

Ref No.: CS/PB/NSE/1-092014

Dated: - 11th September, 2014

To,
The Assistant General Manager,
Listing Department,
The National Stock Exchange of India Limited,
Exchange Plaza,
Bandra Kurla Complex, Bandra (East),
Mumbai - 400 051

Dear Sir/Madam



Hanger No. C-He/Hf,
Airports Authority of India,
Civil Aerodrome, Juhu,
Mumbai - 400 056. INDIA
Tel. : +91-22-6140 9200 / 201
Fax : +91-22-6140 9253
Email: globalhelicorp@gvhl.net
www.globalhelicorp.com
Corporate Identification No. (CIN):
L62200DL1998PLC093225

SUB: - RESULTS OF POSTAL BALLOT

Following is the results of the voting conducted through Postal Ballot on the Special Resolution pursuant to Section 110 of the Companies Act, 2013 for the item mentioned in the notice of the Postal Ballot dated 5th August, 2014:-

PARTICULARS	RESOLUTION NO. 1	RESOLUTION NO. 2	RESOLUTION NO. 3	RESOLUTION NO. 4
No of Shares representing valid votes received	1,05,68,117	1,05,68,117	68,117	1,05,68,117
No of Shares representing invalid votes received and rejected	0	0	0	0
No. of Shares in favour of the resolution	1,05,68,117	1,05,68,117	68,117	1,05,68,117
No of Shares against the resolution	0	0	0	0
Total No. of Shares representing total votes received	1,05,68,117	1,05,68,117	68,117	1,05,68,117
% of votes cast in favour of resolution	100%	100%	100%	100%

We are enclosing herewith Scrutinizer's Report on passing of resolution through the Postal Ballot received from Practising Company Secretary.

The Special Resolution No. 1,2,3 and 4 has therefore been approved by the members with requisite majority

Kindly make note of the same.

Thanking You

Yours Faithfully

For Global Vectra Helicorp Limited

Raakesh Soni
Company Secretary

Encl:-Scrutinizer's Report



ISO 9001:2008

ISO 14001:2004



OHSAS 18001:2007

CERTIFIED FIRM

Regd. Office: A-54, Kailash Colony, New Delhi - 110 048. INDIA

SCRUTINIZER'S REPORT

September 10, 2014

The Chairman

GLOBAL VECTRA HELICORP LIMITED

A-54, Kailash Colony,

New Delhi,

Delhi- 110048

Dear Sir,

Subject: Passing of resolution through Postal Ballot

Report to the Chairman of the Board of Directors of **GLOBAL VECTRA HELICORP LIMITED**, a Company incorporated under the Companies Act, 1956 and having its Registered Office at A-54, Kailash Colony, New Delhi, Delhi- 110048 (hereinafter referred to as "**GVHL**" or 'the Company') on the POSTAL BALLOT conducted by the Company:

- 1) Pursuant to the resolution passed by the Board of Directors of GLOBAL VECTRA HELICORP LIMITED (GVHL) on August 05, 2014, I have been appointed as a scrutinizer to receive, process and scrutinize the Postal Ballot papers in respect of the following Special Resolutions, as circulated in the Postal Ballot notice dated 05th August, 2014:-
 - a. Under Section 180(1)(c) of the Companies Act, 2013 for borrowing money in excess of the prescribed limits but not exceeding Rs. 1000 Crore in aggregate.
 - b. Under 180(1)(a) of the Companies Act, 2013 to create charge on the assets / mortgage the property of the Company for securing the borrowing for an amount not exceeding Rs. 1000 Crores in aggregate.
 - c. Under Section 188 of the Companies Act, 2013 for related party transaction not exceeding Rs. 200 Crores during any financial year in aggregate.

- d. Under Section 186 of the Companies Act, 2013 for providing loans, investment, guarantee and security in excess prescribed limits but not exceeding Rs. 400 Crores in aggregate.

2)

Reference to the Companies Act, 2013	Type and Description of the Special Resolution
Special Resolution pursuant to section 180(1)(c) and other applicable provisions if any, of Companies Act, 2013 (including any statutory modification or re-enactment thereof for the time being in course.)	Special Resolution pursuant to section 180(1)(c) of the Companies Act, 2013 for borrowings money in excess of prescribed limit but not exceeding Rs. 1000.00 Crores in aggregate
Special Resolution pursuant to section 180(1)(a) and other applicable provisions if any, of Companies Act, 2013 (including any statutory modification or re-enactment thereof for the time being in course.)	Special Resolution pursuant to section 180(1)(a) of the Companies Act, 2013 to create charge on the assets / mortgage the property of the Company for securing the borrowings for an amount not exceeding Rs. 1000.00 Crores in aggregate.
Special Resolution pursuant to section 188 and other applicable provisions if any, of Companies Act, 2013 (including any statutory modification or re-enactment thereof for the time being in course.)	Special Resolution pursuant to section 188 of the Companies Act, 2013 for authorizing the Board of Directors or any of its Committees to enter into related party transactions not exceeding 200 crores during any financial year in aggregate.
Special Resolution pursuant to section 186 and other applicable provisions if any, of Companies Act, 2013 (including any statutory modification or re-enactment thereof for the time being in course.)	Special Resolution pursuant to section 186 of the Companies Act, 2013 for making investments; and providing loans, guarantees and securites to any person or other body corporate upto an amount not exceeding Rs. 400.00 Crores in aggregate.



3. I report that the Postal Ballot notice dated 05th August, 2014 under Section 110 of the Companies Act, 2013, read with Rule 22 under the Chapter on "Management and Administration" as notified by MCA on 27th March, 2014 were dispatched to the shareholders, by Registered Post / courier along with self-addressed pre-paid Business Reply Envelope on or before 11th August, 2014.
4. As stated in sub-rule 3 of Rule 20 under the Chapter on "Management and Administration" as notified by MCA on 27th March, 2014 an advertisement was published by the Company in Business Standard English Newspaper and Business Standard Hindi Newspaper, on 13th August, 2014 informing about the completion of despatch of the Postal Ballot notices.
5. I report that I have received the Postal Ballot forms from the shareholders during the period commencing from Monday, 11th August, 2014 to Wednesday, 10th September, 2014. All the Postal Ballot forms with votes casted were received up to 6.30 p.m. Wednesday, 10th September, 2014, being the last date fixed by the Company for receipt of Postal Ballot forms, were considered for my scrutiny.
6. The Postal Ballot forms received at the Company's address in the name of the Scrutinizer were opened and taken up for scrutiny by me. This process was carried out on a weekly basis. During the course of scrutiny of Postal Ballot forms I have not come across any mutilated Postal Ballot forms.
7. On scrutiny, I report that out of 8961 shareholders, 6 Shareholders have exercised their vote through Postal Ballot forms as received. The details of polling results for the item placed for consideration by the shareholders are given below:

A. Postal Ballot	No. of votes
Number of Forms received from Members	6
Number of Forms rejected/ not considered for reasons as stated below:-	0
a. Not signed	0
b. Signature mismatch	0
c. Not voted	0
d. Nil Account	0
e. Voted under both postal ballot and evoting	0
Number of valid Forms	6
Total	6

Note:



- 1) Votes cast in favour or against has been considered on the basis of number of shares held as on the date reckoned for the purpose of Postal Ballot or the no. of shares mentioned in the Postal Ballot, whichever is less.
- 2) Invalid Postal Ballot was not taken into account for counting of votes.

SUMMARY OF POSTAL BALLOT

Resolution No. 1 – Special Resolution

To provide Security u/s 180(1)(c) of the Companies Act, 2013 in connection with the borrowing of the Company

Promoter / Public	No. of shares held	No. of votes polled	% of voted polled on Outstanding shares	Number of votes - in favour	Number of votes - against	% of votes in favour of votes polled	% of Votes Against on votes polled
	(1)	(2)	(3) = $[(2)/(1)] \times 100$	(4)	(5)	(6) = $[(4)/(2)] \times 100$	(7) = $[(5)/(2)] \times 100$
Promoter	10500000	10500000	100	10500000	0	100.00	0.00
Public – Institutional Holders	500	0	0	0	0	0	0.00
Public Others	3499500	68117	1.94	68117	0	100	0
Total	14000000	10568117	75.48	10568117	0	100	0

Results:

Percentage of votes cast in favour : 100%

Percentage of votes cast against : 0%

As the number of votes casted in favour of the resolution is 100% that is more than three times the number of votes cast against i.e. 0%, I report that the Special Resolutions under Section 110 of the Companies Act, 2013, and the Companies (Management and Administration) Rules, 2014 as set out in notice of Postal Ballot has been passed by the shareholders with Requisite Majority. The Resolution is deemed to be passed as on the date of announcement of the result.



Resolution No. 2 – Special Resolution

To provide Security u/s 180(1)(a) of the Companies Act, 2013 to create charge on the assets / mortgage the property of the Company

Promoter / Public	No. of shares held	No. of votes polled	% of voted polled on Outstanding shares	Number of votes - in favour	Number of votes - against	% of votes in favour of 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	10500000	10500000	100	10500000	0	100.00	0.00
Public – Institutional Holders	500	0	0	0	0	0	0.00
Public Others	3499500	68117	1.94	68117	0	100	0
Total	14000000	10568117	75.48	10568117	0	100	0

Results:

Percentage of votes cast in favour : 100%

Percentage of votes cast against : 0%

As the number of votes casted in favour of the resolution is 100% that is more than three times the number of votes cast against i.e. 0%, I report that the Special Resolutions under Section 110 of the Companies Act, 2013, and the Companies (Management and Administration) Rules, 2014 as set out in notice of Postal Ballot has been passed by the shareholders with Requisite Majority. The Resolution is deemed to be passed as on the date of announcement of the result.



Resolution No. 3 – Special Resolution

To authorize the Board u/s 188 of the Companies Act, 2013 to enter into related party transactions

Promoter / Public	No. of shares held	No. of votes polled	% of voted polled on Outstanding shares	Number of votes - in favour	Number of votes - against	% of votes in favour of 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	10500000	0	0	0	0	0	0
Public – Institutional Holders	500	0	0	0	0	0	0
Public Others	3499500	68117	1.94	68117	0	100	0
Total	14000000	68117	0.48	68117	0	100	0

Results:

Percentage of votes cast in favour : 100%

Percentage of votes cast against : 0%

As the number of votes casted in favour of the resolution is 100% that is more than three times the number of votes cast against i.e. 0%, I report that the Special Resolutions under Section 110 of the Companies Act, 2013, and the Companies (Management and Administration) Rules, 2014 as set out in notice of Postal Ballot has been passed by the shareholders with Requisite Majority. The Resolution is deemed to be passed as on the date of announcement of the result.



Resolution No. 4 – Special Resolution

To provide loans/ guarantees/ make Investments/ creation of Securities under Section 186

Promoter / Public	No. of shares held	No. of votes polled	% of voted polled on Outstanding shares	Number of votes - in favour	Number of votes - against	% of votes in favour of 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	10500000	10500000	100	10500000	0	100.00	0.00
Public – Institutional Holders	500	0	0	0	0	0	0.00
Public Others	3499500	68117	1.94	68117	0	100	0
Total	14000000	10568117	75.48	10568117	0	100	0

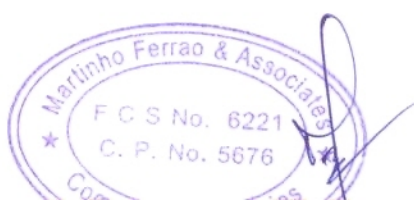
Results:

Percentage of votes cast in favour : 100%

Percentage of votes cast against : 0%

As the number of votes casted in favour of the resolution is 100% that is more than three times the number of votes cast against i.e. 0%, I report that the Special Resolutions under Section 110 of the Companies Act, 2013, and the Companies (Management and Administration) Rules, 2014 as set out in notice of Postal Ballot has been passed by the shareholders with Requisite Majority. The Resolution is deemed to be passed as on the date of announcement of the result.

- i) I further report that as per the Postal Ballot notice dated 05th August, 2014 and the Board Resolution dated 05th August, 2014, the Chairman or any other as authorized in this regard may declare and confirm the above results of voting by Postal Ballot in respect of the resolution referred herein on 11st September, 2014, as intimated to the Stock Exchanges.
- ii) The result of the Postal Ballot together with the Scrutinizers Report would have to be displayed on Company's website <http://www.globalhelicorp.com/> within 2 days of passing of the resolution and shall be communicated to the Stock Exchanges.



- iii) I further Report that Rule 22 of the Companies (Management and Administration) Rules, 2014 has been duly complied by the Company. I further report that as per the said Rules, the records maintained by me including the data as obtained from the Shareholders, voting through Postal Ballot which includes all the particulars of shareholders such as the names, folio number, DP ID/ Client ID, number of shares held, number of voted, no. of shares assented, no. of shares dissented, no. of shares rejected, ballot paper and other related papers are in my safe custody which will be handed over to the Company Secretary of the Company after the Chairman approves and signs the Minutes of the Meeting.

I thank you for the opportunity given to act as a Scrutinizer for the above Postal Ballot.

Thanking You,

Yours faithfully,

For Martinho Ferrao & Associates,
Company Secretaries


Martinho Ferrao
Proprietor
COP No.: 5676
Membership No.: 6221

