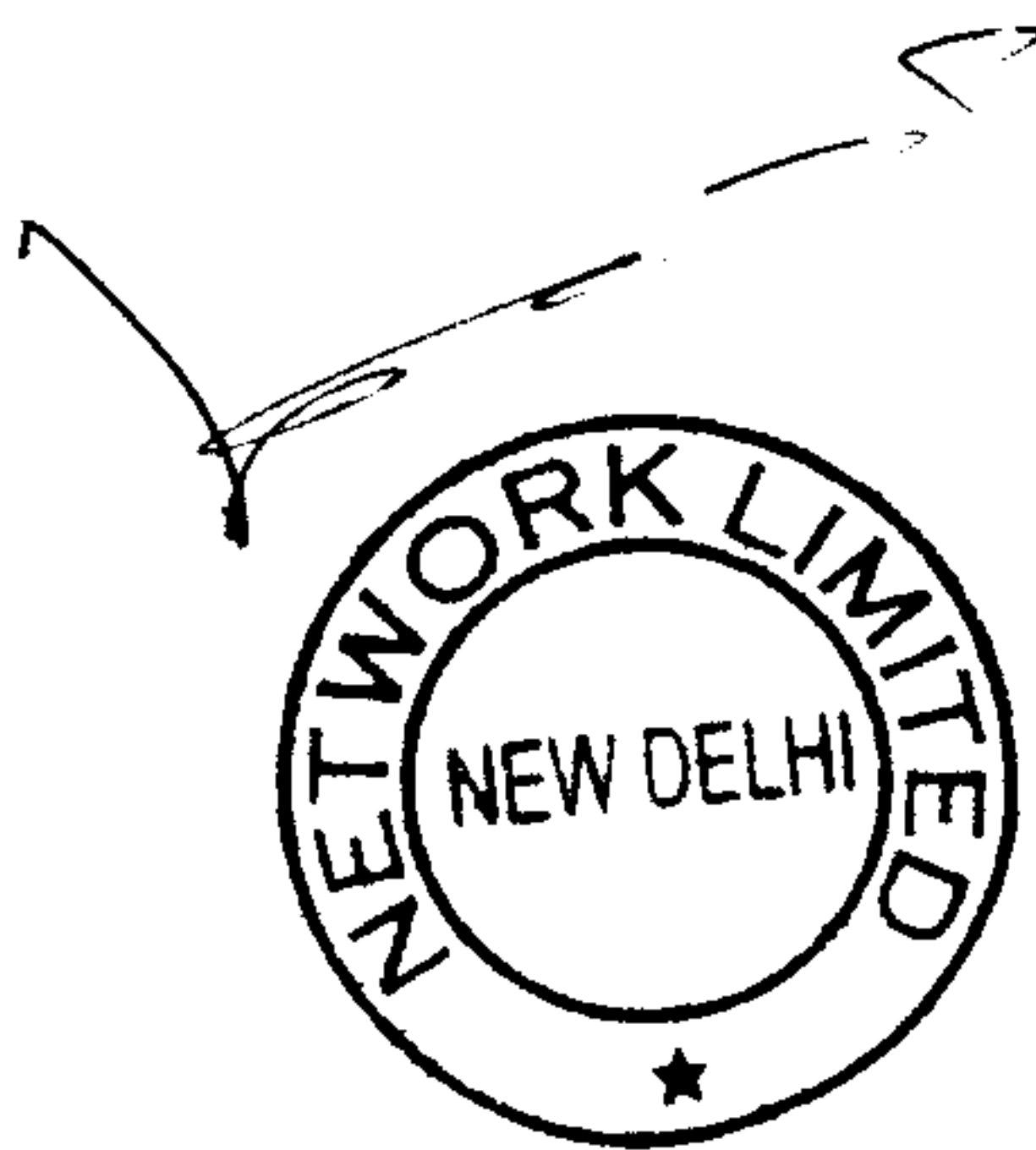


(10) Details of the voting result as per clause 35A of the Listing Agreement in respect of Special Resolution passed for creation of security:

Promoter / Public	No. of Shares held (1)	No. of votes polled (2)	% of Votes polled on outstanding shares (3) = [(2)/(1)]*100	No. of votes – in favour (4)	No. of votes – in against (5)	% Votes in favour on votes polled (6)= [(4)/(2)]*100	% of Votes against on votes polled (7)= [(5)/(2)]*100
Promoter and Promoter Group	29751906	8240000	27.695%	8240000	0	100%	0%
Public – Institutional holders	8300	0	0%	0	0	0%	0%
Public-others	19388292	15952163	82.28%	15951663	500	99.99%	0.01%
Total	49148498	24192163		24191663			

(11) Details of the voting result as per clause 35A of the Listing Agreement in respect of Special Resolution passed for private placement of securities:

Promoter / Public	No. of Shares held (1)	No. of votes polled (2)	% of Votes polled on outstanding shares (3) = [(2)/(1)]*100	No. of votes – in favour (4)	No. of votes – in against (5)	% Votes in favour on votes polled (6)= [(4)/(2)]*100	% of Votes against on votes polled (7)= [(5)/(2)]*100
Promoter and Promoter Group	29751906	8240000	27.695%	8240000	0	100%	0%
Public – Institutional holders	8300	0	0%	0	0	0%	0%
Public-others	19388292	15952163	82.28%	15951660	503	99.99%	0.01%
Total	49148498	24192163		24191660			



(12) Details of the voting result as per clause 35A of the Listing Agreement in respect of Special Resolution passed for investment in excess of specified limits, in the stock market:

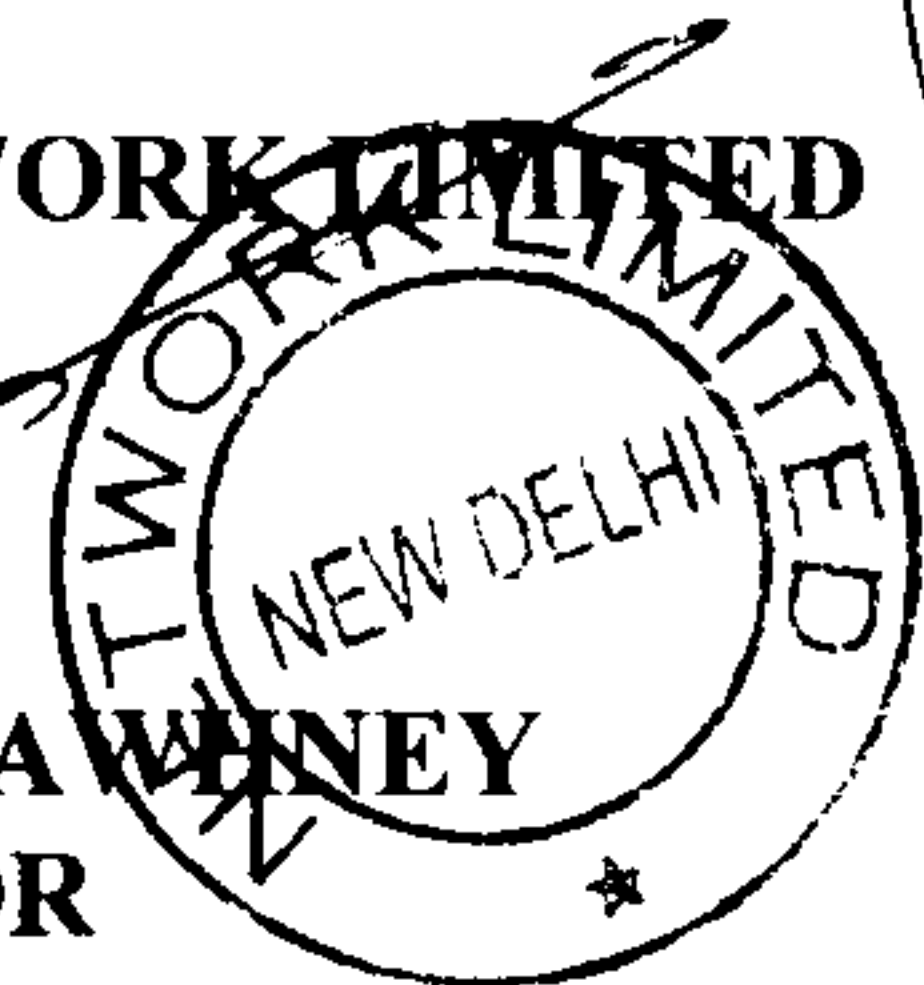
Promoter / Public	No. of Shares held (1)	No. of votes polled (2)	% of Votes polled on outstanding shares (3) = [(2)/(1)]*100	No. of votes – in favour (4)	No. of votes – in against (5)	% Votes in favour on votes polled (6)= [(4)/(2)]*100	% of Votes against on votes polled (7)= [(5)/(2)]*100
Promoter and Promoter Group	29751906	8240000	27.695%	8240000	0	100%	0%
Public – Institutional holders	8300	0	0%	0	0	0%	0%
Public-others	19388292	15952163	82.28%	15951663	500	99.99%	0.01%
Total	49148498	24192163		24191663			

(13) Details of the voting result as per clause 35A of the Listing Agreement in respect of Special Resolution passed for investment in excess of specified limits, in securities of other body corporate:

Promoter / Public	No. of Shares held (1)	No. of votes polled (2)	% of Votes polled on outstanding shares (3) = [(2)/(1)]*100	No. of votes – in favour (4)	No. of votes – in against (5)	% Votes in favour on votes polled (6)= [(4)/(2)]*100	% of Votes against on votes polled (7)= [(5)/(2)]*100
Promoter and Promoter Group	29751906	8240000	27.695%	8240000	0	100%	0%
Public – Institutional holders	8300	0	0%	0	0	0%	0%
Public-others	19388292	15952164	82.28%	15951664	500	99.99%	0.01%
Total	49148498	24192164		24191664			

For NETWORK LIMITED

ASHOK SAWNEY  
DIRECTOR



Encl:

1. Combined Report of Scrutinizer on e-voting and Poll
2. Report of Scrutinizer on e-voting



*AM & Associates*  
*Company Secretaries*

**Combined Scrutinizer Report for e-voting and Poll**

[Pursuant to Section 109 of the Companies Act, 2013 and Rule 21(2) of the Companies (Management and Administration) Rules, 2014]

To,  
The Chairman,  
Network Limited  
W-39, Okhla Industrial Area  
Phase-II, New Delhi- 110020

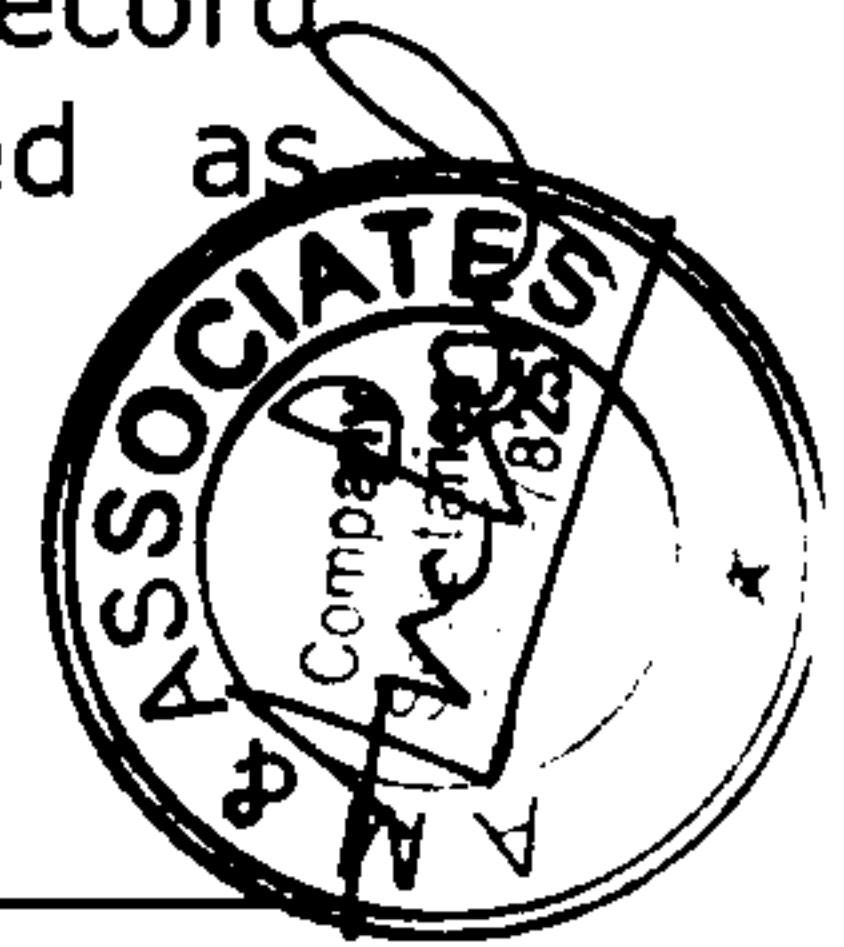
**Subject: Scrutinizer's Report on e-voting & poll conducted pursuant to the provisions of Section 108 & 109 of the Companies Act, 2013 read with Rule 20 & 21 of the Companies (Management & Administration) Rules, 2014 at the Annual General Meeting of the Equity Shareholders of Network Limited held on 24<sup>th</sup> September, 2014 at 2:00 p.m. at M.P.C.U Shah Auditorium, Shree Delhi Gujarati Samaj Marg, Civil Lines, Delhi -110 054.**

Dear Sir,

I, Anchal Mittal, Practicing Company Secretary, having office at B- 9/18, Krishna Nagar, Delhi - 110051 have been appointed as scrutinizer of Network Limited ("the Company") for the purpose of poll taken on the below mentioned resolutions, at the Annual General Meeting of the Equity Shareholders of Network Limited held on 24th September, 2014 at 2:00 p.m. at M.P.C.U Shah Auditorium, Shree Delhi Gujarati Samaj Marg, Civil Lines, Delhi -110 054.

The Company had appointed National Securities Depository Limited (NSDL) as the service provider for extending the facility of electronic voting to the shareholders of the Company from Thursday, September 18, 2014 at 9.00 A.M. to Saturday, September 20, 2014 at 6.00 P.M. The e voting results were unblocked by me on September 22, 2014 in presence of two witness. For further details refer my Scrutinizers' report dated September 22, 2014 attached herewith.

At the 25th Annual General Meeting of the Company held on September 24, 2014. The chairman of company had suo motto called for a poll to facilitate the members present in the meeting who could not participate in e-voting to record their votes through the poll process for which I had been appointed as Scrutinizer.



B-9/18, Krishna Nagar, Delhi-110051

☎ 011-47065707, 9818585707, ✉ ama.corpsol@gmail.com

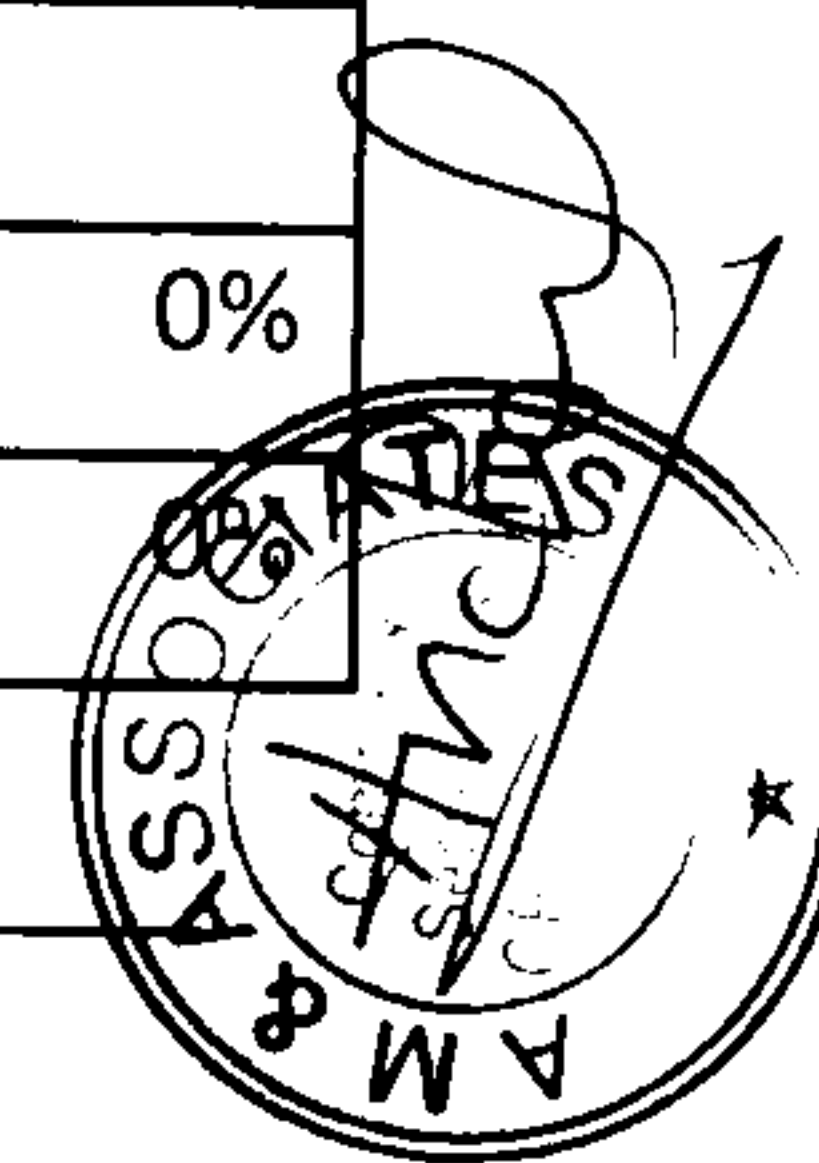
*AM & Associates*  
*Company Secretaries*

I submit my report as under:-

1. After the time fixed for closing of the poll by the Chairman, one ballot box kept for polling was locked in my presence with due identification marks placed by me.
2. The locked ballot boxes were subsequently opened in my presence and poll papers were diligently scrutinized. The poll papers were reconciled with the records maintained by the Company / Registrar and Transfer Agents of the Company and the authorizations lodged with the Company
3. The poll papers, which were incomplete and/or which were otherwise found defective have been treated as invalid and kept separately.
4. The result of the Poll is as under:

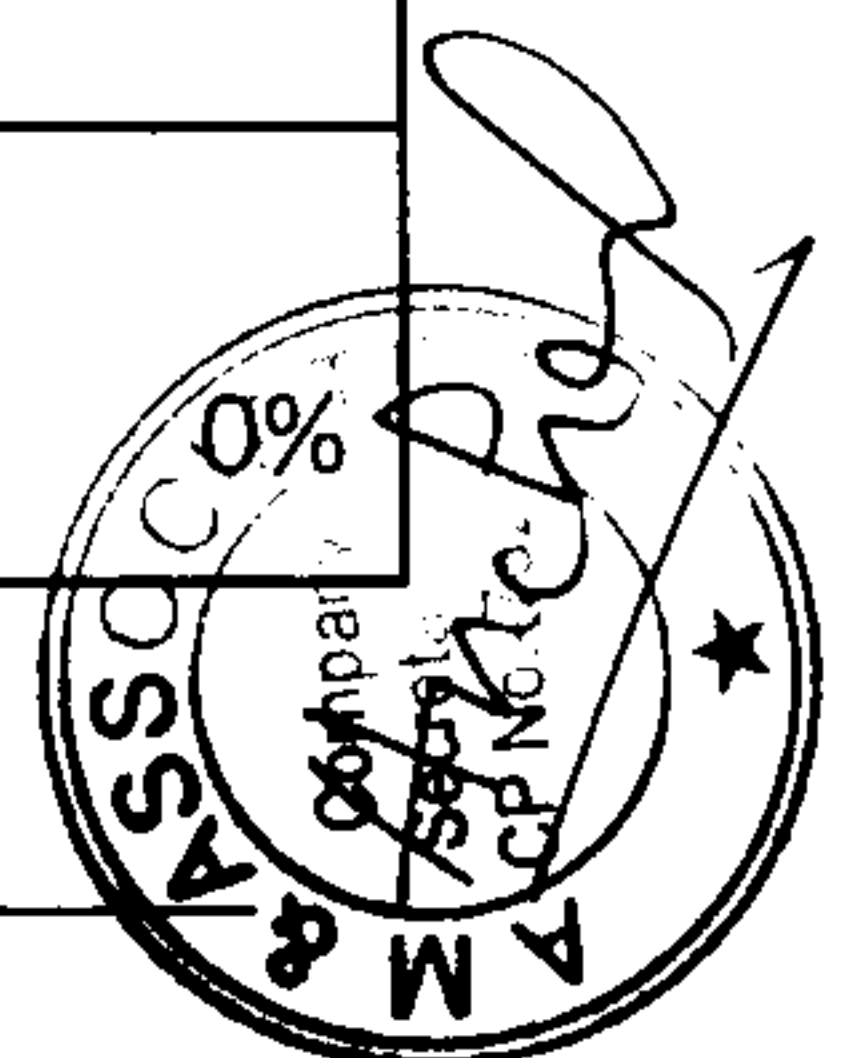
Agenda item of Notice	Particulars of voting	Votes in favour of the resolutions		Votes against the resolutions		Invalid Votes	
		Nos.	%	Nos.	%	Nos.	%
Item No. 1 of Notice (As an Ordinary resolution)	E-voting	10280604	100%	0	0%	0	0%
	Poll	13911560	100%	0	0%	5	0%
	<b>TOTAL</b>	<b>24192164</b>	<b>100%</b>	<b>0</b>	<b>0</b>	<b>5</b>	<b>0</b>
Item No. 2 of Notice (As an Ordinary resolution)	E-voting	10280604	100%	0	0%	0	0%
	Poll	13911559	100%	0	0%	6	0%
	<b>TOTAL</b>	<b>24192163</b>	<b>100%</b>	<b>0</b>	<b>0</b>	<b>6</b>	<b>0</b>
Item No. 3 of Notice (As an Ordinary resolution)	E-voting	10280604	100%	0	0%	0	0%
	Poll	13911559	100%	0	0%	6	0%
	<b>TOTAL</b>	<b>24192163</b>	<b>100%</b>	<b>0</b>	<b>0</b>	<b>6</b>	<b>0</b>
Item No. 4 of Notice	E-voting	10280604	100%	0	0%	0	0%
	Poll	13911559	100%	0	0%	6	0%

B-9/18, Krishna Nagar, Delhi-110051  
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*AM & Associates*  
*Company Secretaries*

(As an Ordinary resolution)	TOTAL	24192163	100%	0	0	6	0
Item No. 5 of Notice (As an Ordinary resolution)	E-voting	10280604	100%	0	0%	0	0%
	Poll	13911560	100%	0	0%	5	0%
	TOTAL	24192164	100%	0	0	5	0
Item No. 6 of Notice (As an Ordinary resolution)	E-voting	10280104	99.99%	500	0.01%	0	0%
	Poll	13911559	100%	0	0%	6	0%
	TOTAL	24191663	99.99%	500	0.0001	6	0
Item No. 7 of Notice (As an Ordinary resolution)	E-voting	10280604	100%	0	0%	0	0%
	Poll	13911559	100%	0	0%	6	0%
	TOTAL	24192163	100%	0	0	6	0
Item No. 8 of Notice (As an Ordinary resolution)	E-voting	10280604	100%	0	0%	0	0%
	Poll	13911559	100%	0	0%	6	0%
	TOTAL	24192163	100%	0	0	6	0
Item No. 9 of Notice (As a Special resolution)	E-voting	10280104	99.99%	500	0.01%	0	0%
	Poll	13911560	100%	0	0%	5	0%
	TOTAL	24191664	99.99%	500	0.0001	5	0
Item No. 10 of Notice (As a Special resolution)	E-voting	10280104	99.99%	500	0.01%	0	0%
	Poll	13911559	100%	0	0%	6	0%
	TOTAL	24191663	99.99%	500	0.0001	6	0
Item No.	E-voting	10280101	99.99%	503	0.01%	0	0%



B-9/18, Krishna Nagar, Delhi-110051

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*AM & Associates*  
*Company Secretaries*

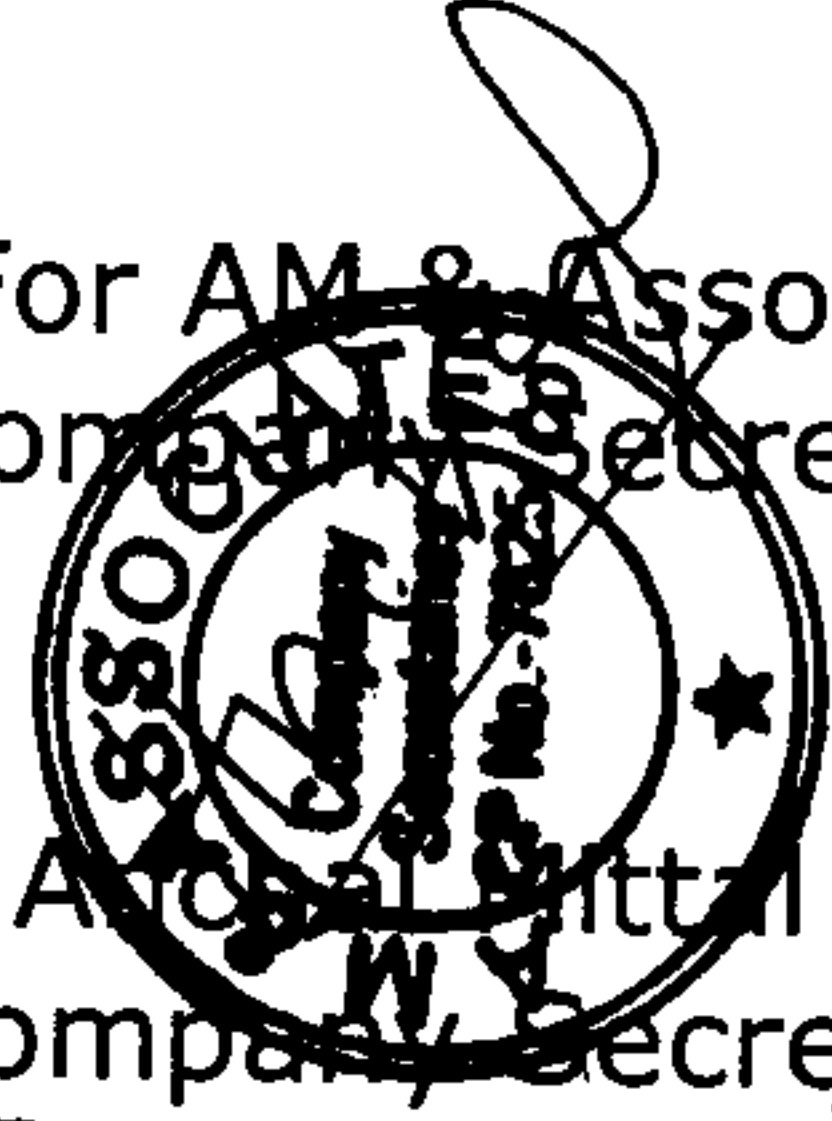
11 of Notice (As a Special resolution)	Poll	13911559	100%	0	0%	6	0%
	<b>TOTAL</b>	<b>24191660</b>	<b>99.99%</b>	<b>503</b>	<b>0.0001</b>	<b>6</b>	<b>0</b>
Item No. 12 of Notice (As a Special resolution)	E-voting	10280104	99.99%	500	0.01%	0	0%
	Poll	13911559	100%	0	0%	6	0%
	<b>TOTAL</b>	<b>24191663</b>	<b>99.99%</b>	<b>500</b>	<b>0.0001</b>	<b>6</b>	<b>0</b>
Item No. 13 of Notice (As a Special resolution)	E-voting	10280104	99.99%	500	0.01%	0	0%
	Poll	13911560	100%	0	0%	5	0%
	<b>TOTAL</b>	<b>24191664</b>	<b>99.99%</b>	<b>500</b>	<b>0.0001</b>	<b>5</b>	<b>0</b>

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

Thanking you,

Yours faithfully

Place: New Delhi  
Date: 25.09.2014

For AM & Associates  
Company Secretaries  
  
Anoop Mittal  
Company Secretary  
C. P. No.: 7825

B-9/18, Krishna Nagar, Delhi-110051

☎ 011-47065707, 9818585707, ✉ ama.corpsol@gmail.com

*AM & Associates*  
*Company Secretaries*

**Scrutinizer(s) Report**

[Pursuant to Section 108 of the Companies Act, 2013 and Rule 20(xi) of the Companies (Management and Administration) Rules, 2014]

To,  
The Chairman,  
Network Limited  
W-39, Okhla Industrial Area  
Phase-II, New Delhi- 110020

**Annual General Meeting of the Equity Shareholders of Network Limited to be held on 24<sup>th</sup> September, 2014 at 2:00 p.m. at M.P.C.U Shah Auditorium, Shree Delhi Gujarati Samaj Marg, Civil Lines, Delhi -110 054.**

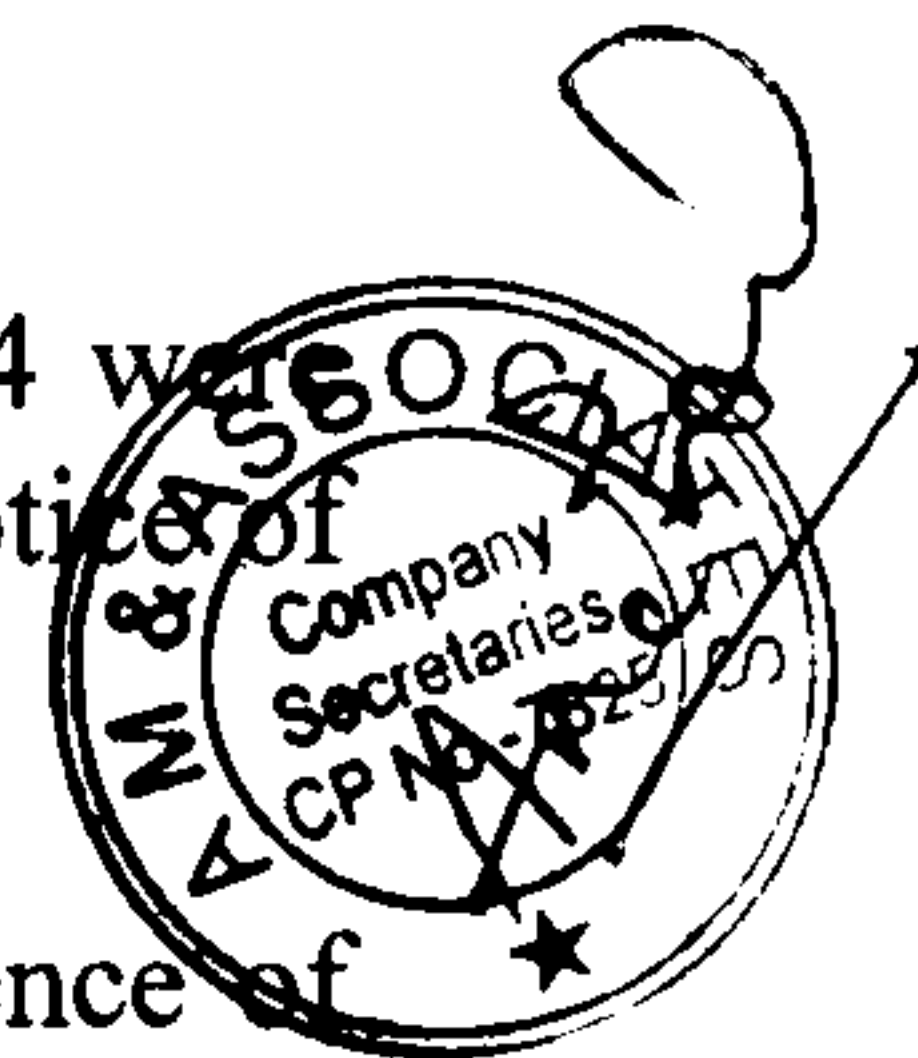
Dear Sir,

I, Anchal Mittal, Practicing Company Secretary, having office at B- 9/18, Krishna Nagar, Delhi - 110051 have been appointed as scrutinizer of Network Limited ("the Company") for the purpose of scrutinizing the e-voting process in a fair and transparent manner & ascertaining the requisite majority on e- voting carried out as per the provision of Section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014 on below mentioned Resolution(s), at the Annual General Meeting of the Equity Shareholders of Network Limited to be held on 24<sup>th</sup> September, 2014 at 2:00 p.m. at M.P.C.U Shah Auditorium, Shree Delhi Gujarati Samaj Marg, Civil Lines, Delhi -110 054.

The management of the company shall be responsible to ensure the compliances with the requirement of Companies Act, 2013 and rules relating to voting through electronic means on the resolution contained in the notice of Annual General Meeting of the Equity Shareholders of Network Limited to be held on 24<sup>th</sup> September, 2014. My responsibility as a scrutinizer for the e voting process is restricted to make a scrutinizer's report of the votes cast in "favour" or "against" the above resolutions stated above based on the report generated from the e voting system provided by NSDL the authorized agency to provide e-voting facilities engaged by the company

We submit our report as under:

1. The e- voting period remained open from 18<sup>th</sup> September, 2014 (9.00 A.M) to 20<sup>th</sup> September, 2014 (6.00 P.M)
2. The Shareholders holding shares as on the "cut off" date i.e 20<sup>th</sup> August, 2014 were entitled to vote on the proposed Resolution (item no. 1 to 13 as set out in the Notice of the AGM of Network Limited
3. The votes were unblocked on 20<sup>th</sup> September, 2014 around 7.30 P.M in presence of two witness:



B-9/18, Krishna Nagar, Delhi-110051


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S.No	NAME OF WITNESS	ADDRESS
01	Pratibha Gupta	C/o Shri Satya Prakash Gupta B-2 Joshi Colony, IP Extension Delhi-110092
02	Bhasker Dubey	C/o Shri Neeraj Tewari A-175, Suraj Mal Vihar, Delhi- 110092

Who are not in the employment of the Company. They have signed below in confirmation of the votes being unblocked in their presence.

  
(Signature)  
Pratibha Gupta

  
(Signature)  
Bhasker Dubey

4. Thereafter, the details containing, inter-alia, list of Equity Shareholders, who voted "For" and "Against", were downloaded from the e-voting website of National Securities Depository Limited (<https://www.evoting.nsdl.com>),

5. The result of the e-voting as under:

**(5.1) Ordinary Resolution to consider and adopt the Annual Accounts, Report of Board of Directors and Auditors of the Company.**

(i) Voted in favour of the resolution

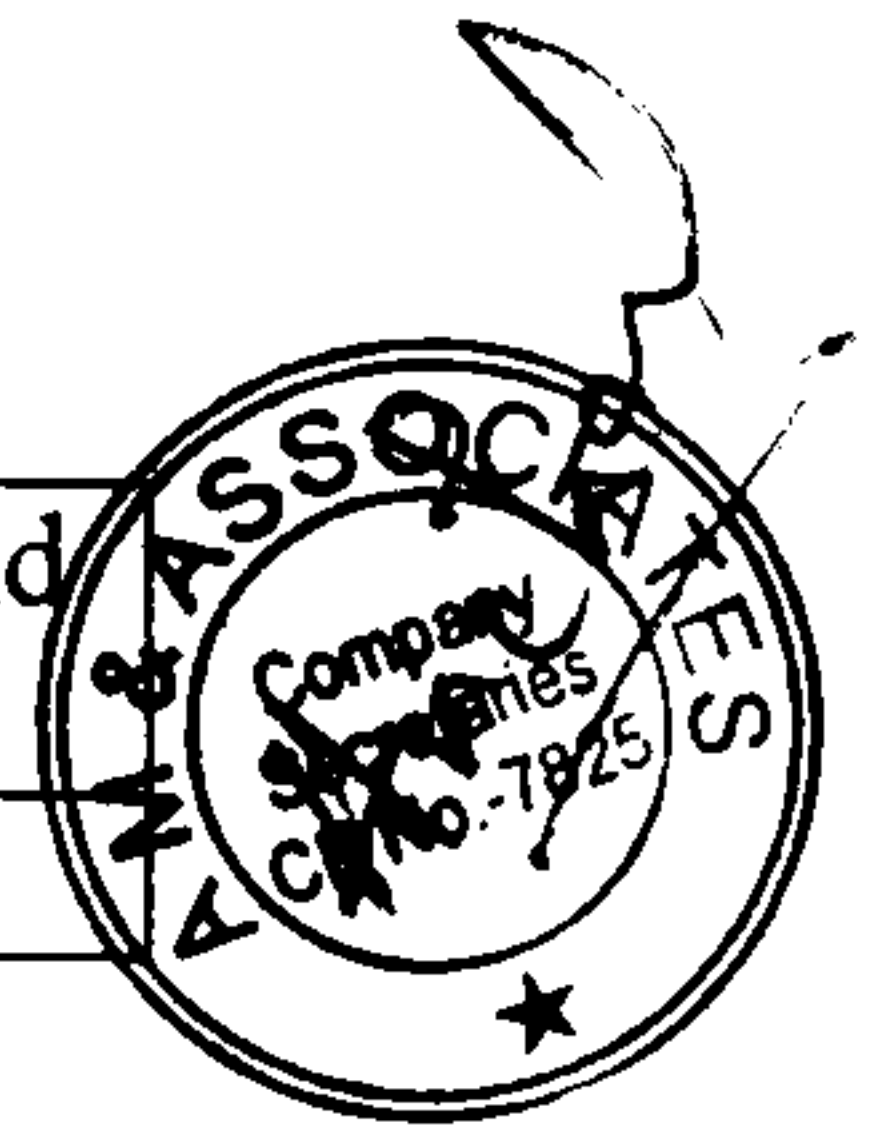
Number of members voted	Number of Votes cast by them	% of total number of valid cast (favour & against)
9	10280604	100%

(ii) Voted against the resolution

Number of members voted	Number of Votes cast by them	% of total number of valid cast (favour & against)
0	0	0%

(ii) Invalid Votes

Number of members voted	Number of Votes cast by them	% of total number of valid cast (favour & against)
0	0	0%



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**(5.2) Ordinary Resolution passed for Reappointment of Mr. Pankaj Shrimali**

(i) Voted in **favour** of the resolution

Number of members voted	Number of Votes cast by them	% of total number of valid cast (favour & against)
9	10280604	100%

(ii) Voted **against** the resolution

Number of members voted	Number of Votes cast by them	% of total number of valid cast (favour & against)
0	0	0%

(ii) Invalid Votes

Number of members voted	Number of Votes cast by them	% of total number of valid cast (favour & against)
0	0	0%

**(5.3) Ordinary Resolution passed for Reappointment of Mr. Aman Sawhney.**

(i) Voted in **favour** of the resolution

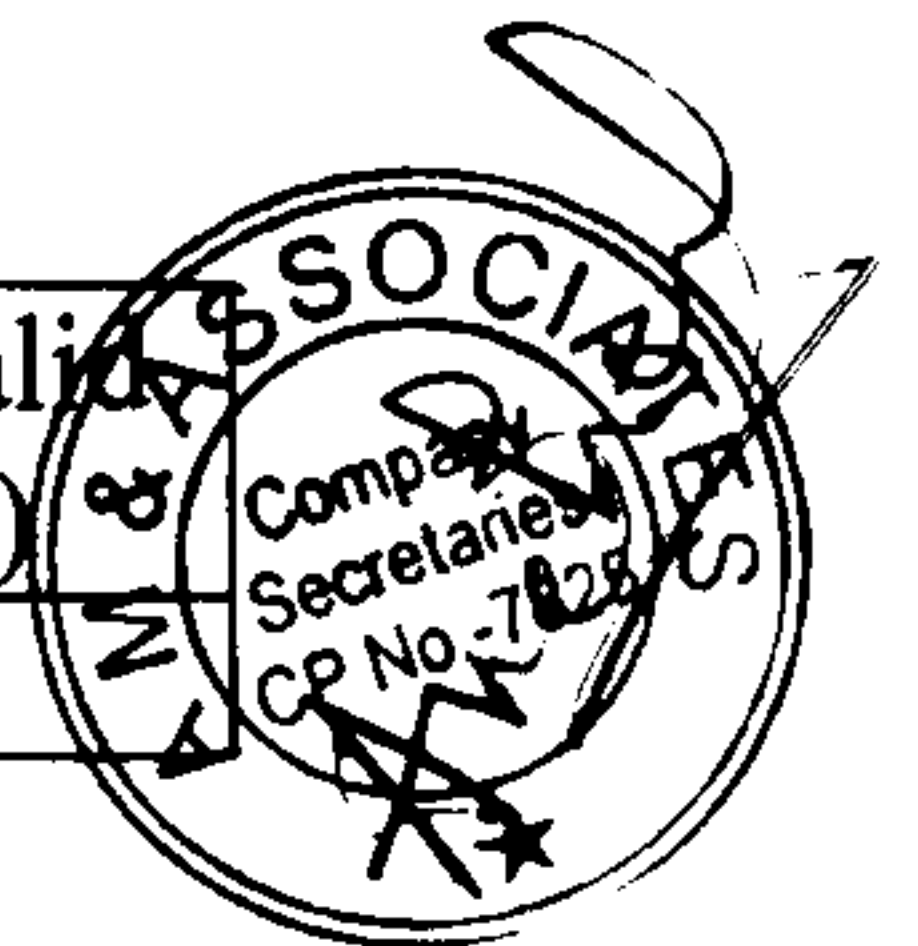
Number of members voted	Number of Votes cast by them	% of total number of valid cast (favour & against)
9	10280604	100%

(ii) Voted **against** the resolution

Number of members voted	Number of Votes cast by them	% of total number of valid cast (favour & against)
0	0	0%

(ii) Invalid Votes

Number of members voted	Number of Votes cast by them	% of total number of valid cast (favour & against)
0	0	0%



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**(5.4) Ordinary Resolution passed for Re - appointment of M/s. S. Kapoor & Associates & Co., Chartered Accountants as Statutory Auditors:**

(i) Voted in **favour** of the resolution

Number of members voted	Number of Votes cast by them	% of total number of valid cast (favour & against)
9	10280604	100%

(ii) Voted **against** the resolution

Number of members voted	Number of Votes cast by them	% of total number of valid cast (favour & against)
0	0	0%

(ii) Invalid Votes

Number of members voted	Number of Votes cast by them	% of total number of valid cast (favour & against)
0	0	0%

**(5.5) Ordinary Resolution passed for Re - appointment of Mr. Umong Sethi as Independent Director:**

(i) Voted in **favour** of the resolution

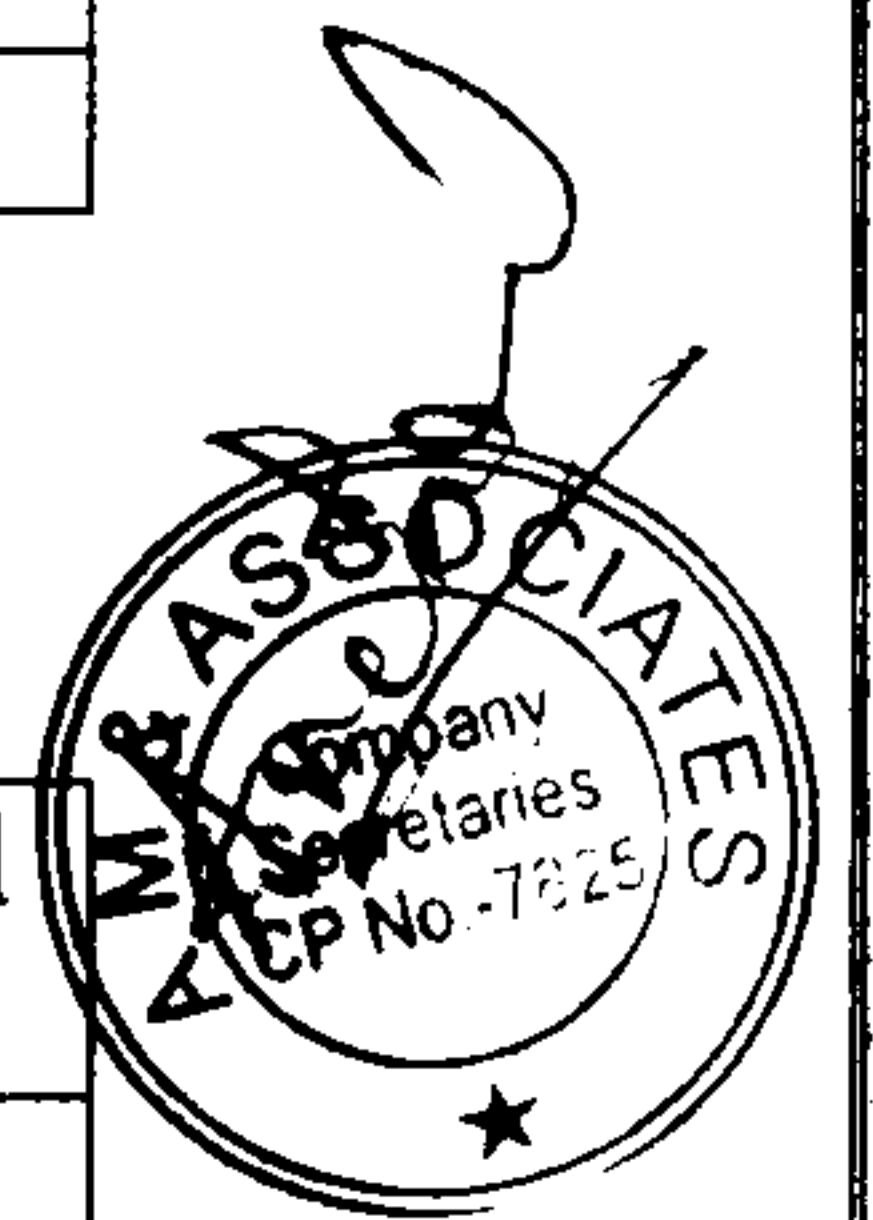
Number of members voted	Number of Votes cast by them	% of total number of valid cast (favour & against)
9	10280604	100%

(ii) Voted **against** the resolution

Number of members voted	Number of Votes cast by them	% of total number of valid cast (favour & against)
0	0	0%

(ii) Invalid Votes

Number of members voted	Number of Votes cast by them	% of total number of valid cast (favour & against)
0	0	0%





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**(5.6) Ordinary Resolution passed for Re - appointment of Mrs. Neena Sethi as Independent Director:**

(i) Voted in **favour** of the resolution

Number of members voted	Number of Votes cast by them	% of total number of valid cast (favour & against)
7	10280104	99.99%

(ii) Voted **against** the resolution

Number of members voted	Number of Votes cast by them	% of total number of valid cast (favour & against)
2	500	0.01%

(ii) Invalid Votes

Number of members voted	Number of Votes cast by them	% of total number of valid cast (favour & against)
0	0	0%

**(5.7) Ordinary Resolution passed for Re - appointment of Mr. Gauri Shanker Goyal as Independent Director:**

(i) Voted in **favour** of the resolution

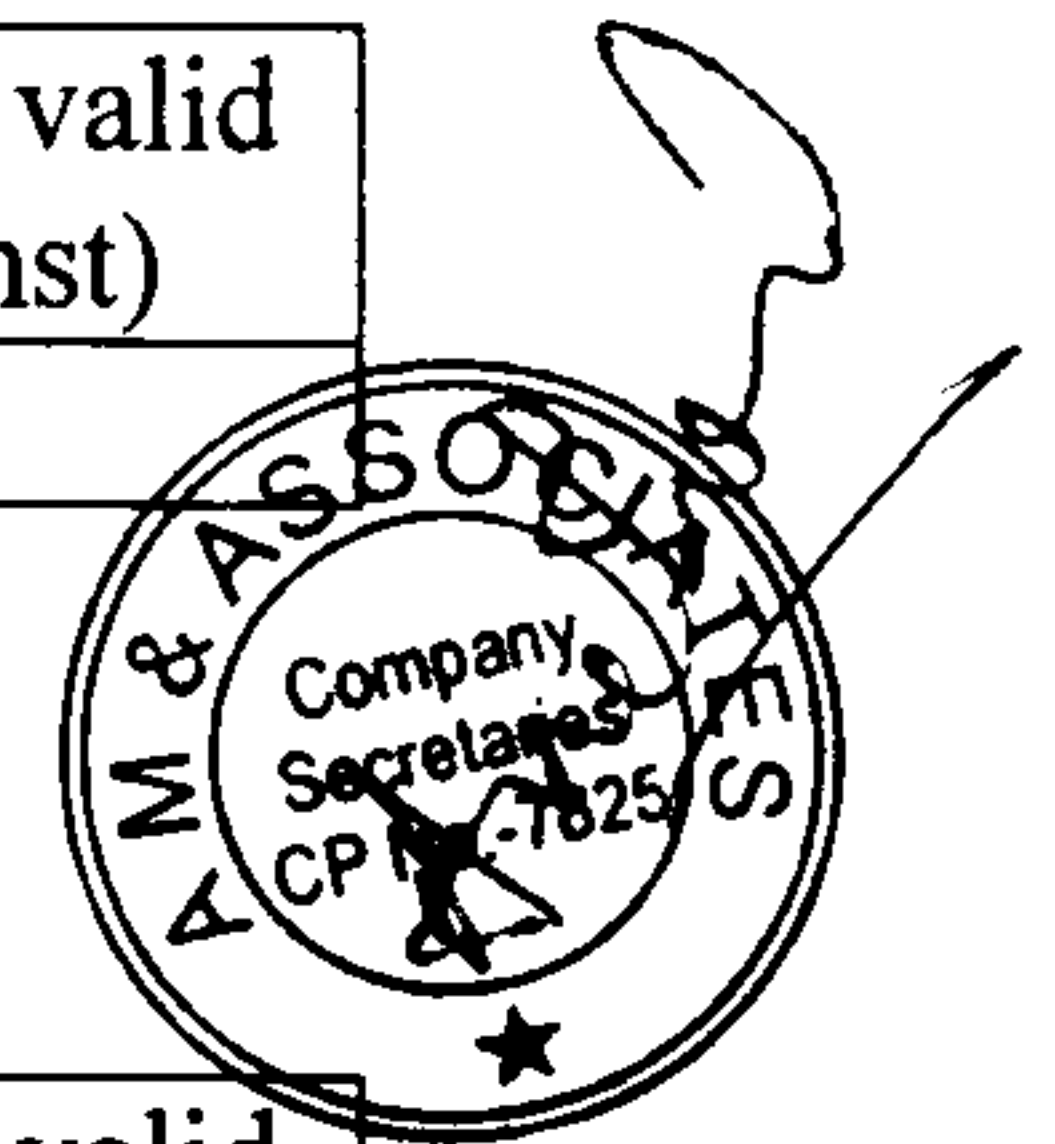
Number of members voted	Number of Votes cast by them	% of total number of valid cast (favour & against)
9	10280604	100%

(ii) Voted **against** the resolution

Number of members voted	Number of Votes cast by them	% of total number of valid cast (favour & against)
0	0	0%

(ii) Invalid Votes

Number of members voted	Number of Votes cast by them	% of total number of valid cast (favour & against)
0	0	0%



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**(5.8) Ordinary Resolution passed for Re - appointment of Mr. Vijay Kalra as Independent Director:**

(i) Voted in **favour** of the resolution

Number of members voted	Number of Votes cast by them	% of total number of valid cast (favour & against)
9	10280604	100%

(ii) Voted **against** the resolution

Number of members voted	Number of Votes cast by them	% of total number of valid cast (favour & against)
0	0	0%

(ii) Invalid Votes

Number of members voted	Number of Votes cast by them	% of total number of valid cast (favour & against)
0	0	0%

**(5.9) Special Resolution passed for approving borrowing limit:**

(i) Voted in **favour** of the resolution

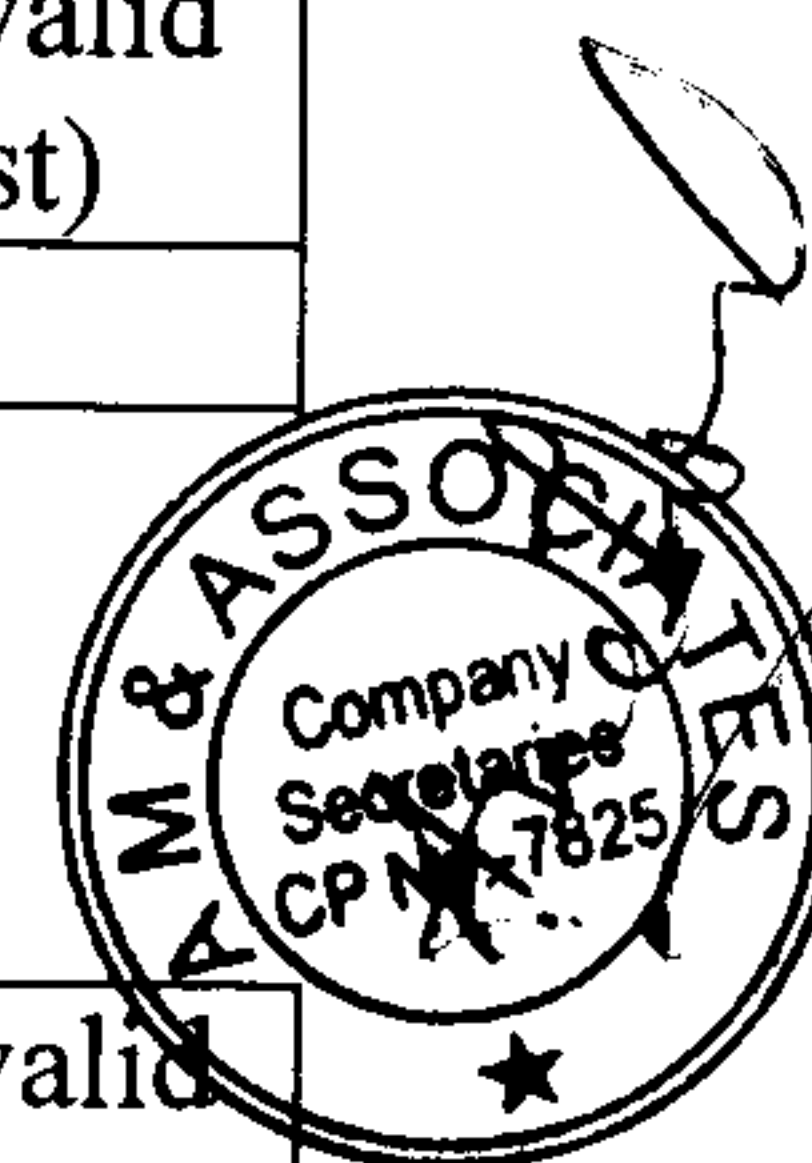
Number of members voted	Number of Votes cast by them	% of total number of valid cast (favour & against)
7	10280104	99.99%

(ii) Voted **against** the resolution

Number of members voted	Number of Votes cast by them	% of total number of valid cast (favour & against)
2	500	0.01%

(ii) Invalid Votes

Number of members voted	Number of Votes cast by them	% of total number of valid cast (favour & against)
0	0	0%



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**(5.10) Special Resolution passed for creation of security:**

(i) Voted in **favour** of the resolution

Number of members voted	Number of Votes cast by them	% of total number of valid cast (favour & against)
7	10280104	99.99%

(ii) Voted **against** the resolution

Number of members voted	Number of Votes cast by them	% of total number of valid cast (favour & against)
2	500	0.01%

(ii) Invalid Votes

Number of members voted	Number of Votes cast by them	% of total number of valid cast (favour & against)
0	0	0%

**(5.11) Special Resolution passed for private placement of securities:**

(i) Voted in **favour** of the resolution

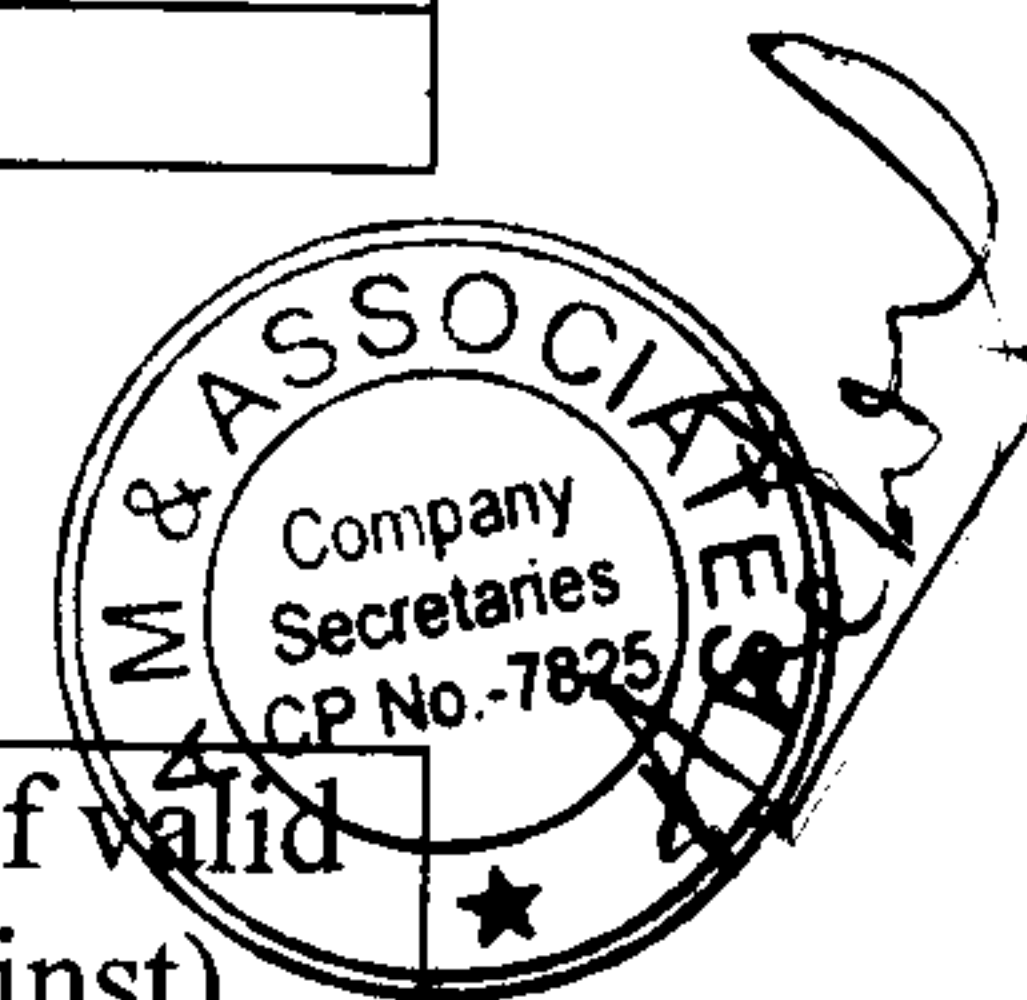
Number of members voted	Number of Votes cast by them	% of total number of valid cast (favour & against)
6	10280101	99.99%

(ii) Voted **against** the resolution

Number of members voted	Number of Votes cast by them	% of total number of valid cast (favour & against)
3	503	0.01%

(ii) Invalid Votes

Number of members voted	Number of Votes cast by them	% of total number of valid cast (favour & against)
0	0	0%



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**(5.12) Special Resolution passed for investment in excess of specified limits, in the stock market:**

(i) Voted in **favour** of the resolution

Number of members voted	Number of Votes cast by them	% of total number of valid cast (favour & against)
7	10280104	99.99%

(ii) Voted **against** the resolution

Number of members voted	Number of Votes cast by them	% of total number of valid cast (favour & against)
2	500	0.01%

(ii) Invalid Votes

Number of members voted	Number of Votes cast by them	% of total number of valid cast (favour & against)
0	0	0%

**(5.13) Special Resolution passed for investment in excess of specified limits, in securities of other body corporate:**

(i) Voted in **favour** of the resolution

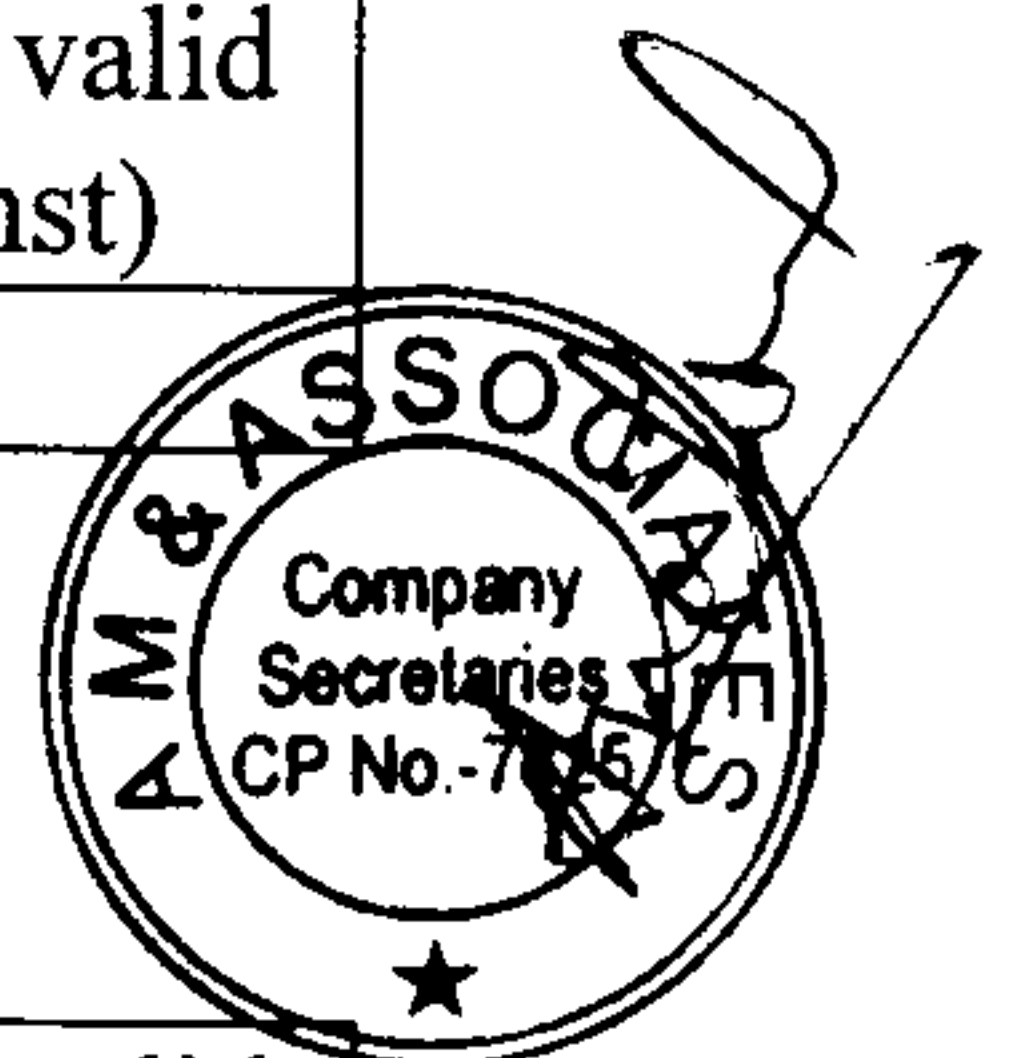
Number of members voted	Number of Votes cast by them	% of total number of valid cast (favour & against)
7	10280104	99.99%

(ii) Voted **against** the resolution

Number of members voted	Number of Votes cast by them	% of total number of valid cast (favour & against)
2	500	0.01%

(ii) Invalid Votes

Number of members voted	Number of Votes cast by them	% of total number of valid cast (favour & against)
0	0	0%



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6. The register, all other papers and relevant records relating electronic voting shall remain in our safe custody until the chairman considers, approves, signs the Minutes of the aforesaid Annual General Meeting and the same are handed over the Company Secretary for safe keeping.

Thanking you,

Yours faithfully

For AM & Associates  
Company Secretaries



Anchal Mittal  
Company Secretary  
C. P. No.: 7825

Place: New Delhi  
Date: 22.09.2014

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