

PCL/S.E./AGM/ 09/2015

Mr. Nagesh Pai

The General Manager- Listing

The Asst. Vice President (Listing)

National Stock Exchange of India Ltd.

"Exchange Plaza", Bandra-Kurla Complex,

Bandra (East),

Mumbai-400 051

Dear Sir,

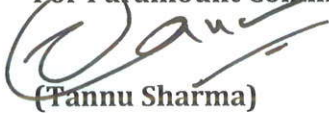
In compliance with Clause 35A of the Listing Agreement, following are the details in connection with the 21st Annual General Meeting of the Company held on Thursday, 24th September, 2015 at 11.30 A.M. at Shah Auditorium, Shree Delhi Gujarati Samaj Marg, Near Interstate Bus Terminal, Delhi-110054.

Particulars	Details
Date of the AGM:	Thursday, 24th September, 2015
Record date:	Thursday, 17th September, 2015
Total number of shareholders on record date:	28,976 (Twenty Eight Thousand Nine Hundred and seventy six shareholders)
No. of Shareholders present in the meeting either in person or through proxy: • Promoters and Promoter Group: • Public:	19 1005
No. of Shareholders attended the meeting through Video Conferencing	--

Further, we are enclosing the results of voting through Electronic means and poll conducted at the Annual General Meeting as per the Format specified in Clause 35A of the Listing Agreement. In addition to this, the combined Report from the Scrutinizer is also attached herewith for records & reference.

Kindly take this on record & oblige.

Thanking you.

For Paramount Communications Limited

(Pannu Sharma)
Company Secretary

Paramount Communications Ltd
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New Delhi - 110028
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f. +91 11 25893719-20
pcl@paramountcables.com
www.paramountcables.com
CIN : L74899DL1994PLC061295



A.K. POPLI & CO.
COMPANY SECRETARIES

Office : 105, C-2/4, Pragati Market,
Ashok Vihar Phase-II, Delhi-110052
E-mail: akpoplico@gmail.com
akpopli@rediffmail.com
Phone : 011-27460196, 27431426
Mobile : 9811834710

25-9-2015

To.

The Chairman
Paramount Communications Limited
C-125, Narayana Industrial Area
Phase-I, New Delhi-110028

Dear Sir.

Sub: Scrutinizer's Report on e-voting conducted pursuant to the provision Sec 108 of the Companies Act, 2013 read with Rule 20 of Companies (Management & Administration) Rules, 2014 and ballot forms received from the shareholders who do not have access to e-voting.

I, Anil Popli of A.K. Popli & Co., Practising Company Secretaries had been appointed as the scrutinizer by the Board of Directors of Paramount Communications Limited vide resolution dated 12-8-2015 pursuant to the provision Sec 108 of the Companies Act, 2013 read with Rule 20 of Companies (Management & Administration) Rules, 2014 to conduct the electronic voting process and to scrutinize the physical ballot forms received from the shareholders in respect of below mention resolution to be passed at the annual general meeting of the company to be held on 24-09-2015.

The Company has availed the e-voting facility offered by CDSL for conducting e-voting by the shareholders of the company. The Company has also provided voting by physical ballot papers to the members who do not have access to e-voting facility.

The shareholders of the company holding shares as on the cut off date of 17-9-2015 were entitled to vote on the proposed resolution as set out at item no. 1 to 11 in the notice of 21st A.G.M. of Paramount Communications Limited.

The voting period for e-voting commenced on 21-9-2015 (9.00 a.m.) and ended on 23-09-2015 (5.00 p.m.) and the CDSL e-voting platform was blocked thereafter and the votes cast under e-voting facility were then blocked in the presences of two witness who were not in the employment of the Company.



I have scrutinize and reviewed the voting through electronic means and physical mode (postal ballot) and votes tendered therein based on the data downloaded from CDSL e-voting system and the ballot form received respectively.

Now I submit my report as under on the result of voting through electronic means and physical mode in respect of said resolution.

RESOLUTION 1: Adoption of Annual Accounts of the company as on March 31, 2015

i. Voted in favour of the resolution

	Number of members voted through electronic voting system and physical mode	Number of vote cast (Shares)	% of total no of valid vote cast.
E-Voting	57	66845419	53.37
Ballot	47	23137	0.018
Total	104		

ii. Voted in against of the resolution

	Number of members voted through electronic voting system and physical mode	Number of vote cast (Shares)	% of total no of valid vote cast.
E-Voting	Nil		
Ballot	Nil		
Total			

2. Resolution No. 2: Reappointment of Mr. Sanjay Aggarwal retiring by rotation and being eligible, offering himself for reappointment

i. Voted in favour of the resolution

	Number of members voted through electronic voting system and physical mode	Number of vote cast (Shares)	% of total no of valid vote cast.
E-Voting	57	66845419	53.37
Ballot	47	23137	0.018
Total	104		



ii. Voted in against of the resolution

	Number of members voted through electronic voting system and physical mode	Number of vote cast (Shares)	% of total no of valid vote cast.
E-Voting	nil		
Ballot			
Total			

3. Resolution No. 3: Reappointment of Statutory Auditors of the Company till the conclusion of next A.G.M. i. Voted in favour of the resolution

	Number of members voted through electronic voting system and physical mode	Number of vote cast (Shares)	% of total no of valid vote cast.
E-Voting	57	66845419	53.37
Ballot	47	23137	0.018
Total	104		

ii. Voted in against of the resolution

	Number of members voted through electronic voting system and physical mode	Number of vote cast (Shares)	% of total no of valid vote cast.
E-Voting	nil		
Ballot			
Total			

4. Resolution 4: Regularization & Reappointment of Mrs. Malini Gupta, as an independent director in terms of the Companies Act,2013

i. Voted in favour of the resolution

	Number of members voted through electronic voting	Number of vote cast (Shares)	% of total no of valid vote cast.
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	system and physical mode		
E-Voting	57	66845419	53.37
Ballot	47	23137	0.018
Total	104		

ii. Voted in against of the resolution

	Number of members voted through electronic voting system and physical mode	Number of vote cast (Shares)	% of total no of valid vote cast.
E-Voting	nil		
Ballot			
Total			

5. Resolution No.5: Resolution under Section 181 (c) of the Companies Act, 2013 to approve the overall limit of Rs. 1000 crore

i. Voted in favour of the resolution

	Number of members voted through electronic voting system and physical mode	Number of vote cast (Shares)	% of total no of valid vote cast.
E-Voting	57	66845419	53.37
Ballot	47	23137	0.018
Total	104		

ii. Voted in against of the resolution

	Number of members voted through electronic voting system and physical mode	Number of vote cast (Shares)	% of total no of valid vote cast.
E-Voting	nil		
Ballot			
Total			



6.. Resolution No.6: Resolution under Section 181 (a) of the Companies Act, 2013 to approve the overall limit of Rs. 1000 crore

i. Voted in favour of the resolution

	Number of members voted through electronic voting system and physical mode	Number of vote cast (Shares)	% of total no of valid vote cast.
E-Voting	57	66845419	53.37
Ballot	47	23136	0.018
Total	104		

ii. Voted in against of the resolution

	Number of members voted through electronic voting system and physical mode	Number of vote cast (Shares)	% of total no of valid vote cast.
E-Voting	Nil		
Ballot	1	1	0.00001
Total			

7. resolution No.7: Alteration MOA and adoption of new MOA as per the provisions of the Companies Act,2013:

i. Voted in favour of the resolution

	Number of members voted through electronic voting system and physical mode	Number of vote cast (Shares)	% of total no of valid vote cast.
E-Voting	57	66845419	53.37
Ballot	47	23137	0.018
Total	104		

ii. Voted in against of the resolution.

	Number of members	Number of vote cast	% of total no of valid
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	voted through electronic voting system and physical mode	(Shares)	vote cast.
E-Voting	nil		
Ballot			
Total			

8. resolution No.8: Alteration AOA and adoption of new AOA as per the provisions of the Companies Act,2013:

i. Voted in favour of the resolution

	Number of members voted through electronic voting system and physical mode	Number of vote cast (Shares)	% of total no of valid vote cast.
E-Voting	57	66845419	53.37
Ballot	47	23137	0.018
Total	104		

ii. Voted in against of the resolution

	Number of members voted through electronic voting system and physical mode	Number of vote cast (Shares)	% of total no of valid vote cast.
E-Voting			
Ballot			
Total			

9. Resolution No.9: Making contribution for bonafide and charitable purposes not exceeding Rs. 25 Lac in one financial year.

i. Voted in favour of the resolution

	Number of members voted through electronic voting system and physical mode	Number of vote cast (Shares)	% of total no of valid vote cast.
E-Voting	57	66845419	53.37



Ballot	47	23137	0.018
Total	104		

ii. Voted in against of the resolution

	Number of members voted through electronic voting system and physical mode	Number of vote cast (Shares)	% of total no of valid vote cast.
E-Voting			
Ballot			
Total			

10. Resolution No.10: To approve related party transaction not exceeding Rs. 100 Crore in one financial year .

i. Voted in favour of the resolution

	Number of members voted through electronic voting system and physical mode	Number of vote cast (Shares)	% of total no of valid vote cast.
E-Voting	57	66845419	53.37
Ballot	47	23137	0.018
Total	104		

ii. Voted in against of the resolution

	Number of members voted through electronic voting system and physical mode	Number of vote cast (Shares)	% of total no of valid vote cast.
E-Voting	nil		
Ballot			
Total			

11. Resolution No. 11: To approve the remuneration of the Cost Auditor for the financial year 2015-2016.

i. Voted in favour of the resolution



	Number of members voted through electronic voting system and physical mode	Number of vote cast (Shares)	% of total no of valid vote cast.
E-Voting	57	66845419	53.37
Ballot	47	23137	0.018
Total	104		

ii. Voted in against of the resolution

	Number of members voted through electronic voting system and physical mode	Number of vote cast (Shares)	% of total no of valid vote cast.
E-Voting	nil		
Ballot			
Total			

In the above report, 9 ballots were rejected due to incomplete data or non verification of signatures

All the resolutions contained in the notice dated 12th August, 2015 calling 21st Annual General Meeting of the company passed under e-voting process with requisite majority.

The Registrar, all other papers and relevant records relating to electronic voting and physical mode shall remain in our safe custody until the chairman considers, approves and signs the Minutes of the aforesaid Annual General Meeting and the same are handed over to the Company Secretary for safekeeping.

Thanking You,

Yours Faithfully,

Anil Kumar Popli
A.K. Popli & Company
Practicing Company Secretary
FCS:3387 CP:2544
Place: New Delhi



Witnesses:

1. Rebecca Dhawan
REBECCA DHAWAN (ADD: J-13C, MIG FLATS,
ASHOK VIHAR, PHASE-I,
DELHI-110052)

2. IVAN MENORA
ACC - 3360 PUSA GATE PATEL
NAGAR NEW DELHI-110068