VISESH INFOTECNICS LTD.

CIN:L30007DL1989PLC131190

An ISO 9001 : 2008 Company

Regd. Office*: 703, Arunachal Building, 19 Barakhamba Road, New Delhi-1
Ph.: 011-43070989 Fax : 011-43070989
E-mail : info@viseshinfo.com

30th January, 2016

To,

Listing Department,
Bombay Stock Exchange limited
Floor 25, P J Towers,
Dalal Street, Mumbai –400001

Scrip Code: 532411

Listing Department,
National Stock Exchange of India Ltd
Exchange Plaza, C -1, Block - G,
Bandra Kurla Complex (E),
Mumbai- 400051

NSE Symbol: VISESHINFO

Sub: Disclosure of E-Voting Results of the Extra-Ordinary General Meeting of the Company held on 28th January, 2016 pursuant to Regulation 44(3) of Securities and Exchange Board of India (Listing obligations and Disclosure Requirements) Regulations, 2015

Dear Sir,

Please find enclosed herewith E-Voting Results pursuant to Regulation 44(3) of Securities and Exchange Board of India (Listing obligations and Disclosure Requirements) Regulations, 2015 along with Scrutinizer's Report.

Kindly do the needful and take it on your records.

Thanking You,

Yours faithfully,

For Visesh Infotecnics Limited

Garima Singh
Company Secretary & Compliance Officer

Encl: As above

VISESH INFOTECNICS LIMIITED

CIN: L30007DL1989PLC131190

Regd. Office: 703, Arunachal building, 19, Barakhamba Road, New Delhi 110001

Voting result at the Extra-ordinary General meeting held on 28/01/2016

Date of the AGM/EGM	Extra-ordinary General Meeting held on 28/01/2016
Total number of shareholders on record date	25625
No. of shareholders present in the meeting either in person or through proxy:	
Promoters and Promoter Group:	6
Public:	67
No. of Shareholders attended the meeting through Video Conferencing:	
Promoters and Promoter Group:	0
Public	0
Agenda- wise disclosure (to be disclosed separately for each agenda item)	1. Change in the Name of the Company from " Visesh Infotecnics Limited" to " MPS Infotecnics Limited"
Resolution required: (Ordinary/ Special)	Special Resolution
Whether promoter/ promoter group are interested in the agenda/resolution?	No

Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes 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 and Promoter Group	E-Voting	1744711967	0	0%	0	0	0.00%	0.00%
	Poll		1744711967	100%	1744711967	0	100.00%	0.00%
	Postal Ballot (if applicable)		N.A	N.A	N.A	N.A	N.A	N.A
	Total		1744711967	100%	1744711967	0	100.00%	0.0%
Public- Institutions	E-Voting	46796750	0	0%	0	0	0.00%	0.0%
	Poll		0	0%	0	0	0.00%	0.00%
	Postal Ballot (if applicable)		N.A	N.A	N.A	N.A	N.A	N.A
	Total		0	0%	0	0	0.00%	0.00%
Public- Non Institutions	E-Voting	1982927938	63392534	3.20%	63361074	31460	99.95%	0.05%
	Poll		58682710	2.96%	58682710	0	100%	0.00%
	Postal Ballot (if applicable)		N.A	N.A	N.A	N.A	N.A	N.A

	Total		122075244	6.16%	122043784	31460	99.97%	0.03%
Total		3774436655	1866787211	49.46%	1866755751	31460	100.00%	0.002%

For Visesh Infotecnics Limited

Garima Singh
Company Secretary & Compliance Officer

A. K. FRIENDS & CO.
Practicing Company Secretaries

E-38, 2ND FLOOR BEHIND HIRA SWEETS,
LAXMI NAGAR, DELHI - 110092
PHONE : (O) 43601839
(M) : 9212000759, 9911000759
e-mail : csakf1975@gmail.com

COMBINED SCRUTINIZER REPORT FOR E-VOTING & POLL FOR VISESH INFOTECNICS LIMITED

To
The Chairman
Extra-ordinary General Meeting of the Members of
VISESH INFOTECNICS LIMITED held on January 28th, 2016
at 10:00 A.M. at 703, ARUNACHAL BUILDING, 19
BARAKHAMBA ROAD, CONNAUGHT PLACE,
NEW DELHI-110001

For Extra-ordinary General Meeting of the Equity Shareholders of M/S VISESH INFOTECNICS LIMITED held on Thursday, January 28, 2016 at 10.00 A.M at 703, ARUNACHAL BUILDING, 19 BARAKHAMBA ROAD, CONNAUGHT PLACE, NEW DELHI-110001,

Subject: - Passing of Resolution through e-Voting AND poll conducted at the EGM of M/s VISESH INFOTECNICS LIMITED held on 28th January, 2016

I, Mr. Ashish Kumar Friends, Practicing Company Secretary, was appointed by the Board of Directors of M/s VISESH INFOTECNICS LIMITED (CIN : L30007DL1989PLC131190) as the Scrutinizer for the E-voting process as mentioned under clause (ix) of sub rule 3 of Rule 20 of the companies (Management and Administration) Rules, 2014, as amended by the Companies (Management and Administration) Rules, 2015. The Board of the Company had appointed me as a Scrutinizer for the e-voting starting from January 25, 2016 at 09:00 A.M. to January 27, 2016 at 05:00 P.M. and for the poll held at the EGM of the Company held on Thursday, January 28, 2016 at 10.00 A.M. AT 703, ARUNACHAL BUILDING, 19 BARAKHAMBA ROAD, CONNAUGHT PLACE, NEW DELHI-110001.

The Company has appointed Central Depository Services (India) Limited (CDSL) as the Service Provider, for extending the facility of electronic voting to the shareholders of the Company starting from January 25, 2016 at 9:00 A.M. to January 27, 2016 at 05:00 P.M. The e-voting results were unblocked by me on January 29, 2016 at around 4:00 P.M. in the presence of two witnesses.

At the EGM of the Company held on January 28, 2016, the Chairman of the meeting had suo motto called for a poll to facilitate the members present in the meeting who could not participate in the e-voting to record their votes through the poll process.

Further to the above, I submit my report as under:-

i. The remote e-voting remained open from January 25, 2016 at 9:00 A.M. to January 27, 2016 at 05:00 P.M.

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ii. The members who were on record of the Company as well as whose particulars provided by the depositories on the "cut-off date i.e., 21st January 2016 were entitled to remote e-voting on the resolutions set out in the notice of the EGM of the Company.

iii. The votes cast through remote e-voting were unblocked on 29th January 2016 around 4:00 P.M. in the presence of two witnesses, Mr. Dinesh Chand Agarwal R/o E-38, Behind Hira Sweet, Laxmi Nagar, Delhi -110092 & Ms. Shweta Chawla R/o D-135A, Upper Ground, Street No. 6, Laxmi Nagar, Delhi - 110092 who are not in employment of the Company.

iv. The physical voting facility through ballot papers was provided at the venue of Extra-ordinary General Meeting held on Thursday, 28th January, 2016 for those members who attend the meeting but not participate in remote e-voting were considered for the purpose of this report accordingly. The Ballot box opened by me in the presence of two witnesses Ms. Shweta Chawla R/o D-135A Upper Ground, Street No. 6, Laxmi Nagar, Delhi-110092 and Mr. Praveen Kumar R/o H. No. 5036, Gali Daroga, Chalu Singh Pahari Dhiraj, Delhi-110006 after the voting process was over at the said EGM of the Company.

v. The details containing interalia, list of Equity Shareholders, who voted "for" or "against", on each of the resolution that were put to vote were generated from the e-voting website of Central Depository Services (India) Limited (CDSL).

I have submitted separate reports on e-voting and voting by poll on the resolutions contained in the notice dated 30th December, 2015 convening the Extra-ordinary General Meeting on 28th January, 2016. I submit herewith my combined report on the results on e-voting and voting by poll as under:

The result of the E-voting together with that of the Poll is as under:

Item No. 1 : To consider & if thought fit, to pass, with or without modification(s), following resolution asSPECIAL RESOLUTION:

"**RESOLVED THAT** pursuant to Section 13(2) of the Companies Act, 2013 (including any statutory modification or re-enactment thereof, for the time being in force) and all other applicable provisions, if any, of the Companies Act, 2013 and the Companies (Incorporation) Rules, 2014, subject to approval of the Central Government (power delegated to Registrar of Companies) and any other Regulatory Authorities as may be necessary, consent of the members be and is hereby accorded to change the name of the Company from "**VISESH INFOTECNICS LIMITED**" to "**MPS INFOTECNICS LIMITED**" or any other name as may be approved by the Central Government, Registrar of Companies, NCT of Delhi and Haryana and other Regulatory Authorities, whether under the Companies Act, 2013 or any other Rules, Laws, Acts, Statutes or Regulations as may be applicable to the Company.

FURTHER RESOLVED THAT the Name Clause being Clause I in the Memorandum of Association of the Company be altered accordingly and substituted by the following clause:

1. The Name of the Company is MPS Infotecnics Limited.

FURTHER RESOLVED THAT in terms of Section 14 of the Companies Act, 2013 the Articles of Association of the Company be altered by deleting the existing name of the Company wherever

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appearing and substituting it with the new name of the Company.
FURTHER RESOLVED THAT the Board of Directors or any Committee thereof be and is hereby authorized to accept any other name approved by the relevant Regulatory Authorities and seek approval for the change in the name of the Company accordingly without making any further reference to the members for their approval."

Type of Voting	**Votes in favour of the Resolution**		**Votes against the resolution**		**Invalid Votes**	
	Nos.	%age	Nos.	%age	Nos.	%age
E-voting	6,33,61,074	99.95	31,460	0.05	Nil	Nil
Poll	1,80,33,94,677	100	Nil	Nil	Nil	Nil
Total	1,86,67,55,751	99.99	31,460	0.01	Nil	Nil

I hereby confirm that I am maintaining the Registers received from the Service Provider both electronically and manually, in respect of the Votes cast through e-Voting and poll by the Shareholders of the Company. I shall be arranging to hand over these records to you or such other person authorized by you.

Thanking you
Yours faithfully,

For A.K. FRIENDS & CO.

Ashish Kumar Friends
Practising Company Secretary
C.P. No.-4056, Mem No.-FCS-5129

Place: New Delhi
Dated: 29.01.2016