

To,
Listing Department
National Stock Exchange of India Limited
Exchange Plaza, Bandra Kurla Complex
Bandra (E) Mumbai – 400051

Dear Sir/Madam,

Sub.: (a) E-voting and Poll Results pursuant to Clause 35A of the Listing Agreement
(b) Scrutinizer's Report on e-voting – (Annexure 1)
(c) Scrutinizer's Report on Poll- (Annexure 2)
(d) Scrutinizer's Report – Combined (Annexure 3)

Pursuant to clause 35A of the Listing Agreement, we hereby furnish the details regarding the voting results in the following format:

Date of 23 rd Annual General Meeting	30 th September, 2015
Total number of shareholders on Book Closure date:	6349
No. of shareholders present in the meeting either in person or through proxy:	30
Promoters and Promoter Group:	4
Public:	26
No. of Shareholders attended the meeting through Video Conferencing:	Nil
Promoters and Promoter Group:	Nil
Public:	Nil

(AGENDA-WISE)

Details of the Agenda:

1. To receive, consider and adopt the Audited Statement of Profit and Loss for the Financial Year ended 31st March, 2015, the Balance Sheet as at that date and the reports of the Board of Directors' and Auditors' thereon.

Resolution required: (Ordinary Resolution)
Mode of voting: (E-voting & Poll)



Mode of voting: (E-voting & Poll)

Promoter/Public	Electronic	Physical	No. of Shares held	No. of votes polled	% of votes polled on outstanding shares (3)=[(2)/(1)] *100	No. of votes 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		-4	-5		
Promoter and Promoter Group	6066591	12600	6127641	6079191	99.21	6079191	0	100.00	0
Public Institutional holders	0	0	187235	0	0	0	0	0.00	0
Public-Others	7176831	55714	72890574	7232545	9.92	7232545	0	100.00	0
TOTAL	13243422	68314	79205450	13311736	16.81	13311736	0	100.00	0

2. To appoint Mr. Chetna Kothari (DIN: 01127473) as Director, who retires by rotation and being eligible, offers him for re-appointment.

Resolution required: (Ordinary Resolution)

Mode of voting: (E-voting & Poll)

Mode of voting: (E-voting & Poll)

Promoter/Public	Electronic	Physical	No. of Shares held	No. of votes polled	% of votes polled on outstanding shares (3)=[(2)/(1)] *100	No. of votes 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		-4	-5		
Promoter and Promoter Group	6066591	12600	6127641	6079191	99.21	6079191	0	100.00	0
Public Institutional holders	0	0	187235	0	0	0	0	0.00	0
Public-Others	7176831	55714	72890574	7232545	9.92	7232545	0	100.00	0
TOTAL	13243422	68314	79205450	13311736	16.81	13311736	0	100.00	0

3. To Appoint M/s. Koshal & Associates (FR No.: 121233W), Chartered Accountants as Statutory Auditor of the Company and to fix their remuneration.



Resolution required: (Ordinary Resolution)
Mode of voting: (E-voting & Poll)

Mode of voting: (E-voting & Poll)

Promoter/Public	Electronic	Physical	No. of Shares held	No. of votes polled	% of votes polled on outstanding shares (3)=[(2)/(1)] *100	No. of votes 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		-4	-5		
Promoter and Promoter Group	6066591	12600	6127641	6079191	99.21	6079191	0	100.00	0
Public Institutional holders	0	0	187235	0	0	0	0	0.00	0
Public-Others	7176831	55714	72890574	7232545	9.92	7232545	0	100.00	0
TOTAL	13243422	68314	79205450	13311736	16.81	13311736	0	100.00	0

4. To issue Equity Shares on preferential basis.

Resolution required: (Ordinary Resolution)
Mode of voting: (E-voting & Poll)

Mode of voting: (E-voting & Poll)

Promoter/Public	Electronic	Physical	No. of Shares held	No. of votes polled	% of votes polled on outstanding shares (3)=[(2)/(1)] *100	No. of votes 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		-4	-5		
Promoter and Promoter Group	6066591	12600	6127641	6079191	99.21	6079191	0	100.00	0
Public Institutional holders	0	0	187235	0	0	0	0	0.00	0
Public-Others	7176831	55714	72890574	7232545	9.92	7232545	0	100.00	0
TOTAL	13243422	68314	79205450	13311736	16.81	13311736	0	100.00	0

5. To issue Fully Convertible Warrants on preferential basis.



Resolution required: (Ordinary Resolution)

Mode of voting: (E-voting & Poll)

Mode of voting: (E-voting & Poll)

Promoter/Public	Electronic	Physical	No. of Shares held	No. of votes polled	% of votes polled on outstanding shares (3)=[(2)/(1)] *100	No. of votes 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		-4	-5		0
Promoter and Promoter Group	6066591	12600	6127641	6079191	99.21	6079191	0	100.00	0
Public Institutional holders	0	0	187235	0	0	0	0	0.00	0
Public-Others	7176831	55714	72890574	7232545	9.92	7232545	0	100.00	0
TOTAL	13243422	68314	79205450	13311736	16.81	13311736	0	100.00	0

6. To cancel earlier resolution passed at Annual General Meeting held on 30th September, 2013.

Resolution required: (Ordinary Resolution)

Mode of voting: (E-voting & Poll)

Mode of voting: (E-voting & Poll)

Promoter/Public	Electronic	Physical	No. of Shares held	No. of votes polled	% of votes polled on outstanding shares (3)=[(2)/(1)] *100	No. of votes 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		-4	-5		0
Promoter and Promoter Group	6066591	12600	6127641	6079191	99.21	6079191	0	100.00	0
Public Institutional holders	0	0	187235	0	0	0	0	0.00	0
Public-Others	7176831	55714	72890574	7232545	9.92	7232545	0	100.00	0
TOTAL	13243422	68314	79205450	13311736	16.81	13311736	0	100.00	0



7. To alter Memorandum of Association of the Company.

Resolution required: (Special Resolution)

Mode of voting: (E-voting & Poll)

Mode of voting: (E-voting & Poll)

Promoter/Public	Electronic	Physical	No. of Shares held	No. of votes polled	% of votes polled on outstanding shares (3)=[(2)/(1)] *100	No. of votes 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		-4	-5		
Promoter and Promoter Group	6066591	12600	6127641	6079191	99.21	6079191	0	100.00	0
Public Institutional holders	0	0	187235	0	0	0	0	0.00	0
Public-Others	7176831	55714	72890574	7232545	9.92	7232545	0	100.00	0
TOTAL	13243422	68314	79205450	13311736	16.81	13311736	0	100.00	0

Kindly acknowledge the receipt of the same and take it on record.

Thanking you,

Yours faithfully,
For Tricom India Limited




Chetan Kothari
Managing Director
(DIN: 00050869)

REPORT OF SCRUTINIZER

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

To,

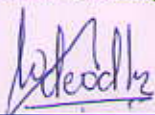
The Chairman,

23rd (Twenty Third) Annual General Meeting of the Equity Shareholders of TRICOM INDIA LIMITED to be held on 30th September, 2015 at 10.00 am at Tricom House, Gandhi Estate, Andheri Kurla Road, Safed Pool, Andheri (East), Mumbai - 400 072.

Dear Sir/ Madam,

I, Megha Trivedi, was appointed as Scrutinizer by the Board of Director of TRICOM INDIA LIMITED (the Company) for the purpose of scrutinizing e-voting process in a fair and transparent manner in respect of the below mentioned resolutions proposed at the 23rd Annual General Meeting of the Equity Shareholders of the Company to be held on 30th September, 2015 at 10.00 am at Tricom house, Gandhi Estate, Andheri Kurla Road, Safed Pool, Andheri (East), Mumbai - 400 072 submit our report as under:

1. In accordance with the Notice of the 23rd Annual General Meeting sent to the shareholders and the 'Advertisement' published pursuant to Rule 20(3)(v) of the Companies (Management and Administration) Rules, 2014 on 8th September, 2015, the e-voting opened at 9.00 a.m. on 27th September, 2015 and remained open up to 5.00 p.m. 29th September, 2015.
2. The Equity Shareholders holding shares as on 23rd September, 2015 "cut off date" were entitled to vote on the resolutions stated in the Notice of the 23rd Annual General Meeting of the Company.
3. The votes were unblocked at 6.00 p.m. on 29th September, 2015 in the presence of Mr. Upendra Deodhar and Mr. Santosh Shinde who are not the employees of the company, and who have signed below as witness to the unblocking of the votes.



(Upendra Deodhar)



(Santosh Shinde)

4. The e-voting results/list of equity shareholders who have voted "For" and "Against" were downloaded from the e-voting website of Central Depository Services (India)

Limited (<https://www.evotingindia.com>) and the same are being handed over to the Chairman.

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

Resolution – 1 : Ordinary Resolution

To receive, consider and adopt the Audited Statement of Profit and Loss for the Financial Year ended 31st March, 2015, the Balance Sheet as at that date and the reports of the Board of Directors' and Auditors' thereon.

i) Voted in favour of the resolution:

Number of Members Voting through electronic system.	Number of votes cast in favour of resolution	% of total numbers of valid votes cast
36	13250922	100

ii) Voted against of the resolution :

Number of Members Voting through electronic system.	Number of votes cast against the resolution	% of total numbers of valid votes cast
NIL	NIL	NIL

iii) Invalid Votes :

Total number of members whose votes declared invalid.	Total Number of votes cast by them
NIL	NIL

Resolution – 2 : Ordinary Resolution

To appoint Mr. Chetna Kothari (DIN: 01127473) as Director, who retires by rotation and being eligible, offers him for re-appointment

i) Voted in favour of the resolution:

Number of Members Voting through electronic system.	Number of votes cast in favour of resolution	% of total numbers of valid votes cast
36	13250922	100

ii) Voted against of the resolution :

Number of Members Voting through electronic system.	Number of votes cast against the resolution	% of total numbers of valid votes cast
NIL	NIL	NIL

iii) **Invalid Votes** :

Total number of members whose votes declared invalid.	Total Number of votes cast by them
NIL	NIL

Resolution – 3 : Ordinary Resolution

To Appoint M/s. Koshal & Associates (FR No.: 121233W), Chartered Accountants as Statutory Auditor of the Company and to fix their remuneration.

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

Number of Members Voting through electronic system.	Number of votes cast in favour of resolution	% of total numbers of valid votes cast
36	13250922	100

ii) **Voted against** of the resolution :

Number of Members Voting through electronic system.	Number of votes cast against the resolution	% of total numbers of valid votes cast
NIL	NIL	NIL

iii) **Invalid Votes** :

Total number of members whose votes declared invalid.	Total Number of votes cast by them
NIL	NIL

Resolution – 4 : Special Resolution

To issue Equity Shares on preferential basis

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

Number of Members Voting through electronic system.	Number of votes cast in favour of resolution	% of total numbers of valid votes cast
36	13250922	100

ii) Voted **against** of the resolution :

Number of Members Voting through electronic system.	Number of votes cast against the resolution	% of total numbers of valid votes cast
NIL	NIL	NIL

iii) **Invalid Votes** :

Total number of members whose votes declared invalid.	Total Number of votes cast by them
NIL	NIL

Resolution – 5 : Special Resolution

To issue Fully Convertible Warrants on preferential basis.

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

Number of Members Voting through electronic system.	Number of votes cast in favour of resolution	% of total numbers of valid votes cast
36	13250922	100

ii) Voted **against** of the resolution :

Number of Members Voting through electronic system.	Number of votes cast against the resolution	% of total numbers of valid votes cast
NIL	NIL	NIL

iii) **Invalid Votes** :

Total number of members whose votes declared invalid.	Total Number of votes cast by them
NIL	NIL

Resolution – 6 : Special Resolution

To cancel earlier resolution passed at Annual General Meeting held on 30th September, 2013.

i) Voted in favour of the resolution :

Number of Members Voting through electronic system.	Number of votes cast in favour of resolution	% of total numbers of valid votes cast
36	13250922	100

ii) Voted against of the resolution :

Number of Members Voting through electronic system.	Number of votes cast against the resolution	% of total numbers of valid votes cast
NIL	NIL	NIL

iii) Invalid Votes :

Total number of members whose votes declared invalid.	Total Number of votes cast by them
NIL	NIL

Resolution – 7 : Special Resolution

To alter Memorandum of Association of the Company

iv) Voted in favour of the resolution :

Number of Members Voting through electronic system.	Number of votes cast in favour of resolution	% of total numbers of valid votes cast
36	13250922	100

v) Voted against of the resolution :

Number of Members Voting through electronic system.	Number of votes cast against the resolution	% of total numbers of valid votes cast
NIL	NIL	NIL

vi) Invalid Votes :

Total number of members whose votes declared invalid.	Total Number of votes cast by them
NIL	NIL

6. All relevant records of electronic voting will remain in our safe custody until the Chairman considers, approves and signs the minutes of the 23rd Annual General Meeting and the same shall be handed over thereafter to the Chairman for safe keeping.

M.V. Trivedi

Megha Trivedi

Scrutinizer

Place: Mumbai

Dated: 30.09.2015

FORM No. MGT-13**Report of Scrutinizer(s)**

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

To,

The Chairman of 23rd Annual General Meeting of the Equity Shareholders of Tricom India Ltd held on Wednesday the 30th September, 2015 at 10.00 a.m., at Tricom house, Gandhi Estate, Andheri Kurla Road, Safed Pool, Andheri (East), Mumbai - 400 072

Dear Sir,

I Megha Trivedi, appointed as Scrutinizer(s) for the purpose of the poll taken on the below mentioned resolutions at the 23rd Annual General Meeting of the Equity Shareholders of Tricom India Ltd, held on Wednesday the 30th September, 2015 at 10.00 a.m., at Tricom house, Gandhi Estate, Andheri Kurla Road, Safed Pool, Andheri (East), Mumbai - 400 072 submit our 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 box was 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 / proxies lodged with the Company.
3. I did not find any poll papers invalid.
4. The result of the Poll is as under:

1. To receive, consider and adopt the Audited Statement of Profit and Loss for the Financial Year ended 31st March, 2015, the Balance Sheet as at that date and the reports of the Board of Directors' and Auditors' thereon.

I. Voted in favour 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
9	68314	100%

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
NIL	NIL	NIL

III.

Total number of members (in person or by proxy) whose votes were declared invalid)	Total number of votes cast by them
NIL	NIL

2. To appoint Mr. Chetna Kothari (DIN: 01127473) as Director, who retires by rotation and being eligible, offers him for re-appointment.

I. Voted in favour 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
9	68314	100%

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
NIL	NIL	NIL

III.

Total number of members (in person or by proxy) whose votes were declared invalid)	Total number of votes cast by them
NIL	NIL

3. To Appoint M/s. Koshal & Associates (FR No.: 121233W), Chartered Accountants as Statutory Auditor of the Company and to fix their remuneration.

I. Voted in favour 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
9	68314	100%

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
NIL	NIL	NIL

III.

Total number of members (in person or by proxy) whose votes were declared invalid)	Total number of votes cast by them
NIL	NIL

4. To issue Equity Shares on preferential basis

I. Voted in favour 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
9	68314	100%

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
NIL	NIL	NIL

III.

Total number of members (in person or by proxy) whose votes were declared invalid)	Total number of votes cast by them
NIL	NIL

5. To issue Fully Convertible Warrants on preferential basis.

I. Voted in favour 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
9	68314	100%

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
NIL	NIL	NIL

III.

Total number of members (in person or by proxy) whose votes were declared invalid)	Total number of votes cast by them
NIL	NIL

6. To cancel earlier resolution passed at Annual General Meeting held on 30th September, 2013.

I. Voted in favour 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
9	68314	100%

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
NIL	NIL	NIL

III.

Total number of members (in person or by proxy) whose votes were declared invalid)	Total number of votes cast by them
NIL	NIL

7. To alter Memorandum of Association of the Company.

I. Voted in favour 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
9	68314	100%

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
NIL	NIL	NIL

III.

Total number of members (in person or by proxy) whose votes were declared invalid)	Total number of votes cast by them
NIL	NIL

5. 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 Managing Director authorized by the Board for safe keeping.

Thanking you,

Yours faithfully,

Mv Trivedi
Megha Trivedi
Scrutinizer

Place: Mumbai
Dated: 30.09.2015

SCRUTINIZER'S REPORT – COMBINED

To,
The Chairman of 23rd Annual General Meeting of the members of
Tricom India Limited (the Company) held on
Wednesday the 30th day of September, 2015 at
10.00 a.m. at Tricom House, Gandhi Estate,
Andheri Kurla Road, Safed Pool,
Andheri (East), Mumbai – 400 072

Dear Sir,

1. I, Megha Trivedi, have been appointed as the Scrutinizer by the Board of Directors of **Tricom India Limited** (the Company) for the purpose of scrutinizing the e-voting process under the provisions of Section 108 of the Companies Act, 2013 (the 2013 Act) read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (Rules).
2. I have issued separate Scrutinizer's Report dated 30th September, 2015 on the e-voting.
3. I, Megha Trivedi, have also been appointed as the Scrutinizer for the poll by the Chairman of the Annual General Meeting (AGM) under the provisions of Section 109 of the 2013 Act read with Rule 21 of Rules on the resolutions contained in the notice to the 23rd Annual General Meeting (AGM) of the members of the Company, to be held on Wednesday, 30th September, 2015 at 10.00 a.m. Tricom House, Gandhi Estate, Andheri Kurla Road, Safed Pool, Andheri (East), Mumbai – 400 072.
4. I have issued a separate Scrutinizers' Report dated 30th September, 2015 on the poll on the resolutions contained in the notice to the 23rd AGM. As requested by management, I submit herewith my combined report on the result of e-voting together with that of Poll as under:-

Item no. of Notice	Votes in favour of the resolution		Votes against the resolution		Invalid Votes
	No. of shares	%of total number of valid votes cast (Favour and Against)	No. of shares	%of total number of valid votes cast (Favour and Against)	No. of shares
1. Adoption of Audited Statement of Profit and Loss for the Financial Year ended 31 st March, 2015 and the Balance Sheet as at that date and the reports of the Board of Directors' and Auditors' thereon. (Ordinary Resolution)	13311736	100%	0	0	0
2. Appointment of a Director in place of Mr. Chetna Kothari (DIN: 01127473) as Director, who retires by rotation	13311736	100%	0	0	0

and being eligible, offers him for re-appointment (Ordinary Resolution)					
3. Reappointment of M/s Koshal & Associates, Chartered Accountants as the Auditors of the Company. (Ordinary Resolution)	13311736	100%	0	0	0
4. Issue of Equity Shares on preferential basis (Special Resolution)	13311736	100%	0	0	0
5. Issue Fully Convertible Warrants on preferential basis (Special Resolution)	13311736	100%	0	0	0
6. cancellation of earlier resolution passed at Annual General Meeting held on 30 th September, 2013 (Special Resolution)	13311736	100%	0	0	0
7. Alteration of Memorandum of Association of the Company (Special Resolution)	13311736	100%	0	0	0

6. The management of the company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and Rules relating to e-voting and poll on the resolutions contained in the Notice to the 23rd Annual General Meeting (AGM) of the members of the Company. My responsibility as a scrutinizer for the e-voting process and for poll at the AGM is restricted to make Scrutinizers' report of the votes cast "in favour" or "against" the resolutions stated above, based on the reports generated from the e-voting system provided by CSDL, the authorised agency engaged by the Company to provide e-voting facilities for e-voting and Sharex Dynamic (India) Pvt.Ltd. (Registrar & Share Transfer Agents) and also at the time of poll at 23rd AGM.

Thanking You,
Yours faithfully,

Mv-Trivedi
Megha trivedi
Scrutinizer

Place: Mumbai
Dated: 30.09.2015