



DYNACONS

SOLUTIONS THAT EMPOWER

L72200MH1995PLC093130

October 1, 2015

The Manager
Bombay Stock Exchange Ltd.,
Phiroze Jeejeebhoy Towers
Dalal Street
Mumbai – 400001

Dear Sir,

Sub.: Proceedings of 20th Annual General Meeting (AGM) under Clause 31(d) and Disclosure of voting results under Clause 35A of the listing Agreement of Dynacons Systems & Solutions Limited.

The 20th Annual General Meeting of the Company was held on Wednesday, September 30, 2015 at 2.30 P.M., at Karl Residency, 36, Lallubhai Park Road, Andheri (West), Mumbai 400058.

Pursuant to the provisions of Section 108 of the Companies Act, 2013 (the Act) and Rule 20 of The Companies (Management and Administration) Rules, 2014 as amended ('the Rule') the Company provided its members holding shares either in physical form or in dematerialize form, as on the cut- off date being September 23, 2015 with facility of remote e-voting to enable them to cast their vote on all the Ordinary and Special Resolutions as set out in the Notice of the AGM during the period commencing from September 27, 2015 (9:30 am) and ends on September 29, 2015 (5:00 pm).

In line with the said Rules, the Company had also provided facility for voting by poll at the venue of AGM to the members who attended the AGM but had not cast their vote through remote e-voting earlier.

Below resolutions contained in the notice of the above AGM were approved by requisite majority of members and accordingly all the resolutions are declared to be passed on the AGM date being September 30, 2015. The Scrutinizer's report is attached.

The following Resolutions were passed by the shareholders' through remote e-voting/poll.

Ordinary Business:

- Adoption of Balance Sheet as at March 31, 2015, the Profit and Loss Account for the year ended on that date and the reports of Board of Directors and Auditors thereon.
- Appointment of Mr. Parag Dalal (Din: 00409894), as a Whole Time Director liable to retire by rotation

Dynacons Systems & Solutions Limited

An ISO 9001:2008 Organization

78, Ratnajyot Industrial Estate, Irla Lane, Vile Parle (W), Mumbai 400056. INDIA.

+91-22-66889900 | +91-22-26716641 | www.dynacons.com | sales@dynacons.com | (Toll Free) 1800-266-4444

- Ratification of the appointment of M/s. Palan & Co. as Statutory Auditors of the Company.

Special Business:

- Adoption of new set of Articles of Association of the Company.
- Appointment of Ms. Archana Phadke (Din: 07138774) as an Independent, Non-Executive director of the Company.

AGM has been convened, held and conducted as per the provisions of the Companies Act, 2013, and the rules made thereunder.

Thanking You,

Yours faithfully,

For **Dynacons Systems & Solutions Ltd**


Ravishankar Singh
Company Secretary



Place: Mumbai

Date: 1st October, 2015

**DYNACONS**

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L72200MH1995PLC093130**Outcome of Voting of Annual General meeting
(As per Clause 35A of Listing Agreement)**

Date of Annual General meeting	September 30, 2015			
Total number of shareholders as on record date	14274			
No. of shareholders present in the meeting either in person or through proxy	Promoter & Promoter Group		Public	
	In Person	Through Proxy	In Person	Through Proxy
	6	4	31	29
No. of shareholders attended the meeting through Video Conferencing	Promoter & Promoter Group		Public	
	Nil		Nil	

Agenda wise Outcome

The mode of voting for all the resolutions was:

1. E-voting conducted between Sunday, September 27, 2015 (09.30 a.m. IST) to Tuesday, September 29, 2015 (05.00 p.m. IST).
2. Poll conducted at the Meeting.

Given below is the resolution wise combined result of e-voting and Poll.

Resolution No. 1:

Details of the Agenda: Adoption of the audited accounts for the year ended on March 31, 2015

Resolution required: Ordinary Resolution

Mode of voting: Poll/ Remote E-voting

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 – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	1864984	1821368	97.66%	1821368	0	100.00%	0.01%

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Public – Institutional holders	Nil	Nil	Nil	Nil	Nil	Nil	Nil
Public-Others	4058096	141278	3.48%	141006	272	99.81%	0.19%
Total	5923080	1962646	33.14%	1962374	272	99.99%	0.01%

Note: Out of the total votes polled, 17 votes constituting 19,438 shares are invalid due to technical reasons.

Resolution No. 2:

Details of the Agenda: Appointment of Mr. Parag Dalal (Din: 00409894), as a Whole Time Director liable to retire by rotation.

Resolution required: Ordinary Resolution
Mode of voting: Poll/ Remote E-voting

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 – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	1864984	1821368	97.66%	1821368	0	100.00%	0.00%
Public – Institutional holders	Nil	Nil	Nil	Nil	Nil	Nil	Nil
Public-Others	4058096	141398	3.48%	141126	272	99.81%	0.19%
Total	5923080	1962766	33.14%	1962494	272	99.99%	0.01%

Note: Out of the total votes polled, 17 votes constituting 19,438 shares are invalid due to technical reasons.

Resolution No. 3:

Details of the Agenda: Ratification of Appointment of M/s. Palan & Co., Chartered Accountant, as Statutory Auditors of the Company

Resolution required: Ordinary Resolution
Mode of voting: Poll/ Remote E-voting



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 – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	1864984	1821368	97.66%	1821368	0	100.00%	0.00%
Public – Institutional holders	Nil	Nil	Nil	Nil	Nil	Nil	Nil
Public-Others	4058096	141278	3.48%	141006	272	99.81%	0.19%
Total	5923080	1962646	33.14%	1962374	272	99.99%	0.01%

Note: Out of the total votes polled, 17 votes constituting 19,438 shares are invalid due to technical reasons.

Resolution No. 4:

Details of the Agenda: Adoption of new set of Articles of Association of the Company.

Resolution required: Special Resolution

Mode of voting: Poll/ Remote E-voting

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 – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	1864984	1821368	97.66%	1821368	0	100.00%	0.00%
Public – Institutional holders	Nil	Nil	Nil	Nil	Nil	Nil	Nil
Public-Others	4058096	142078	3.50%	142078	0	100.00%	0.00%
Total	5923080	1963446	33.15%	1963446	0	100.00%	0.00%

Note: Out of the total votes polled, 17 votes constituting 19,438 shares are invalid due to technical reasons.

Resolution No. 5:

Details of the Agenda: Appointment of Ms. Archana Phadke (Din: 07138774) as an Independent, Non-Executive director of the Company



Resolution required: Ordinary Resolution
Mode of voting: Poll/ Remote E-voting

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 – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	1864984	1821368	97.66%	1821368	0	100.00%	0%
Public – Institutional holders	Nil	Nil	Nil	Nil	Nil	Nil	Nil
Public-Others	4058096	142054	3.50%	142054	0	100.00%	0%
Total	5923080	1963422	33.15%	1963422	0	100.00%	0%

Note: Out of the total votes polled, 17 votes constituting 19,438 shares are invalid due to technical reasons.

For Dynacons Systems & Solutions Ltd.



Ravishankar Singh
Company Secretary



Place: Mumbai

Date: October 1, 2015