



Date: 13.09.2014

To,  
Corporate Relationship Department  
BSE Limited  
Phiroze Jeejeebhoy Towers  
Dalal Street  
Mumbai- 400001

To,  
National Stock Exchange of India Ltd.  
Exchange Plaza, Plot no. C/1, G Block,  
Bandra-Kurla Complex  
Bandra (E)  
Mumbai - 400 051.

Re: Company Code: BSE- 532347, NSE – HELIOSMATH  
Sub: Postal Ballot voting results as per Clause 35A

Dear Sir/Madam,

Pursuant to the provisions of Section 110 of The Companies Act, 2013 read with Rule 22 of The Companies (Management and Administration) Rules, 2014, Company had conducted the Postal Ballot process for seeking consent of shareholders by way of Special Resolutions/Ordinary Resolutions for the matters mentioned in the attachment forming part of this letter.


The voting through physical mode as well as electronic mode commenced on August 11, 2014 at 9.30 A.M. and closed on September 10, 2014 at 5.30 P.M., Mr. G.Ramachandran, Scrutinizer has submitted his report to the Company on September 12, 2014. All the above Resolutions have been passed with requisite majority

We enclose herewith details of voting results as received from the Scrutinizer in accordance with Clause 35A of Listing Agreement.

Please acknowledge.

Thanking You

Yours Faithfully,  
For Helios and Matheson Information Technology Limited

  
K.M.Kumar  
Company Secretary



**Details of postal ballot as per clause 35A of the listing agreement**

Date of Postal ballot : Commenced on 11.08.2014 at 9.30 AM and closed on 10.09.2014 at 5.30 PM.  
Total number of shareholders on record date: 22451 nos on 01.08.2014 being record date

**Resolution no 1**

(Details of resolution in the attachment)

No. of shareholders present in the meeting either in person or through proxy:295

Promoters and Promoter Group: 4

Public:291

No. of Shareholders attended the meeting through Video Conferencing nil

Promoters and Promoter Group: nil

Public: nil

**Resolution no 2**

(Details of resolution in the attachment)

No. of shareholders present in the meeting either in person or through proxy:289

Promoters and Promoter Group: 4

Public:285

No. of Shareholders attended the meeting through Video Conferencing nil

Promoters and Promoter Group: nil

Public: nil

**Resolution no 3**

(Details of resolution in the attachment)

No. of shareholders present in the meeting either in person or through proxy:289

Promoters and Promoter Group: 4

Public:285

No. of Shareholders attended the meeting through Video Conferencing nil

Promoters and Promoter Group: nil

Public: nil

**Resolution no 4**

(Details of resolution in the attachment)

No. of shareholders present in the meeting either in person or through proxy:288

Promoters and Promoter Group: 4

Public:284

No. of Shareholders attended the meeting through Video Conferencing nil

Promoters and Promoter Group: nil

Public: nil

**Resolution no 5**

(Details of resolution in the attachment)

No. of shareholders present in the meeting either in person or through proxy:286

Promoters and Promoter Group: 4

Public:282

No. of Shareholders attended the meeting through Video Conferencing nil

Promoters and Promoter Group: nil

Public: nil

**Resolution no 6**

(Details of resolution in the attachment)

No. of shareholders present in the meeting either in person or through proxy:287

Promoters and Promoter Group: 4

Public:283

No. of Shareholders attended the meeting through Video Conferencing nil

Promoters and Promoter Group: nil

Public: nil

**Resolution no 7**

For HELIOS AND MATHESON  
INFORMATION TECHNOLOGY LTD.

  
K.M. KUMAR  
Company Secretary

(Details of resolution in the attachment)

No. of shareholders present in the meeting either in person or through proxy:289

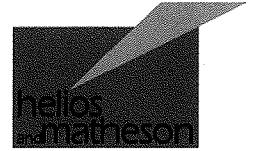
Promoters and Promoter Group: 4

Public:285

No. of Shareholders attended the meeting through Video Conferencing nil

Promoters and Promoter Group: nil

Public: nil



**Details of resolutions passed by postal ballot**

Resolution no	Resolutions	Type of Resolution
1.	Issue of equity shares/fully/partly convertible/non convertible debentures/debentures with warrants/any other securities (other than warrants)(collectively referred to as "QIP Securities") to the Qualified Institutional Buyers ("QIBs") as per applicable SEBI Regulations, 2009 upto a sum not exceeding Rs 300 Crore.	Special Resolution
2.	To increase of authorized share capital of the company from Rs 50 Crore to Rs 60 Crore by creation of 10 Lakh Nos of equity shares of Rs 10 each amounting to Rs 10 Crore and alteration of clause 29(II) of Memorandum of Association.	Ordinary Resolution
3.	Alteration of Article 16(f) of the Articles of Association of the Company consequent to the Increase in Authorized share capital from Rs 50 Crore to Rs 60 Crore	Special Resolution
4.	To raise long term funds in the form of Foreign Currency Convertible Bonds (FCCBs),and/or Global Depository Receipts(GDRs),and/or American Depository Receipts(ADRs), or other convertible securities etc upto an amount not exceeding Rs 300 Crore or equivalent amount in any foreign currency as the case may be.	Special Resolution
5.	To borrowing moneys from time to time upto a sum not exceeding Rs 1000 Crore under Section 180(1) (c) of the Companies Act 2013.	Special Resolution
6.	To mortgage and /or create charge, on the company's assets/properties upto the limits approved under Section 180 (1) (a) of The Companies Act 2013.	Special Resolution
7.	To accept deposits both secured and unsecured not exceeding the limits specified under Section 76 of The Companies Act 2013 and also mortgaging/charging all or any of the immovable and movable assets of the Company to secure an amount not less than the amount of secured deposits accepted from time to time, which is in addition to the limits approved under Section 180 (1)(a) of the Companies Act, 2013.	Special Resolution

For HELIOS AND MATHESON  
INFORMATION TECHNOLOGY LTD.,

  
K.M. RUMAR  
Company Secretary

SUMMARY

RESOLUTION NO 1							
Promoter/PUBLIC	No. of shares held	No. of votes polled	% of votes polled on outstanding shares (3)=[(2)/(1)]*100	no of shares in favour	No. of votes against	% of Votes in favour on votes polled	% of Votes against on votes polled
	(1)	(2)	(3)	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	12155680	12155680	100	12155680	0	100	0
Public Institutional holders	602477	130018	21.6	130018	0	100	0
Public-Others	13654172	372735	2.73	369391	3344	99.10	0.90
<b>Total</b>	<b>26412329</b>	<b>12658433</b>	<b>47.93</b>	<b>12655089</b>	<b>3344</b>	<b>99.97</b>	<b>0.03</b>

RESOLUTION NO 2							
Promoter/PUBLIC	No. of shares held	No. of votes polled	% of votes polled on outstanding shares (3)=[(2)/(1)]*100	no of shares in favour	No. of votes against	% of Votes in favour on votes polled	% of Votes against on votes polled
	(1)	(2)	(3)	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	12155680	12155680	100	12155680	0	100	0
Public Institutional holders	602477	130018	21.6	130018	0	100	0
Public-Others	13654172	340242	2.49	337350	2892	99.15	0.85
<b>Total</b>	<b>26412329</b>	<b>12625940</b>	<b>47.80</b>	<b>12623048</b>	<b>2892</b>	<b>99.98</b>	<b>0.02</b>

RESOLUTION NO 3							
Promoter/PUBLIC	No. of shares held	No. of votes polled	% of votes polled on outstanding shares (3)=[(2)/(1)]*100	no of shares in favour	No. of votes against	% of Votes in favour on votes polled	% of Votes against on votes polled

	(1)	(2)	(3)	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	12155680	12155680	100	12155680	0	100	0
Public Institutional holders	602477	130018	21.6	130018	0	100	0
Public-Others	13654172	340042	2.49	336155	3887	98.86	1.14
Total	26412329	12625740	47.80	12621853	3887	99.97	0.03

RESOLUTION NO 4							
Promoter/Public	No. of shares held	No. of votes polled	% of votes polled on outstanding shares (3)=[(2)/(1)]*100	no of shares in favour	No. of votes against	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
	(1)	(2)	(3)	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	12155680	12155680	100	12155680	0	100	0
Public Institutional holders	602477	130018	21.6	0	130018	0	100
Public-Others	13654172	340192	2.49	336448	3744	98.90	1.10
Total	26412329	12625890	47.80	12492128	133762	98.94	1.06

RESOLUTION NO 5							
Promoter/Public	No. of shares held	No. of votes polled	% of votes polled on outstanding shares (3)=[(2)/(1)]*100	no of shares in favour	No. of votes against	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
	(1)	(2)	(3)	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	12155680	12155680	100	12155680	0	100	0
Public Institutional holders	602477	130018	21.6	130018	0	100	0

Public-Others	13654172	339032	2.48	333272	5760	98.30	1.70
<b>Total</b>	<b>26412329</b>	<b>12624730</b>	<b>47.80</b>	<b>12618970</b>	<b>5760</b>	<b>99.95</b>	<b>0.05</b>

RESOLUTION NO 6							
Promoter/PUBLIC	No. of shares held	No. of votes polled	% of votes polled on outstanding shares (3)=[(2)/(1)]*100	no of shares in favour	No. of votes against	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
	(1)	(2)	(3)	(4)	(5)	(6)	(7)
Promoter and Promoter Group	12155680	12155680	100	12155680	0	100	0
Public Institutional holders	602477	130018	21.6	130018	0	100	0
Public-Others	13654172	339142	2.48	332832	6310	98.14	1.86
<b>Total</b>	<b>26412329</b>	<b>12624840</b>	<b>47.80</b>	<b>12618530</b>	<b>6310</b>	<b>99.95</b>	<b>0.05</b>

RESOLUTION NO 7							
Promoter/PUBLIC	No. of shares held	No. of votes polled	% of votes polled on outstanding shares (3)=[(2)/(1)]*100	no of shares in favour	No. of votes against	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
	(1)	(2)	(3)	(4)	(5)	(6)	(7)
Promoter and Promoter Group	12155680	12155680	100	12155680	0	100	0
Public Institutional holders	602477	130018	21.6	130018	0	100	0
Public-Others	13654172	340942	2.50	336645	4297	98.74	1.26
<b>Total</b>	<b>26412329</b>	<b>12626640</b>	<b>47.81</b>	<b>12622343</b>	<b>4297</b>	<b>99.97</b>	<b>0.03</b>



G. RAMACHANDRAN, B.Com., ACS, LLB  
Company Secretary in Practice

### Report of Scrutinizer

[Pursuant to rule Section 110 of the Companies Act, 2013 and rule 22 of the Companies (Management and Administration) Rules, 2014]

To.

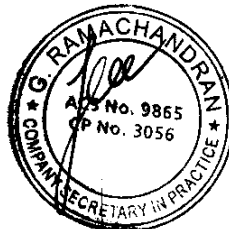
The Chairman  
M/s. Helios and Matheson Information Technology Limited  
Unit No # 02-01, II Floor, Block I, Phase 1,  
Ascendas- Mahindra IT Park,  
Mahindra City, SEZ,  
Chennai – 603002.

Declaration of Results of Postal Ballot held during 11<sup>th</sup> August 2014 – 10<sup>th</sup> September 2014

Sir.

I, G. Ramachandran, Practicing Company Secretary having office at F-10, Syndicate Residency, No. 36, Dr. Thomas First Street, Off. South Boag Road, T. Nagar, Chennai- 600 017, was appointed as scrutinizer for the purpose of the Postal Ballot i.e., either by physical ballot or electronic mode on the below mentioned resolution hereby submit our report as under:

1. Pursuant to Section 110 of the Companies Act, 2013 read with Rule 22 of the Companies (Management and Administration) Rules, 2014, the notice of postal Ballot have been dispatched to all the members of the Company through electronic means (wherever email Ids were available) and to other shareholders by registered post on 9<sup>th</sup> August 2014. The members of the Company were given an option to vote electronically on e-voting platform, provided by M/s. National Securities Depository Limited (NSDL).
2. The Public Advertisement with respect to dispatch of notices and conducting of voting through electronic means was published in an English Newspaper – Trinity Mirror and a vernacular newspaper (Tamil) – Makkal Kural of wide circulation on 12<sup>th</sup> August 2014
3. The e-voting period commenced on at 9.30 A.M. on 11<sup>th</sup> August 2014 ended on 5.30 P.M. on 10<sup>th</sup> September 2014.



4. Accordingly the electronic votes cast were taken into account and at the end of this voting period 10<sup>th</sup> September 2014 upto 5:30 P.M. the NSDL Portal was blocked for e-voting.
5. All the postal ballot forms received upto the close of working hours on i.e. 5:30 P.M. on 10<sup>th</sup> September 2014 were considered for my scrutiny. No envelope was received after the said closing time.
6. A register has been maintained electronically to record the assent and dissent, received, mentioning, the particulars of a name, address, folio no. of Client ID of the Shareholders, number of shares held by them, nominal value of such shares. As there were no shares with differential voting rights, the question of maintaining the list of shares with differential voting rights did not arise.
7. The postal ballot forms were duly opened in my presence and scrutinized and the shareholding was matched / confirmed with the Register of Members of the company / list of beneficiaries as on 01<sup>st</sup> August 2014.
8. One (1 No.) mutilated poll papers which were defective have been treated as invalid and kept separately. The abstained votes in e-voting were considered as invalid.
9. The Resolutions for which postal Ballot notices under section 110 of the Companies Act, 2013, were sent are as follows:-

S.No.	Resolutions	Type of Resolution
1.	Issue of equity shares/fully/partly convertible/non convertible debentures/debentures with warrants/any other securities (other than warrants)(collectively referred to as "QIP Securities") to the Qualified Institutional Buyers ("QIBs") as per applicable SEBI Regulations, 2009 upto a sum not exceeding Rs 300 Crore.	Special Resolution
2.	To increase of authorized share capital of the company from Rs 50 Crore to Rs 60 Crore by creation of 10 Lakh Nos of equity shares of Rs 10 each amounting to Rs 10 Crore and alteration of clause 29(II) of Memorandum of Association.	Ordinary Resolution
3.	Alteration of Article 16(f) of the Articles of Association of the Company consequent to the Increase in Authorized share capital from Rs 50 Crore to Rs 60 Crore	Special Resolution

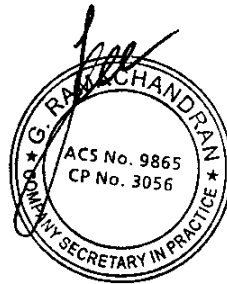




4.	To raise long term funds in the form of Foreign Currency Convertible Bonds (FCCBs),and/or Global Depository Receipts(GDRs),and/or American Depository Receipts(ADRs), or other convertible securities etc upto an amount not exceeding Rs 300 Crore or equivalent amount in any foreign currency as the case may be.	Special Resolution
5.	To borrowing moneys from time to time upto a sum not exceeding Rs 1000 Crore under Section 180(1) (c) of the Companies Act 2013.	Special Resolution .
6.	To mortgage and /or create charge, on the company's assets/properties upto the limits approved under Section 180 (1) (a) of The Companies Act 2013.	Special Resolution .
7.	To accept deposits both secured and unsecured not exceeding the limits specified under Section 76 of The Companies Act 2013 and also mortgaging/charging all or any of the immovable and moyable assets of the Company to secure an amount not less than the amount of secured deposits accepted from time to time, which is in addition to the limits approved under Section 180 (1)(a) of the Companies Act, 2013.	Special Resolution

10. The Breakup of Invalid votes were given separately.

11. The result of the Physical Postal Ballot Form and e-voting is as under:



**(a) Resolution - 01**

Issue of equity shares/fully/partly convertible/non convertible debentures/debentures with warrants/any other securities (other than warrants) (collectively referred to as "QIP Securities") to the Qualified Institutional Buyers ("QIBs") as per applicable SEBI Regulations, 2009 upto a sum not exceeding Rs 300 Crore.

Particulars	No. of E-Voting	No. of Shares by E-voting	No. of Postal Ballots	No. of Shares by Postal Ballot	Total No. of votes	No. of Shares	% of Total Paid-up Equity Capital
Total Votes polled	85	1,25,22,852	235	1,41,524	320	1,26,64,376	47.95
<b>Less:</b>							
a. Invalid	Nil	Nil	18	4,843	18	4,843	Negligible
b. Abstained	Nil	Nil	7	1,100	7	1,100	Negligible
<b>Net Valid Votes</b>	<b>85</b>	<b>1,25,22,852</b>	<b>210</b>	<b>1,35,581</b>	<b>295</b>	<b>1,26,58,433</b>	<b>47.95</b>

(i) Voted in favor of the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
280	1,26,55,089	99.97

(ii) Voted against the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
15	3,344	0.03

(iii) Invalid and Abstained votes:

Total number of members (in person or by proxy) whose votes were declared invalid and Abstained	Total Number of votes cast by them
25	5,943



**(b) Resolution - 02**

To increase of authorized share capital of the company from Rs 50 Crore to Rs 60 Crore by creation of 10 Lakh Nos of equity shares of Rs 10 each amounting to Rs 10 Crore and alteration of clause 29(II) of Memorandum of Association.

Particulars	No. of E-Voting	No. of Shares by E-voting	No. of Postal Ballots	No. of Shares by Postal Ballot	Total No. of votes	No. of Shares	% of Total Paid-up Equity Capital
Total Votes polled	85	1,25,22,852	235	1,41,524	320	1,26,64,376	47.95
<b>Less:</b>							
a. Invalid	Nil	Nil	18	4,843	18	4,843	Negligible
b. Abstained	Nil	Nil	13	33,593	13	33,593	0.01
<b>Net Valid Votes</b>	<b>85</b>	<b>1,25,22,852</b>	<b>204</b>	<b>1,03,088</b>	<b>289</b>	<b>1,26,25,940</b>	<b>47.94</b>

(i) Voted in favor of the resolution:

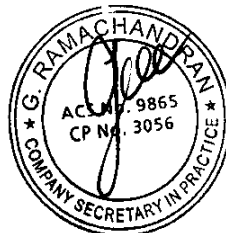
Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
279	1,26,23,048	99.98

Voted against the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
10	2,892	0.02

(iii) Invalid and Abstained votes:

Total number of members (in person or by proxy) whose votes were declared invalid and Abstained	Total Number of votes cast by them
31	38,436



(c) Resolution - 03

Alteration of Article 16(f) of the Articles of Association of the Company consequent to the Increase in Authorized share capital from Rs 50 Crore to Rs 60 Crore

Particulars	No. of E-Voting	No. of Shares by E-voting	No. of Postal Ballots	No. of Shares by Postal Ballot	Total No. of votes	No. of Shares	% of Total Paid-up Equity Capital
Total Votes polled	84	1,25,22,352	235	1,41,524	319	1,26,63,876	47.95
<b>Less:</b>							
a. Invalid	Nil	Nil	18	4,843	18	4,843	Negligible
b. Abstained	Nil	Nil	12	33,293	12	33,293	0.01
<b>Net Valid Votes</b>	<b>84</b>	<b>1,25,22,352</b>	<b>205</b>	<b>103,388</b>	<b>289</b>	<b>1,26,25,740</b>	<b>47.94</b>

(i) Voted in favor of the resolution:

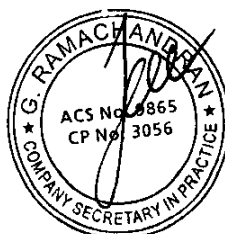
Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
272	1,26,21,853	99.97

(ii) Voted against the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
17	3,887	0.03

(iii) Invalid and Abstained votes:

Total number of members (in person or by proxy) whose votes were declared invalid and Abstained	Total Number of votes cast by them
30	38,136



(d) Resolution - 04

To raise long term funds in the form of Foreign Currency Convertible Bonds (FCCBs),and/or Global Depository Receipts(GDRs),and/or American Depository Receipts(ADRs), or other convertible securities etc upto an amount not exceeding Rs 300 Crore or equivalent amount in any foreign currency as the case may be.

Particulars	No. of E-Voting	No. of Shares by E-voting	No. of Postal Ballots	No. of Shares by Postal Ballot	Total No. of votes	No. of Shares	% of Total Paid-up Equity Capital
Total Votes polled	84	1,25,22,802	235	1,41,524	319	1,26,64,326	47.95
<b>Less:</b>							
a. Invalid	Nil	Nil	18	4,843	18	4,843	Negligible
b. Abstained	Nil	Nil	13	33,593	13	33,593	0.01
<b>Net Valid Votes</b>	<b>84</b>	<b>1,25,22,802</b>	<b>204</b>	<b>103,088</b>	<b>288</b>	<b>1,26,25,890</b>	<b>47.94</b>

(i) Voted in favor of the resolution:

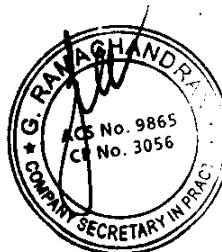
Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
271	1,24,92,128	98.94

(ii) Voted against the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
17	1,33,762	1.06

(iii) Invalid and Abstained votes:

Total number of members (in person or by proxy) whose votes were declared invalid and Abstained	Total Number of votes cast by them
31	38,436



(e) Resolution - 05

To borrowing moneys from time to time upto a sum not exceeding Rs 1000 Crore under Section 180(1) (c) of the Companies Act 2013.

Particulars	No. of E-Voting	No. of Shares by E-voting	No. of Postal Ballots	No. of Shares by Postal Ballot	Total No. of votes	No. of Shares	% of Total Paid-up Equity Capital
Total Votes polled	83	1,25,22,642	235	1,41,524	318	1,26,64,166	47.95
<b>Less:</b>							
a. Invalid	Nil	Nil	18	4,843	18	4,843	Negligible
b. Abstained	Nil	Nil	14	34,593	14	34,593	0.13
<b>Net Valid Votes</b>	<b>83</b>	<b>1,25,22,642</b>	<b>203</b>	<b>1,02,088</b>	<b>286</b>	<b>1,26,24,730</b>	<b>47.82</b>

(i). Voted in favor of the resolution:

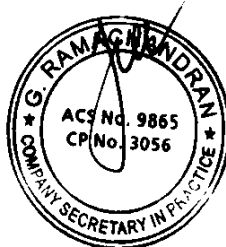
Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
256	1,26,18,970	99.98

(ii) Voted against the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
30	5,760	0.02

(iii) Invalid and Abstained votes:

Total number of members (in person or by proxy) whose votes were declared invalid and Abstained	Total Number of votes cast by them
32	39,436



(f) Resolution - 06

To mortgage and /or create charge. on the company's assets/properties upto the limits approved under Section 180 (1) (a) of The Companies Act 2013.

Particulars	No. of E-Voting	No. of Shares by E-voting	No. of Postal Ballots	No. of Shares by Postal Ballot	Total No. of votes	No. of Shares	% of Total Paid-up Equity Capital
Total Votes polled	84	1,25,22,752	235	1,41,524	319	1,26,64,276	47.95
Less:							
a. Invalid	Nil	Nil	18	4,843	18	4,843	Negligible
b. Abstained	Nil	Nil	14	34,593	14	34,593	0.13
<b>Net Valid Votes</b>	<b>84</b>	<b>1,25,22,752</b>	<b>203</b>	<b>102,088</b>	<b>287</b>	<b>1,26,24,840</b>	<b>47.82</b>

(i) Voted in favor of the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
258	1,26,18,530	99.97

(ii) Voted against the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
29	6,310	0.03

(iii) Invalid and Abstained votes:

Total number of members (in person or by proxy) whose votes were declared invalid and Abstained	Total Number of votes cast by them
32	39,436



**(g) Resolution - 07**

To accept deposits both secured and unsecured not exceeding the limits specified under Section 76 of The Companies Act 2013 and also mortgaging/charging all or any of the immovable and movable assets of the Company to secure an amount not less than the amount of secured deposits accepted from time to time, which is in addition to the limits approved under Section 180 (1)(a) of the Companies Act, 2013.

Particulars	No. of E-Voting	No. of Shares by E-voting	No. of Postal Ballots	No. of Shares by Postal Ballot	Total No. of votes	No. of Shares	% of Total Paid-up Equity Capital
Total Votes polled	86	1,25,23,852	235	1,41,524	321	1,26,65,376	47.95
Less:							
a. Invalid	Nil	Nil	18	4,843	18	4,843	Negligible
b. Abstained	Nil	Nil	14	33,893	14	33,893	0.13
<b>Net Valid Votes</b>	<b>86</b>	<b>1,25,23,852</b>	<b>203</b>	<b>102,788</b>	<b>289</b>	<b>1,26,26,640</b>	<b>47.82</b>

(i) Voted in favor of the resolution:

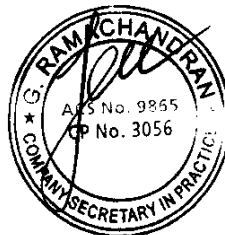
Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
270	1,26,22,343	99.96

(ii) Voted against the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
19	4,297	0.04

(iii) Invalid and Abstained votes:

Total number of members (in person or by proxy) whose votes were declared invalid and Abstained	Total Number of votes cast by them
32	38,736





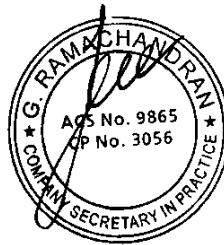
12. Details of Invalid votes (\*):

Sl. No.	Reason of Invalid vote	No. of cases	No. of shares held
1.	Signature Mismatch and Unsigned	18	4,843
<b>Total</b>		<b>18</b>	<b>4,843</b>

Abstained Votes varies from resolution to resolution.

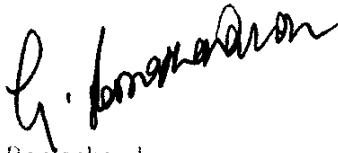
13. The Summary of the results in terms of number of shares voted, combining both the e-voting and postal ballot, 'For' and 'Against' out of Total number of valid Shares voted is given below:

Resolution No.	No. of Shares Voted For	No. of Shares Voted Against	Total No. of Shares Voted	Assent %	Dissent %
1.	1,26,55,089	3,344	1,26,58,433	99.97	0.03
2.	1,26,23,048	2,892	1,26,25,940	99.98	0.02
3.	1,26,21,853	3,887	1,26,25,740	99.97	0.03
4.	1,24,92,128	1,33,762	1,26,25,890	98.94	1.06
5.	1,26,18,970	5,760	1,26,24,730	99.98	0.02
6.	1,26,18,530	6,310	1,26,24,840	99.97	0.03
7.	1,26,22,343	4,297	1,26,26,640	99.96	0.04

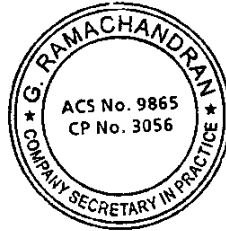


14. The Postal ballot forms, which were incomplete and/or which were otherwise found defective have been treated as invalid and kept separately.
15. A Compact Disc (CD) containing a list of equity shareholders who voted "FOR" "AGAINST" and those whose votes were declared invalid for each resolution is enclosed.
16. The Postal Ballot forms and all other relevant records were sealed and handed over to the Company Secretary Authorized by the Board for safe keeping.

Thanking you



G. Ramachandran  
Scrutinizer  
*Company Secretary in Practice*  
ACS No.9865 C.P. No.3056



Place : Chennai  
Date : 12<sup>th</sup> September 2014