



RESULT OF POSTAL BALLOT

Pursuant to the provisions of Section 293(1)(a), Section 192A of the Companies Act, 1956 read with the Companies (Passing of the Resolution by Postal Ballot) Rules, 2011 and other applicable provisions, if any, of the Companies Act, 1956, the Company has conducted voting through Postal Ballot for passing of the Ordinary Resolution as set out in the notice dated 9th February 2012, to sell its UPS Business in India and 100% shareholding in its subsidiary Numeric Lanka Technologies Private Limited to M/s Indo Asian Electric Private Limited, a subsidiary of Legrand Nederland B.V. (A Group Company of Legrand France S.A.) and the Singapore UPS Business to M/s Legrand France S.A. as going concerns on a slump sale basis and the Result of the Postal Ballot so conducted is as under:

Particulars	No. of postal ballot forms	No. of shares	Percentage
(a) Total postal ballot forms received	498	69,36,731	100.00
(b) Less: Invalid postal ballot forms	0	0	0.00
(c) Net valid postal ballot forms	498	69,36,731	100.00
(d) Postal ballot forms with assent for the Resolution	460	69,30,234	99.91
(e) Postal ballot forms with dissent for the Resolution	38	6,497	0.09

The above resolution has therefore been approved by the shareholders with the requisite majority.

For and on behalf of the Board

V.M. Sivasubramaniam
Chairman.

Place: Chennai
Date: 16.03.2012

