BRIGADE ENTERPRISES LIMITED
29th & 30th Floors, World Trade Center
Brigade Gateway Campus, 26/1, Dr. Rajkumar Road
Malleswaram - Rajajinagar, Bangalore - 560 055, INDIA
Ph: 91-80-4137 9200, 2221 7017-18 Fax : 91-80-2221 0784
enquiry@brigadegroup.com www.brigadegroup.com

Brigade Enterprises Limited
Corporate Identity Number (CIN):
L85110KA1995PLC019126

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Ref: BEL/NSEBSE/25092015

25th September, 2015

Listing Department
National Stock Exchange of India Limited
Exchange Plaza,
Bandra Kurla Complex,
Bandra (East),
Mumbai – 400 051
Fax Nos. : 022-26598237/38

Department of Corporate Services - Listing
BSE Limited
P. J. Towers
Dalal Street,
Mumbai – 400 001
Fax Nos.: 022- 22722037/2039

Re.: Scrip Symbol: BRIGADE/Scrip Code: 532929

Dear Sir,

Sub: Clause 31(d) and Clause 35A - Voting results of Annual General Meeting

The 20th Annual General Meeting of the Company was held as scheduled today i.e. Friday, 25th September, 2015 at 11:00 a.m. at the Atria Hotel, P.B. No. 5089, No. 1, Palace Road, Bangalore – 560 001.

In this regard, please find enclosed the following:

- Proceedings of the Annual General Meeting pursuant to Clause 31(d) and voting results (E-voting & Poll) of the Resolutions passed pursuant to Clause 35A of the Listing Agreement.
- The report of the Scrutinizer on the voting results (E-voting & Poll) pursuant to Clause 35B of the Listing Agreement & Section 109 of the Companies Act, 2013 read with Rule 21 of the Companies (Management and Administration) Rules, 2014.

Kindly acknowledge the receipt of the same.

Thanking you,

Yours faithfully,
For **Brigade Enterprises Limited**

P. Om Prakash
Company Secretary

Encl.: a/a

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Sl No.	Description					
1	Date of AGM			25-09-2015		
2	Cut-off date			18-09-2015		
3	Total number of Shareholders on cut-off date			63389		
4	No of Shareholders present in the meeting either in person or through proxy			192		
	Shareholders	**Present in person**	**Present through proxy**	**Total**	**Shares**	**% to capital**
	Promoter and Promoter Group	**10**	**0**	**10**	**50664034**	**44.93419**
	Public	**179**	**3**	**182**	**2442643**	**2.16639**
	Total	**189**	**3**	**192**	**53106677**	**47.10058**
5	No. of Shareholders attended the meeting through Video Conferencing: **NA** No Video Conferencing facility was made available.					

DETAILS OF RESOLUTIONS PASSED AS PER THE AGM NOTICE:

Resolution No	Description of the Resolutions passed	Mode of Voting	Result of Voting
1	Adoption of Annual Accounts and Reports thereon for the financial year ended 31st March, 2015.	E Voting & Poll	Resolution passed with Requisite Majority
2	Declaration of Dividend.	E Voting & Poll	Resolution passed with Requisite Majority
3	Re-appointment of Mr. M.R. Jaishankar (DIN: 00191267), as a Director liable to retire by rotation.	E Voting & Poll	Resolution passed with Requisite Majority
4	Re-appointment of Ms. Githa Shankar (DIN: 01612882), as a Director liable to retire by rotation.	E Voting & Poll	Resolution passed with Requisite Majority

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5	Annual ratification of the appointment of M/s S.R. Batliboi & Associates LLP, Chartered Accountants (Registration No.101049W) as Statutory Auditors and authorizing the Board of Directors to fix their remuneration.	E Voting & Poll	Resolution passed with Requisite Majority
6	Appointment of Mr. Bijou Kurien (DIN: 01802995) as an Independent Director of the Company for a term upto five years.	E Voting & Poll	Resolution passed with Requisite Majority
7	Approve the remuneration payable to M/s GNV & Associates, Cost Auditors for the Financial Year 2014-15.	E Voting & Poll	Resolution passed with Requisite Majority
8	Issue of Securities.	E Voting & Poll	Resolution passed with Requisite Majority
9	Increase in remuneration payable to Ms.Nirupa Shankar, relative of Director/Key Managerial Personnel.	E Voting & Poll	Resolution passed with Requisite Majority

For Brigade Enterprises Limited.

Company Secretary

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DETAILS OF RESOLUTIONS PASSED THROUGH E-VOTING & POLL:

Resolution ID	Category	Shares Held (1)	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
Resolution 1: Adoption of Annual Accounts and Reports thereon for the financial year ended 31st March, 2015.								
Mode of Voting : E - Voting								
1	Promoter and Promoter group	64734256	64734256	100.0000	64734256	0	100.0000	0.0000
1	Public – Institutional Holders	7946467	4249973	53.4825	4249973	0	100.0000	0.0000
1	Public-Others	40070917	24266958	60.56	24266958	0	100.0000	0.0000
1	**Total**	**112751640**	**93251187**	**82.7049**	**93251187**	**0**	**100.0000**	**0.0000**
Mode of Voting : Poll								
1	Promoter and Promoter group	64734256	0	0	0	0	0.0000	0.0000
1	Public – Institutional Holders	7946467	0	0	0	0	0.0000	0.0000
1	Public-Others	40070917	39615	0.0989	39596	19	99.952	0.0479
1	**Total**	**112751640**	**39615**	**0.0351**	**39596**	**19**	**100.0000**	**0.048**
Mode of Voting : E – Voting & Poll (Consolidated)								
1	Promoter and Promoter group	64734256	64734256	100.0000	64734256	0	100.0000	0.0000
1	Public – Institutional Holders	7946467	4249973	53.4825	4249973	0	100.0000	0.0000
1	Public-Others	40070917	24306573	60.6589	24306554	19	99.9999	0.0000
1	**Total**	**112751640**	**93290802**	**82.7401**	**93290783**	**19**	**100.0000**	**0.0000**
Resolution 2: Declaration of Dividend.								
Mode of Voting : E - Voting								
2	Promoter and Promoter group	64734256	64734256	100.0000	64734256	0	100.0000	0.0000
2	Public – Institutional Holders	7946467	4267473	53.7028	4267473	0	100.0000	0.0000
2	Public-Others	40070917	24266988	60.5601	24266616	372	99.9984	0.0015
2	**Total**	**112751640**	**93268717**	**82.7205**	**93268345**	**372**	**99.9996**	**0.0004**

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Mode of Voting : Poll								
2	Promoter and Promoter group	64734256	0	0	0	0	0.0000	0.0000
2	Public – Institutional Holders	7946467	0	0	0	0	0.0000	0.0000
2	Public-Others	40070917	39615	0.0989	39596	19	99.952	0.0479
2	**Total**	**112751640**	**39615**	**0.0351**	**39596**	**19**	**99.952**	**0.048**
Mode of Voting : E – Voting & Poll (Consolidated)								
2	Promoter and Promoter group	64734256	64734256	100.0000	64734256	0	100.0000	0.0000
2	Public – Institutional Holders	7946467	4267473	53.7028	4267473	0	100.0000	0.0000
2	Public-Others	40070917	24306603	60.659	24306212	391	99.9983	0.0016
2	**Total**	**112751640**	**93308332**	**82.7556**	**93307941**	**391**	**99.9996**	**0.0004**
Resolution ID	**Category**	**Shares Held (1)**	**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**
Resolution 3: Re-appointment of Mr. M.R. Jaishankar (DIN: 00191267), as a Director liable to retire by rotation.								
Mode of Voting : E - Voting								
3	Promoter and Promoter group	64734256	64734256	100.0000	64734256	0	100.0000	0.0000
3	Public – Institutional Holders	7946467	4267473	53.7028	4267473	0	100.0000	0.0000
3	Public-Others	40070917	24266988	60.5601	24266959	29	99.9998	0.0001
3	**Total**	**112751640**	**93268717**	**82.7205**	**93268688**	**29**	**100.0000**	**0.0000**
Mode of Voting : Poll								
3	Promoter and Promoter group	64734256	0	0	0	0	0.0000	0.0000
3	Public – Institutional Holders	7946467	0	0	0	0	0.0000	0.0000
3	Public-Others	40070917	39563	0.0987	39544	19	99.9519	0.048
3	**Total**	**112751640**	**39563**	**0.0351**	**39544**	**19**	**99.952**	**0.048**
Mode of Voting : E – Voting & Poll (Consolidated)								
3	Promoter and Promoter group	64734256	64734256	100.0000	64734256	0	100.0000	0.0000
3	Public – Institutional Holders	7946467	4267473	53.7028	4267473	0	100.0000	0.0000

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3	Public-Others	40070917	24306551	60.6588	24306503	48	99.9998	0.0001
3	Total	112751640	93308280	82.7556	93308232	48	99.9999	0.0001
Resolution ID	Category	Shares Held (1)	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
Resolution 4: Re-appointment of Ms. Githa Shankar (DIN: 01612882), as a Director liable to retire by rotation.								
Mode of Voting : E - Voting								
4	Promoter and Promoter group	64734256	64734256	100.0000	64734256	0	100.0000	0.0000
4	Public – Institutional Holders	7946467	4267473	53.7028	4267473	0	100.0000	0.0000
4	Public-Others	40070917	24266988	60.5601	24266959	29	99.9998	0.0001
4	Total	112751640	93268717	82.7205	93268688	29	100.0000	0.0000
Mode of Voting : Poll								
4	Promoter and Promoter group	64734256	0	0	0	0	0.0000	0.0000
4	Public – Institutional Holders	7946467	0	0	0	0	0.0000	0.0000
4	Public-Others	40070917	39563	0.0987	39544	19	99.9519	0.048
4	Total	112751640	39563	0.0351	39544	19	99.952	0.048
Mode of Voting : E – Voting & Poll (Consolidated)								
4	Promoter and Promoter group	64734256	64734256	100.0000	64734256	0	100.0000	0.0000
4	Public – Institutional Holders	7946467	4267473	53.7028	4267473	0	100.0000	0.0000
4	Public-Others	40070917	24306551	60.6588	24306503	48	99.9998	0.0001
4	Total	112751640	93308280	82.7556	93308232	48	99.9999	0.0001
Resolution 5: Annual ratification of the appointment of M/s S.R. Batliboi & Associates LLP, Chartered Accountants (Registration No.101049W) as Statutory Auditors and authorizing the Board of Directors to fix their remuneration.								
Mode of Voting : E - Voting								
5	Promoter and Promoter group	64734256	64734256	100.0000	64734256	0	100.0000	0.0000
5	Public – Institutional Holders	7946467	4267473	53.7028	4267473	0	100.0000	0.0000
5	Public-Others	40070917	24266888	60.5599	24266859	29	99.9998	0.0001
5	Total	112751640	93268617	82.7204	93268588	29	100.0000	0.0000

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3	Public-Others	40070917	24306551	60.6588	24306503	48	99.9998	0.0001
3	**Total**	**112751640**	**93308280**	**82.7556**	**93308232**	**48**	**99.9999**	**0.0001**
Resolution ID	**Category**	**Shares Held (1)**	**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**
Resolution 4: Re-appointment of Ms. Githa Shankar (DIN: 01612882), as a Director liable to retire by rotation.								
Mode of Voting : E - Voting								
4	Promoter and Promoter group	64734256	64734256	100.0000	64734256	0	100.0000	0.0000
4	Public – Institutional Holders	7946467	4267473	53.7028	4267473	0	100.0000	0.0000
4	Public-Others	40070917	24266988	60.5601	24266959	29	99.9998	0.0001
4	**Total**	**112751640**	**93268717**	**82.7205**	**93268688**	**29**	**100.0000**	**0.0000**
Mode of Voting : Poll								
4	Promoter and Promoter group	64734256	0	0	0	0	0.0000	0.0000
4	Public – Institutional Holders	7946467	0	0	0	0	0.0000	0.0000
4	Public-Others	40070917	39563	0.0987	39544	19	99.9519	0.048
4	**Total**	**112751640**	**39563**	**0.0351**	**39544**	**19**	**99.952**	**0.048**
Mode of Voting : E – Voting & Poll (Consolidated)								
4	Promoter and Promoter group	64734256	64734256	100.0000	64734256	0	100.0000	0.0000
4	Public – Institutional Holders	7946467	4267473	53.7028	4267473	0	100.0000	0.0000
4	Public-Others	40070917	24306551	60.6588	24306503	48	99.9998	0.0001
4	**Total**	**112751640**	**93308280**	**82.7556**	**93308232**	**48**	**99.9999**	**0.0001**
Resolution 5: Annual ratification of the appointment of M/s S.R. Batliboi & Associates LLP, Chartered Accountants (Registration No.101049W) as Statutory Auditors and authorizing the Board of Directors to fix their remuneration.								
Mode of Voting : E - Voting								
5	Promoter and Promoter group	64734256	64734256	100.0000	64734256	0	100.0000	0.0000
5	Public – Institutional Holders	7946467	4267473	53.7028	4267473	0	100.0000	0.0000
5	Public-Others	40070917	24266888	60.5599	24266859	29	99.9998	0.0001
5	**Total**	**112751640**	**93268617**	**82.7204**	**93268588**	**29**	**100.0000**	**0.0000**

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Mode of Voting : Poll								
5	Promoter and Promoter group	64734256	0	0	0	0	0.0000	0.0000
5	Public – Institutional Holders	7946467	0	0	0	0	0.0000	0.0000
5	Public-Others	40070917	39404	0.0983	39394	10	99.9746	0.0253
5	**Total**	**112751640**	**39404**	**0.0349**	**39394**	**10**	**100**	**0.0254**
Mode of Voting : E – Voting & Poll (Consolidated)								
5	Promoter and Promoter group	64734256	64734256	100.0000	64734256	0	100.0000	0.0000
5	Public – Institutional Holders	7946467	4267473	53.7028	4267473	0	100.0000	0.0000
5	Public-Others	40070917	24306292	60.6582	24306253	39	99.9998	0.0001
5	**Total**	**112751640**	**93308021**	**82.7554**	**93307982**	**39**	**100.0000**	**0.0000**
Resolution ID	**Category**	**Shares Held (1)**	**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**
Resolution 6: Appointment of Mr. Bijou Kurien (DIN: 01802995) as an Independent Director of the Company for a term upto five years.								
Mode of Voting : E - Voting								
6	Promoter and Promoter group	64734256	64734256	100.0000	64734256	0	100.0000	0.0000
6	Public – Institutional Holders	7946467	4267473	53.7028	4267473	0	100.0000	0.0000
6	Public-Others	40070917	24266888	60.5599	24266829	59	99.9997	0.0002
6	**Total**	**112751640**	**93268617**	**82.7204**	**93268558**	**59**	**99.9999**	**0.0001**
Mode of Voting : Poll								
6	Promoter and Promoter group	64734256	0	0	0	0	0.0000	0.0000
6	Public – Institutional Holders	7946467	0	0	0	0	0.0000	0.0000
6	Public-Others	40070917	39569	0.0987	39559	10	99.9747	0.0252
6	**Total**	**112751640**	**39569**	**0.0351**	**39559**	**10**	**99.9747**	**0.0253**
Mode of Voting : E – Voting & Poll (Consolidated)								
6	Promoter and Promoter group	64734256	64734256	100.0000	64734256	0	100.0000	0.0000
6	Public – Institutional Holders	7946467	4267473	53.7028	4267473	0	100.0000	0.0000

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6	Public-Others	40070917	24306457	60.6586	24306388	69	99.9997	0.0002
6	**Total**	**112751640**	**93308186**	**82.7555**	**93308117**	**69**	**99.9999**	**0.0001**
Resolution ID	**Category**	**Shares Held (1)**	**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**
Resolution 7: Approve the remuneration payable to M/s GNV & Associates, Cost Auditors for the Financial Year 2014-15.								
Mode of Voting : E - Voting								
7	Promoter and Promoter group	64734256	64734256	100.0000	64734256	0	100.0000	0.0000
7	Public – Institutional Holders	7946467	4267473	53.7028	4267473	0	100.0000	0.0000
7	Public-Others	40070917	24266888	60.5599	24266837	51	99.9997	0.0002
7	**Total**	**112751640**	**93268617**	**82.7204**	**93268566**	**51**	**99.9999**	**0.0001**
Mode of Voting : Poll								
7	Promoter and Promoter group	64734256	0	0	0	0	0.0000	0.0000
7	Public – Institutional Holders	7946467	0	0	0	0	0.0000	0.0000
7	Public-Others	40070917	39587	0.0988	39577	10	99.9747	0.0252
7	**Total**	**112751640**	**39587**	**0.0351**	**39577**	**10**	**99.9747**	**0.0253**
Mode of Voting : E – Voting & Poll (Consolidated)								
7	Promoter and Promoter group	64734256	64734256	100.0000	64734256	0	100.0000	0.0000
7	Public – Institutional Holders	7946467	4267473	53.7028	4267473	0	100.0000	0.0000
7	Public-Others	40070917	24306475	60.6586	24306414	61	99.9997	0.0002
7	**Total**	**112751640**	**93308204**	**82.7555**	**93308143**	**61**	**99.9999**	**0.0001**
Resolution 8: Issue of Securities.								
Mode of Voting : E - Voting								
8	Promoter and Promoter group	64734256	64734256	100.0000	64734256	0	100.0000	0.0000
8	Public – Institutional Holders	7946467	4267473	53.7028	2781468	1486005	65.1783	34.8216
8	Public-Others	40070917	24266888	60.5599	24266859	29	99.9998	0.0001
8	**Total**	**112751640**	**93268617**	**82.7204**	**91782583**	**1486034**	**98.4067**	**1.5933**

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Mode of Voting : Poll								
8	Promoter and Promoter group	64734256	0	0	0	0	0.0000	0.0000
8	Public – Institutional Holders	7946467	0	0	0	0	0.0000	0.0000
8	Public-Others	40070917	39587	0.0988	39575	12	99.9696	0.0303
8	**Total**	**112751640**	**39587**	**0.0351**	**39575**	**12**	**99.9697**	**0.0303**
Mode of Voting : E – Voting & Poll (Consolidated)								
8	Promoter and Promoter group	64734256	64734256	100.0000	64734256		100.0000	0.0000
8	Public – Institutional Holders	7946467	4267473	53.7028	2781468	1486005	65.1783	34.8216
8	Public-Others	40070917	24306475	60.6586	24306434	41	99.9998	0.0001
8	**Total**	**112751640**	**93308204**	**82.7555**	**91822158**	**1486046**	**98.4074**	**1.5926**
Resolution ID	**Category**	**Shares Held (1)**	**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**
Resolution 9: Increase in remuneration payable to Ms.Nirupa Shankar, relative of Director/Key Managerial Personnel.								
Mode of Voting : E - Voting								
9	Promoter and Promoter group	64734256	64734256	100.0000	64734256	0	100.0000	0.0000
9	Public – Institutional Holders	7946467	4267473	53.7028	4267473	0	100.0000	0.0000
9	Public-Others	40070917	24266890	60.5599	24266752	138	99.9994	0.0005
9	**Total**	**112751640**	**93268619**	**82.7204**	**95359852**	**138**	**99.9999**	**0.0001**
Mode of Voting : Poll								
9	Promoter and Promoter group	64734256	0	0	0	0	0.0000	0.0000
9	Public – Institutional Holders	7946467	0	0	0	0	0.0000	0.0000
9	Public-Others	40070917	39553	0.0987	39411	142	99.6409	0.359
9	**Total**	**112751640**	**39553**	**0.0351**	**39411**	**142**	**99.641**	**0.359**
Mode of Voting : E – Voting & Poll (Consolidated)								
9	Promoter and Promoter group	64734256	64734256	100.0000	64734256	0	100.0000	0.0000
9	Public – Institutional Holders	7946467	4267473	53.7028	4267473	0	100.0000	0.0000
9	Public-Others	40070917	24306443	60.6586	24306163	280	99.9988	0.0011
9	**Total**	**112751640**	93308172	**82.7555**	93307892	**280**	**99.9997**	**0.0003**

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K RAJSHEKAR

COMPANY SECRETARY

BHAVANI,104, 1ST FLOOR, 4TH MAIN,
10TH CROSS, MALLESWARAM,
BANGALORE - 560 003
PHONE : 2344 3712
4128 1966
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SCRUTINIZER'S REPORT

The Chairman
Brigade Enterprises Limited
29& 30th Floor, World Trade Centre,
Brigade Gateway Campus
26/1-171/172, Dr. Rajkumar Road
Malleswaram-Rajajinagar
Bangalore- 560055

Reg: Consolidated Report of Scrutinizer on voting by the Shareholders on the Agendas set out in the Notice Convening the 20th Annual General Meeting

Sir,

1. The Board of Directors of Brigade Enterprises Limited(hereinafter referred to as "the Company") passed a Resolution at their Meeting held on **5th August, 2015** appointing me as Scrutinizer for scrutinizing;

   (i) Remote e-voting process pursuant to Clause 35B of Listing Agreement and Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 and
   (ii) Poll through ballot papers pursuant to Section 109 of the Companies Act, 2013 read with Rule 21 of the Companies (Management and Administration) Rules, 2014;

   in a fair and transparent manner and ascertaining the outcome of the voting on the Agendas set out in the Notice convening the 20th Annual General Meeting of Brigade Enterprises Limited held on 25th September, 2015 at 11:00 A.M at Hotel Atria, Palace Road, Bangalore-560001.

2. The following Resolution were placed before the Shareholders for voting at the Annual General Meeting and on the e-voting platform https://evoting.karvy.com of Karvy Computershare Private Limited, for voting through the e-voting process;

Resolution ID	Resolution	Type of Resolution
R-01	Adoption of Annual Accounts and Reports thereon for the financial year ended 31st March, 2015.	Ordinary
R-02	Declaration of Dividend	Ordinary
R-03	Re-appointment of Mr. M.R. Jaishankar, as a Director liable to retire by rotation.	Ordinary



R-04	Re-appointment of Ms. Githa Shankar, as a Director liable to retire by rotation.	Ordinary
R-05	Annual ratification of the appointment of M/s. S R Batliboi & Associates LLP, Chartered Accountants (Registration No. 101049W) as Statutory Auditors for the financial year 2015-16.	Ordinary
R-06	Appointment of Mr. Bijou Kurien as an Independent Director of the Company for a term upto five years.	Ordinary
R-07	Ratification of remuneration payable to M/s. GNV & Associates, Cost Auditors for the Financial Year 2014-15	Ordinary
R-08	Issue of Securities	Special
R-09	Increase in remuneration payable to Ms. Nirupa Shankar, relative of Director/Key Managerial Personnel	Special

3. The e-voting platform is password driven and can be accessed only if the shareholder has both the client-id and the password provided by Karvy Computershare Private Limited. On successful voting, an acknowledgement is generated for reference of the shareholders.

4. I K Rajshekar, Practicing Company Secretary, submit my Consolidated Report as under:

4.1 The Company completed on **1st September, 2015** the dispatch of 63,608 (Sixty Three Thousand Six Hundred and Eight) numbers of the 20th Annual Report together with the Notice convening the 20th Annual General Meeting. 33,689 Reports were dispatched through courier/post and 29,919 reports were electronically dispatched to its Members whose name(s) appeared on the Register of Members/ List of Beneficiaries as on **21st August, 2015** and who were entitled to vote on the resolutions stated above.

4.2 The e-voting opened at 09.00 A.M on Tuesday, **22nd September, 2015** and remained open upto 05.00 P.M, Thursday **24th September, 2015** during which period the Scrutinizer was given access to view the e-voting status.

4.3 The votes were unblocked in accordance with Rule 20(4)(xii) of the Companies (Management and Administration) Rules, 2014 first on 24th September, 2015 at 5.16 P.M and subsequently after the counting of the votes cast at the Annual General Meeting, in the presence of Mrs. Aarthi G Krishna and Mr. Mithun Kumar B N who are not in any way connected with the Company and have signed below as witness to the unblocking of the votes.

4.4 Following documents were generated on the website of Karvy Computershare Private Limited (https://evoting.karvy.com);

4.4.1 Certificate/Results generation

4.4.2 Dashboard Report indicating Ballots received, Votes cast in favor/against/abstain for each resolution

4.4.3 Votes Cast Register containing list of shareholders casting the vote on each of the above resolutions

4.4.4 Top 50 shareholders who have cast vote in favor of the resolutions

4.4.5 Top 50 shareholders who have cast vote against the resolutions

K. RAJSHEKAR FCS No. 4078 B'lore C.P. No. 3468 COMPANY SECRETARY

5. Based on the documents referred to in 4.4. above, the results of e-voting is reported as under. A comprehensive list of the shareholders exercising e-votes is provided as an Annexure to this Report;

5.1 Summary of e-voting and Poll at the Annual General Meeting:

E-Voting		*Voting on Poll*		*Total Voting*	
No. of Ballots	*No. of Shares**	*No. of Ballots*	*No. of Votes*	*No. of Ballots*	*No. of Shares*
142	93268743	102	41074	244	93309817**

**Representing 82.72% of the paid-up share capital of the Company*

5.2 Resolution-wise Consolidated Report on the results of Voting:

Resolution Id	**Votes cast in favor of the Resolution**		**Votes cast against the Resolution**		**Abstain/Invalid Votes**		**Total No. of Shares/ Votes**	
	No. of Ballots	*No. of Votes*	*No. of Ballots*	*No. of Votes*	*No. of Ballots*	*No. of Votes*	*No. of Ballots*	*No. of Votes***
Ordinary Resolutions								
R-01	220	93290783	3	19	21	18989	244	93309791
R-02	221	93307941	5	391	18	1459	244	93309791
R-03	219	93308232	4	48	21	1511	244	93309791
R-04	219	93308232	4	48	21	1511	244	93309791
R-05	218	93307982	3	39	23	1770	244	93309791
R-06	218	93308117	4	69	22	1605	244	93309791
R-07	219	93308143	4	61	21	1587	244	93309791
Special Resolutions								
R-08	205	91822158	18	1486046	21	1587	244	93309791
R-09	213	93307892	8	280	23	1621	244	93309793

***One Shareholder has voted 26 shares less than actual holding in respect of resolution # 1 to 8 and 24 shares less than actual holding in respect of resolution #9*

K RAJSHEKAR FCS No. 4078 Blore C.P. No. 2468 COMPANY SECRETARY

6. Details of the voting along with particulars of name, address, folio number/ client id, number and nominal value of shares held has been recorded in a Register maintained for the purpose.

7. All the relevant documents stated above pertaining to the e-voting process will remain in our safe custody until the Chairman considers, approves and signs the minutes of the 20th Annual General Meeting and the same shall be handed over to the Company Secretary for safe keeping.

8. The poll papers and all other relevant records were sealed and handed over to the Company Secretary for safe keeping.

Thanking You
Yours Truly

K RAJSHEKAR
COMPANY SECRETARY
CP No. 2468

Place : Bangalore
Date: 25th September, 2015

We the undersigned witness that the votes were unblocked as stated herein above on the website https://evoting.karvy.com, in our presence;

Aarthi G Krishna
Company Secretary
104,4th Main, 10th Cross
Malleswaram
Bangalore – 560 003

Mithun Kumar B N
104,4th Main, 10th Cross
Malleswaram
Bangalore – 560 003

Place : Bangalore
Date: 25th September, 2015