CIN No: L31909TG1988PLC008652

**MIC Electronics Limited**

A-4/II, Electronic Complex, Kushaiguda, Hyderabad - 500062,India
Ph: +91 40 27122222 Fax: +91 40 27133333
www.mic.in www.micelectronics.com

ISO 9001:2008 ISO 14001:2004 Certified Company

Friday, March 24, 2017

To
The Secretary
National Stock Exchange of India Limited
Mumbai-400051

Dear Sir / Madam

Sub : Disclosure of voting results of Extra-ordinary General Meeting of the company held on 20th March 2017

Ref : Pursuant to Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015.

With reference to the above, please find attached voting results and scrutinizers Report in respect of Extra-ordinary General Meeting of the Company held on 20th March 2017. All resolutions have been passed with requisite majority.

This is for your information and records.

Thanks & Regards

Yours truly,

For MIC Electronics Limited

(M S Murali Krishnan)
Company Secretary

Encl : As above

Disclosure of voting results of the Extra-ordinary General Meeting of the Company held on 20th March, 2017 pursuant to Regulation 44(3) of the SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015

**Voting Results**

| | |
|---|---|
| Date of the EGM | 20-Mar-17 |
| Total number of shareholders on record date | 50485 |
| **No. of shareholders present in the meeting either in person or through proxy:** | 64 |
| Promoters and Promoter Group: | 7 |
| Public: | 57 |
| **No. of Shareholders attended the meeting through Video Confere** | NA |
| Promoters and Promoter Group: | NA |
| Public | NA |

Agenda- 1

| | |
|---|---|
| Resolution required: (Ordinary) | Increase of Authorised Capital and alteration of the Clause V of the Memorandum of Association |
| Whether promoter/ promoter group are interested in the agenda/resolution? | No |

| Category | Mode of Voting | No. of shares held (1) | No. of votes polled (2) | % of Votes Polled on outstanding shares | No. of Votes – in favour (4) | No. of Votes – against (5) | % of Votes in favour on votes polled | % of Votes against on votes polled | No. Invalid Votes |
|---|---|---|---|---|---|---|---|---|---|
| Promoter and Promoter Group | E-Voting | 35237347 | 0 | 0.000 | 0 | 0 | 0.000 | 0.000 | 0 |
| | Poll | | 21367277 | 60.638 | 21367277 | 0 | 100.000 | 0.000 | 0 |
| | Postal Ballot | NA | NA | NA | NA | NA | NA | NA | NA |
| | Total | 35237347 | 21367277 | 60.638 | 21367277 | 0 | 100.000 | 0.000 | 0 |
| Public- Institutions | E-Voting | 0 | 0 | 0.000 | 0 | 0 | 0.000 | 0.000 | 0 |
| | Poll | 0 | 0 | 0.000 | 0 | 0 | 0.000 | 0.000 | 0 |
| | Postal Ballot | NA | NA | NA | NA | NA | NA | NA | NA |
| | Total | 0 | 0 | 0.000 | 0 | 0 | 0.000 | 0.000 | 0 |
| Public- Non Institutions | E-Voting | 141722998 | 79327 | 0.056 | 78427 | 900 | 98.865 | 1.135 | 0 |
| | Poll | | 18987283 | 13.397 | 18987188 | 0 | 99.999 | 0.000 | 95 |
| | Postal Ballot | NA | NA | NA | NA | NA | NA | NA | NA |
| | Total | 141722998 | 19066610 | 13.453 | 19065615 | 900 | 99.995 | 0.005 | 95 |
| Total | | 176960345 | 40433887 | 22.849 | 40432892 | 900 | 99.998 | 0.002 | 95 |

Agenda- 2

| | |
|---|---|
| Resolution required: (Special) | Conversion of Debt into Equity Shares. |
| 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 | No. of Votes – in favour | No. of Votes – | % of Votes in favour on | % of Votes against on | % of Votes against on |
|---|---|---|---|---|---|---|---|---|---|
| Promoter and Promoter Group | E-Voting | 35237347 | 0 | 0.000 | 0 | 0 | 0.000 | 0.000 | 0 |
| | Poll | | 21367277 | 60.638 | 21367277 | 0 | 100.000 | 0.000 | 0 |
| | Postal Ballot | NA | NA | NA | NA | NA | NA | NA | NA |
| | Total | 35237347 | 21367277 | 60.638 | 21367277 | 0 | 100.000 | 0.000 | 0 |
| Public- Institutions | E-Voting | 0 | 0 | 0.000 | 0 | 0 | 0.000 | 0.000 | 0 |
| | Poll | 0 | 0 | 0.000 | 0 | 0 | 0.000 | 0.000 | 0 |
| | Postal Ballot | NA | NA | NA | NA | NA | NA | NA | NA |
| | Total | 0 | 0 | 0.000 | 0 | 0 | 0.000 | 0.000 | 0 |
| Public- Non Institutions | E-Voting | 141722998 | 79327 | 0.056 | 78427 | 900 | 98.865 | 1.135 | 0 |
| | Poll | | 18987283 | 13.397 | 18987188 | 0 | 99.999 | 0.000 | 95 |
| | Postal Ballot | NA | NA | NA | NA | NA | NA | NA | NA |
| | Total | 141722998 | 19066610 | 13.453 | 19065615 | 900 | 99.995 | 0.005 | 95 |
| Total | | 176960345 | 40433887 | 22.849 | 40432892 | 900 | 99.998 | 0.002 | 95 |

**Note** one of the Promoter holds 2 Folio Numbers as per Report shown as 2 members instid of single promoter.

For MIC Electronics Limited

(M S Murali Krishnan)
Company Secretary

MIC ELECTRONICS LIMITED Hyd

Consolidated Scrutinizers Report
[Pursuant to Section 108 of the Companies Act, 2013 read with Rule 20(ix) of Companies (Management and Administration) Rules, 2014 as amended]

To,
The Chairman,
MIC Electronics Limited
A4/II, Electronic Complex, Kushaiguda,
Hyderabad, Telangana 500062.

Dear Sir,

1. I, Srinivasa Rao Vattikuti, Practicing Company Secretary, had been appointed as scrutinizer, by the Board of Directors of M/s. MIC Electronics Limited, to scrutinize the votes casted through e-voting and physical ballot at Extraordinary General Meeting as per the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Amendment Rules, 2015.

   The Extraordinary General Meeting (EGM) of the Equity Shareholders of the Company was held on the 20th March, 2017 at 11:00 A.M., at A4/II, Electronic Complex, Kushaiguda, Hyderabad, Telangana 500062.

2. The Management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 read with Rules of the Companies (Management and Administration) Amendment Rules 2014 and Regulation 44 of Securities And Exchange Board Of India (Listing Obligations And Disclosure Requirements) Regulations, 2015 with respect to the resolutions contained in the Notice of the Extraordinary General meeting of the members of the Company.

   *My responsibility as a scrutinizer for the remote e-voting and physical ballot, is restricted to make a Scrutinizer's report of the votes cast in "**favour**" or "**against**" the resolutions stated in the notice, based on the reports generated from the e-voting system provided by Central Depository Services (India) Limited, the authorized agency to provide e-voting facilities, engaged by the Company and voting by poll at the venue of the Annual General Meeting.*

3. The Company has availed the e-voting facility offered by Central Depository Services (India) Limited for conducting e-voting by the shareholders of the Company. The e-voting period remained open from 17th March, 2017 (9.00 A.M.) to 19th March 2017 (5.00 P.M.).



S.R. VATTIKUTI & ASSOCIATES COMPANY SECRETARIES HYD

1-1-750/1, Flat No. 102, P.P.R. Rajeswari Gardens, Gandhi Nagar, Hyderabad-80
E-mail: srinivas.vattikuti@gmail.com; Contact No.: +91 9866693690

4. The Shareholders of the Company holding shares as on the **"cut-off" date** i.e. **10th March, 2017** were entitled to vote on the Resolutions (Item no. 01 to 02) as contained in the Notice of the EGM.

5. The Chairman at the EGM had announced that members who had not cast their vote earlier through e-voting facility may, if they wish to exercise their votes through ballot papers.

6. The votes cast were unblocked on Monday, 20th March 2017 after the EGM in the presence of two witnesses Mr. M Shashidhar Chanakya & V Prashanthi, who were not in the employment of the Company.

7. My combined report on the results of voting through e-voting and voting conducted by poll at the Extraordinary General meeting is as under;

**SPECIAL BUSINESS:**

**ITEM NO. 1:**

**Increase of Authorised Capital and alteration of the Clause V of the Memorandum of Association**

| Particulars | Number of members present and voting (in person or by proxy) | No of Shares cast | No of Votes in Favor | No of Votes against | % of votes | | No of Invalid Votes |
|---|---|---|---|---|---|---|---|
| | | | | | Favor | Against | |
| E-Voting | 5 | 79327 | 78427 | 900 | 98.865 | 1.135 | Nil |
| Postal Ballot (if applicable) | NA | Nil | Nil | Nil | Nil | Nil | Nil |
| Voting by Poll | 64 | 4,03,54,560 | 4,03,54,465 | Nil | 99.996 | 0 | 95 |
| Total | 69 | 4,04,33,887 | 4,04,32,892 | 900 | 99.997 | 0.003 | 95 |

SRIVATTIKUTI & ASSOCIATES COMPANY SECRETARIES HYD

**ITEM NO. 2:**

**Conversion of Debt into Equity Shares.**

| Particulars | Number of members present and voting (in person or by proxy) | No of Shares cast | No of Votes in Favor | No of Votes against | % of votes | | No of Invalid Votes |
|---|---|---|---|---|---|---|---|
| | | | | | Favor | Against | |
| E-Voting | 5 | 79327 | 78427 | 900 | 98.865 | 1.135 | Nil |
| Postal Ballot (if applicable) | NA | Nil | Nil | Nil | Nil | Nil | Nil |
| Voting by Poll | 64 | 4,03,53,670 | 4,03,53,575 | Nil | 99.996 | 0 | 95 |
| Total | 69 | 4,04,32,997 | 4,04,32,002 | 900 | 99.997 | 0.003 | 95 |

8. In view of the aforesaid voting details, I hereby state that resolutions set out in Item no. 1 and 2 in the Notice of the Extraordinary General Meeting have been passed with requisite majority. I further state that amendment related to relevant date and ultimate beneficial owners were taken into consideration for voting.
9. All relevant records of votes casted by poll and through e-voting will remain in my custody until the Chairman considers, approves and signs the minutes of the Extraordinary General Meeting and thereafter the will be handed over to the Director authorized by the Board for safe keeping.

For S R Vattikuti & Associates
Company Secretaries

S R VATTIKUTI & ASSOCIATES COMPANY SECRETARIES HYD

Srinivasa Rao Vattikuti
Proprietor
CP No.: 13966

Place: Hyderabad
Date: 23-03-2017

Countersigned by:
For MIC Electronics Limited

Dr. M.V. Ramana Rao
Managing Director