

PROVESTMENT SERVICES LTD

Full Fledged Money Changers: RBI License No.: EC.DEL.FFMC/(Unified)32/2001
APPROVED BY MINISTRY OF TOURISUM GOVT. OF INDIA

Regd Office: 5 Pusa Road, First Floor, New Delhi-110005 Tel.: 91-11-47177000-30, Fax: 91-11-47177077 E-mail: sales@provestment.net • Web. www.provestment.net

### 01/10/2014

THE MANAGER
THE BSE LIMITED
PHIROZE JEEJEEBHOY TOWERS
DALAL STREET, FORT
MUMBAI- 400001

Dear Sir,

Sub: Voting Results under Clause 35A OF Listing Agreement

We wish to inform you that the 20th Annual General Meeting (AGM) of the Company was held on 30th September, 2014 at 10:00 a.m. at B- 4/148 C, Safdarjung Enclave, New Delhi- 110 029.

Pursuant to Clause 35B of the Listing agreement and as per Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014, all the shareholders of the Company were given an opportunity to exercise their right to vote on all the resolutions set out in the Notice of the AGM through electronic voting (e-voting) during the period commencing from 24th September, 2014 10:00 a.m. to 26th September, 2014 6:00 p.m.

Further, the Company provided voting facility at the AGM venue through a physical ballot for those who had not exercised e-voting.

All the resolutions contained in the Notice of the above AGM were approved by requisite majority of shareholders through e-voting and ballot voting at the venue of the AGM. Accordingly all the resolutions were declared to be passed on 30th September, 2014 which is the date of AGM.

In accordance with the Clause 35A of The Listing Agreement, we enclose the consolidated voting results in the prescribe format along with the scrutinizer's report for e-voting and poll conducted physically through ballot forms at the AGM venue.

Kindly take the above enclosed information on record and acknowledge the receipt.

Thanking you,

Yours Faithfully,

For Provestment Services Limited

Deepika Rajput Company Secretary

Encl: As above















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CC:

Delhi Stock Exchange: 3/1, Asaf Ali Road, New Delhi – 110002

Ahmedabad Stock Exchange Kamdhenu Complex, Opposite Sahajanand College, Panjarapole, Ahmedabad-380015

Jaipur Stock Exchange Stock Exchange Building, Jln Marg, Malviya Nagar, Jaipur-302017

NSDL:

1st Floor, Times Tower, Kamala Mills Compound, Senapati Bapat Marg, Lower Parel, Mumbai – 400 013

CDSL: 17<sup>th</sup> Floor, P J Towers, Dalal Street, Fort, Mumbai- 400 001















#### FORM NO. MGT - 13

#### Report of Scrutinizer

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

To The Chaiman **Provestment Services Limited** 

For 20<sup>th</sup> Annual General Meeting of the Equity Shareholders of the Company, held on 30<sup>th</sup> September, 2014 at 10:00 A.M. at B-4/148C, Safdarjung Enclave, New Delhi-110029

Dear Sir,

I, Mehak Bangia, Proprietor of M B & Co., a Company Secretaries firm having its office at 5, Road No. 34, 3<sup>rd</sup> Floor, Pusa Road, W.E.A. Karol Bagh, New Delhi- 110005 was appointed as the Scrutinizer for the purpose of poll taken on the below mentioned resolutions, at the 20<sup>th</sup> Annual General Meeting of the equity shareholders of Provestment Services Limited ("the") held on 30<sup>th</sup> September, 2014 at 10:00 A.M., submit my report as under:

- 1. After the time fixed for closing of the poll by the Chairman, a ballot box was kept for polling and was locked in my presence with due identification marks placed by me.
- 2. The Locked Ballot box was subsequently opened in my presence and poll papers were diligently scrutinized. The Poll Papers were reconciled with the records maintained by the Registrar and Transfer Agents of the Company and the Authorization/Proxies lodged with the Company.
- 3. The Poll Papers, which were incomplete and/or which were otherwise found defective or if signature of any shareholder did not match with the records have been treated as invalid and were kept separately.

5, Road No. 34, 3<sup>rd</sup> Floor, Pusa Road, W.E.A. Karol Bagh, New Delhi-110005 Mob No. 9953213040, e-mail: mehakbangia@gmail.comgyes1



4. The Results of the Poll is as under:

### a) Resolution No.1

Adoption of audited Accounts for the Financial Year ended on 31<sup>st</sup> March, 2014, Directors and Auditors Report.

(i) Voted in favour of the resolution:

Number of members voted in E- voting	Number of votes cast (Shares)- E- voting	Number of members/proxies voted by poll	Number of votes cast (Shares)- Poll	Total Number of votes cast through E- voting and poll	% of total number of valid votes cast
59	2821911	25	312377	3134288	100%

(ii) Voted in against of the resolution:

Number of members voted in E- voting	Number of votes cast (Shares)- E- voting	Number of members/proxies voted by poll	Number of votes cast (Shares)- Poll	Total Number of votes cast through E- voting and poll	% of total number of valid votes cast
NIL	NIL	NIL	NIL	NIL .	NIL

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#### (ii) Invalid Votes

Number of members voted in E- voting	Number of votes cast (Shares)- E- voting	Number of members/proxies voted by poll	Number of votes cast (Shares)- Poll	of votes cast through E- voting and poll	% of total number of valid votes cast
NIL	NIL	NIL	NIL	NIL	NIL

\* The Ballot Paper did not clearly mention about assent or dissent and some ballot paper did not have a valid Folio number/ Client ID number.

### (b) Resolution No. 2

Appointment of Director in place of Mr. Vinod Ralhan holding DIN: 00146449 who retires by rotation and being eligible offers himself for re-appointment.

(i) Voted in favour of the resolution:

Number of members voted in E- voting	Number of votes cast (Shares)- E- voting	Number of members/proxies voted by poll	Number of votes cast (Shares)- Poll	Total Number of votes cast through E- voting and poll	% of total number of valid votes cast
59	2821911	25	312377	3134288	100%



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### (ii) Voted in against of the resolution:

Number of members voted in E- voting	Number of votes cast (Shares)- E- voting	Number of members/proxies voted by poll	Number of votes cast (Shares)- Poll	Total Number of votes cast through E-voting and poll	% of total number of valid votes cast
NIL	NIL	NIL	NIL	NIL	NIL

#### (ii) Invalid Votes

Number of members voted in E- voting	Number of votes cast (Shares)- E- voting	Number of members/proxies voted by poll	Number of votes cast (Shares)- Poll	Total Number of votes cast through E-voting and poll	% of total number of valid votes cast
NIL	NIL	NIL	NIL	NIL ·	NIL

\* The Ballot Paper did not clearly mention about assent or dissent and some ballot paper did not have a valid Folio number/ Client ID number.





### (c) Resolution No. 3

## Re-appointment of Statutory Auditors of the Company and to fix their remuneration

(i) Voted in favour of the resolution:

Number of members voted in E- voting	Number of votes cast (Shares)- E- voting	Number of members/proxies voted by poll	Number of votes cast (Shares)- Poll	Total Number of votes cast through E- voting and poll	% of total number of valid votes cast
59	2821911	25	312377	3134288	100%

(ii) Voted in against of the resolution:

Number of members voted in E- voting	Number of votes cast (Shares)- E- voting	members/proxies	Number of votes cast (Shares)- Poll	Total Number of votes cast through E- voting and poll	% of total number of valid votes cast
NIL	NIL	NIL	NIL	NIL	NIL



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#### (ii) Invalid Votes

Number of members voted in E- voting	votes cast	Number of members/proxies voted by poll	Number of votes cast (Shares)- Poll	Total Number of votes cast through E- voting and poll	% of total number of valid votes cast
NIL	NIL	NIL	NIL	NIL	NIL

\* The Ballot Paper did not clearly mention about assent or dissent and some ballot paper did not have a valid Folio number/ Client ID number.

#### (d) Resolution No. 4

Re-appointment of Mr. Praveen Bhatia (holding DIN: 00147498), Whole Time Director of the Company and Increase in his Remuneration

(i) Voted in favour of the resolution:

Number of members voted in E- voting	Number of votes cast (Shares)- E- voting	Number of members/proxies voted by poll	Number of votes cast (Shares)- Poll	Total Number of votes cast through E- voting and poll	% of total number of valid votes cast
59	2821911	25	312377	3134288	100%

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### (ii) Voted in against of the resolution:

Number of members voted in E- voting	Number of votes cast (Shares)- E- voting	Number of members/proxies voted by poll	Number of votes cast (Shares)- Poll	Total Number of votes cast through E-voting and poll	% of total number of valid votes cast
NIL	NIL	NIL	NIL	NIL	NIL

#### (ii) Invalid Votes

(i)

Number of members voted in E- voting	Number of votes cast (Shares)- E- voting	Number of members/proxies voted by poll	Number of votes cast (Shares)- Poll	Total Number of votes cast through E-voting and poll	% of total number of valid votes cast
NIL	NIL	NIL	NIL	NIL	NIL

\* The Ballot Paper did not clearly mention about assent or dissent and some ballot paper did not have a valid Folio number/ Client ID number.



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#### (e) Resolution No. 5

Regularization of Mrs. Anjali Khurana (holding DIN: 06786534) as Director on the Board of the Company and her re-reappointment as independent as Independent Director

(i) Voted in favour of the resolution:

Number of members voted in E- voting	Number of votes cast (Shares)- E- voting	Number of members/proxies voted by poll	Number of votes cast (Shares)- Poll	Total Number of votes cast through E- voting and poll	% of total number of valid votes cast
59	2821911	25	312377	3134288	100%

(ii) Voted in against of the resolution:

Number of members voted in E- voting	Number of votes cast (Shares)- E- voting	Number of members/proxies voted by poll	Number of votes cast (Shares)- Poll	Total Number of votes cast through E- voting and poll	% of total number of valid votes cast
NIL	NIL	NIL	NIL	NIL	NIL



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#### (ii) Invalid Votes

Number of members voted in E-voting	members votes cast voted in E- (Shares)- E-	Number of members/proxies voted by poll	Number of votes cast (Shares)- Poll	Total Number of votes cast through E-voting and poll	% of total number of valid votes cast
NIL	NIL	NIL	NIL	NIL	NIL

\* The Ballot Paper did not clearly mention about assent or dissent and some ballot paper did not have a valid Folio number/ Client ID number.

#### (f) Resolution No. 6

## Authorization to make inter-corporate loans, investments, guarantees and securities

(i) Voted in favour of the resolution:

Number of members voted in E- voting	Number of votes cast (Shares)- E- voting	Number of members/proxies voted by poll	Number of votes cast (Shares)- Poll	Total Number of votes cast through E- voting and poll	% of total number of valid votes cast	
59	2796911	25	312377	3109288	100%	

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### ii) Voted in against of the resolution:

Number of members voted in E- voting	Number of votes cast (Shares)- E- voting	Number of members/proxies voted by poll	Number of votes cast (Shares)- Poll	Total Number of votes cast through E-voting and poll	% of total number of valid votes cast
NIL	NIL	NIL	NIL	NIL	NIL

#### (ii) Invalid Votes

Number of members voted in E- voting	Number of votes cast (Shares)- E- voting	Number of members/proxies voted by poll	Number of votes cast (Shares)- Poll	Total Number of votes cast through E-voting and poll	% of total number of valid votes cast
NIL	NIL	NIL	NIL	NIL.	NIL

\* The Ballot Paper did not clearly mention about assent or dissent and some ballot paper did not have a valid Folio number/ Client ID number.

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#### (g) Resolution No. 7

### Alteration in the Main Objects of the Company- Inter State Power Trading Project

#### (i) Voted in favour of the resolution:

Number of members voted in E- voting	Number of votes cast (Shares)- E- voting	Number of members/proxies voted by poll	Number of votes cast (Shares)- Poll	Total Number of votes cast through E-voting and poll	% of total number of valid votes cast
59	2821911	25	312377	3134288	100%

### (ii) Voted in against of the resolution:

Number of members voted in E- voting	Number of votes cast (Shares)- E- voting	Number of members/proxies voted by poll	Number of votes cast (Shares)- Poll	Total Number of votes cast through E-voting and poll	% of total number of valid votes cast
NIL	NIL	NIL	NIL .	NIL	NIL



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#### (ii) Invalid Votes

Number of members voted in E- voting	Number of votes cast (Shares)- E- voting	Number of members/proxies voted by poll	Number of votes cast (Shares)- Poll	Total Number of votes cast through E-voting and poll	% of total number of valid votes cast
NIL	NIL	NIL .	NIL	NIL	NIL

\* The Ballot Paper did not clearly mention about assent or dissent and some ballot paper did not have a valid Folio number/ Client ID number.

### (g) Resolution No. 8

## Adoption of new set of Articles of Association of the Company

(i) Voted in favour of the resolution:

Number of members voted in E- voting	Number of votes cast (Shares)- E- voting	Number of members/proxies voted by poll	Number of votes cast (Shares)- Poll	Total Number of votes cast through E- voting and poll	% of total number of valid votes cast
59	2821911	25	312377	3134288	100%



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### (ii) Voted in against of the resolution:

Number of members voted in E- voting	Number of votes cast (Shares)- E- voting	Number of members/proxies voted by poll	Number of votes cast (Shares)- Poll	Total Number of votes cast through E- voting and poll	% of total number of valid votes cast
NIL	NIL	NIL	NIL	NIL	NIL

#### (ii) Invalid Votes

Number of members voted in E- voting	Number of votes cast (Shares)- E- voting	Number of members/proxies voted by poll	Number of votes cast (Shares)- Poll	Total Number of votes cast through E-voting and poll	% of total number of valid votes cast
NIL	NIL	NIL	NIL	NIL	NIL

\* The Ballot Paper did not clearly mention about assent or dissent and some ballot paper did not have a valid Folio number/ Client ID number.



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#### (g) Resolution No. 9

Re-appointment of Mr. Anil Lakhani (Holding DIN: 00450542) as Independent Director for a term of 5 consecutive years

(i) Voted in favour of the resolution:

Number of members voted in E- voting	Number of votes cast (Shares)- E-voting	Number of members/proxies voted by poll	Number of votes cast (Shares)- Poll	Total Number of votes cast through E-voting and poll	% of total number of valid votes cast
59	2821911	25	312377	3134288	100%

### (ii) Voted in against of the resolution:

Number of members voted in E- voting	Number of votes cast (Shares)- E- voting	Number of members/proxies voted by poll	Number of votes cast (Shares)- Poll	Total Number of votes cast through E-voting and poll	% of total number of valid votes cast
NIL	NIL	NIL	NIL	NIL	NIL



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#### (ii) Invalid Votes

Number of members voted in E- voting	Number of votes cast (Shares)- E- voting	Number of members/proxies voted by poll	Number of votes cast (Shares)- Poll	Total Number of votes cast through E- voting and poll	% of total number of valid votes cast
NIL	NIL	NIL	NIL	NIL	NIL

- \* The Ballot Paper did not clearly mention about assent or dissent and some ballot paper did not have a valid Folio number/ Client ID number.
  - 5. 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.
  - 6. The Poll Papers and all other relevant records were sealed and handed over to the Company Secretary/Director authorized by the Board for safe keeping.
  - 7. The combined result of the votes (electric and physical) is annexed as Annexure-1 with this report.



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8. All of the above mentioned resolutions have passed with requisite majority.

Thank You, Yours faithfully,

For M B & Co.

Place: New Delhi

Date: September 30, 2014

Mehak Bangia

C P No. 12895



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#### **ANNEXURE-1**

(as per Clause 35 A of the Listing Agreement with the Stock Exchanges)

Date of AGM: 30<sup>th</sup> September, 2014

Total No. of members as on 29<sup>th</sup> August, 2014 (record date): 1076

No. of members present in person and through proxy: 36

(Based on shareholders registering attendance)

Promoter and Promoter Group: 11

Public: 25

Mode of Voting: E-voting & Poll

A. Resolution No. 1: Adoption of audited Accounts for the Financial Year ended on 31<sup>st</sup> March, 2014, Directors and Auditors Report. (Ordinary Resolution)

B.

Promoter/P	No. of Shares	No. of	% of Voted	No. of	No. of	0/ of Votos in	0/ - £ \ / - +
ublic						% of Votes in	% of Votes
ublic	held	Valid	Polled on	Votes In	Votes	Favour on	Against on
		Votes	outstanding	Favour	Against	Votes Polled	Votes Polled
		Polled	Shares				
	-1	-2	(3)=[(2)/(1)]*	-4	-5	(6)=[(4)/(2)]*	(7)=[(5)/(2)]*
			100			100	100
Promoter &	1527388	1527388	29.93	1527388	0	48.73	0
Promoter							· ·
Group							
Public-	0	0	0.00	0	0	0.00	0
Institutiona						0.00	Ü
l Holders							
Public-	3575612	1606900	31.49	1606900	0	51.27	0
Others						31.27	Ü
Total	5103000	3134288	61.42	3134288	0	100	0



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C. Resolution No. 2: Appointment of Director in place of Mr. Vinod Ralhan holding DIN: 00146449 who retires by rotation and being eligible offers himself for re-appointment. (Ordinary Resolution)

Promoter/P ublic	No. of Shares held	No. of Valid Votes Polled	% of Voted Polled on outstanding	No. of Votes In Favour	No. of Votes Against	% of Votes in Favour on Votes Polled	% of Votes Against on Votes Polled
A	-1	-2	Shares (3)=[(2)/(1)]* 100	-4	-5	(6)=[(4)/(2)]* 100	(7)=[(5)/(2)]* 100
Promoter & Promoter Group	1527388	1527388	29.93	1527388	0	48.73	0
Public- Institutiona I Holders	0	0	0.00	0	0	0.00	0
Public- Others	3575612	1606900	31.49	1606900	0	51.27	0
Total	5103000	3134288	61.42	3134288	0	100	Q

D. Resolution No. 3: Re-appointment of Statutory Auditors of the Company and to fix their remuneration. (Ordinary Resolution)

Promoter/P ublic	No. of Shares held	No. of Valid Votes Polled	% of Voted Polled on 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 & Promoter Group	1527388	1527388	29.93	1527388	0	48.73	0
Public- Institutiona I Holders	0	0	0.00	0	0	0.00	0

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	3575612	1606900	31.49	1606900	0	51.27	0
Others Total	5103000	3134288	61.42	3134288	0	100	0

E. Resolution No. 4: Re-appointment of Statutory Auditors of the Company and to fix their remuneration. (Special Resolution)

Promoter/P ublic	No. of Shares held	No. of Valid Votes Polled	% of Voted Polled on 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 & Promoter	1527388	1527388	29.93	1527388	0	48.73	0
Public- Institutiona I Holders	0	0	0.00	0	0	0.00	0
Public- Others	3575612	1606900	31.49	1606900	0	51.27	0
Total	5103000	3134288	61.42	3134288	0	100	. 0

F. Resolution No. 5: Regularization of Mrs. Anjali Khurana (holding DIN: 06786534) as Director on the Board of the Company and her re-reappointment as independent as Independent Director. (Special Resolution)

Promoter/P ublic	No. of Shares held	No. of Valid Votes Polled	% of Voted Polled on 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)]*	-4	-5	(6)=[(4)/(2)]* 100	(7)=[(5)/(2)]* 100°
					Eor I	Provestment S	erreces Ata.



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Promoter &	1527388	1527388	29.93	1527388	0	48.73	0
Group						0.00	0
Public-	0	0	0.00	0	0	0.00	.0
Institutiona							
I Holders							Ö
Public-	3575612	1606900	31.49	1606900	0	51.27	0
Others							
Total	5103000	3134288	61.42	3134288	0	100	Q

# G. Resolution No. 6: Authorization to make inter-corporate loans, investments, guarantees and securities (Special Resolution)

Promoter/P ublic	No. of Shares held	No. of Valid Votes Polled	% of Voted Polled on outstanding	No. of Votes In Favour	No. of Votes Against	% of Votes in Favour on Votes Polled	% of Votes Against on Votes Polled
	-1	-2	Shares (3)=[(2)/(1)]* 100	-4	-5	(6)=[(4)/(2)]* 100	(7)=[(5)/(2)]* 100
Promoter & Promoter Group	1527388	1527388	29.93	1527388	0	49.12	0
Public- Institutiona I Holders	0	0	0.00	0	0	0.00	0.
Public-	3575612	1581900	31.00	1581900	0	50.88	0
Others Total	5103000	3109288	60.93	3109288	0	100	0



For Provestment Services Ltd.



## H. Resolution No. 7: Alteration in the Main Objects of the Company-Inter State Power Trading Project (Special Resolution)

Promoter/P	No. of Shares	No. of	% of Voted	No. of	No. of	% of Votes in	% of Votes
ublic	held	Valid	Polled on	Votes In	Votes	Favour on	Against on
		Votes	outstanding	Favour	Against	Votes Polled	Votes Polled
		Polled	Shares				
	-1	-2	(3)=[(2)/(1)]* 100	-4	-5	(6)=[(4)/(2)]* 100	(7)=[(5)/(2)]* 100
Promoter & Promoter Group	1527388	1527388	29.93	1527388	0	48.73	0
Public- Institutiona I Holders	0	0	0.00	0	0	0.00	0
Public- Others	3575612	1606900	31.49	1606900	0	51.27	0
Total	5103000	3134288	61.42	3134288	0	100	0

#### I. Resolution No. 8: Adoption of new set of Articles of Association of the Company (Special Resolution)

Promoter/P ublic	No. of Shares held	No. of Valid Votes Polled	% of Voted Polled on 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 & Promoter Group	1527388	1527388	29.93	1527388	0	48.73	0
Public- Institutiona I Holders	0	0	0.00	0	0	0.00	0
Public- Others	3575612	1606900	31.49	1606900	0	51.27	0
Total	5103000	3134288	61.42	3134288	0	100	0



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J. Resolution No. 9: Re-appointment of Mr. Anil Lakhani (Holding DIN: 00450542) as Independent Director for a term of 5 consecutive years (Special Resolution)

Duamatau/D	N CCl	NI C	0/ (1/ )				
Promoter/P	No. of Shares	No. of	% of Voted	No. of	No. of	% of Votes in	% of Votes
ublic	held	Valid	Polled on	Votes In	Votes	Favour on	Against on
		Votes	outstanding	Favour	Against	Votes Polled	Votes Polled
		Polled					
			Shares				
	-1	-2	(3)=[(2)/(1)]*	-4	-5	(6)=[(4)/(2)]*	(7)=[(5)/(2)]*
			100			100	100
Promoter &	1527388	1527388	29.93	1527388	0	48.73	0
Promoter							
Group		1			2 5	8	
Public-	0	0	0.00	0	0	0.00	0
Institutiona		a	11 1 1		a		
l Holders					2		
Public-	3575612	1606900	31.49	1606900	0	51.27	0
Others							
Total	5103000	3134288	61.42	3134288	0	100	.0



Per Provestment Services 198.