

September 30, 2015

CIN No. L51900MH1935PLC036271

The National Stock Exchange of India Ltd.,
 Listing Department, 05th floor,
 "Exchange Plaza", Bandra Kurla Complex,
 Bandra (E), Mumbai – 400 051

The Bombay Stock Exchange Ltd.,
 Listing Department, 1st floor,
 P.J. Tower, Fort,
 Mumbai – 400 001

Security Code No.: SPECTACLE / 512413

Sub: Outcome/Proceeding of 30th Annual General Meeting held on September 30, 2015

Pursuant to Clause 31(d) of the Listing Agreement, this is to inform you that the 30th Annual General Meeting (AGM) of the Company was held on Wednesday, September 30, 2015 at the Registered Office of the Company. The Meeting was attended by the requisite quorum.

Further, pursuant to section 108 of the Companies Act, 2013 read with rule 20 of the Companies (Management and Administration) Rules, 2014 and pursuant to clause 35B of the Listing Agreement, Ms. Binu Singh, was appointed as Scrutinizer for the purpose of scrutinizing the remote e-voting process and voting by physical ballot forms.

The Scrutinizer has submitted its report dated September 30, 2015, to the Chairman of the Meeting and the results of the remote e-voting and voting by physical ballot has been declared today i.e., Wednesday, September 30, 2015 at the Registered Office of the Company. As per the Scrutinizer's Report, the results are summarized hereunder:

Item No. 1: [Ordinary Resolution]

1. To receive, consider, and adopt the Audited Accounts for the financial year ended 31st March, 2015 along with the Reports of the Directors and Auditors thereon.

Particulars	Number of Votes Contained in						% of total valid votes cast
	Remote e – voting		Voting at the AGM		Total		
	No. of members voted	Number of shares held by them	No. of members voted	Number of shares held by them	No. of members voted	Number of shares held by them	

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Voted in Favour	3	1703	15	9490856	18	9492559	100%
Voted Against	Nil	Nil	Nil	Nil	Nil	Nil	Nil
Abstain / Invalid	Nil	Nil	Nil	Nil	Nil	Nil	Nil

Item No. 2: [Ordinary Resolution]

2. To appoint a director in place of Mrs. Mumtaz Fazal Shaikh (DIN: 02991865), who retires by rotation and being eligible offers herself for reappointment.

Particulars	Number of Votes Contained in						% of total valid votes cast
	Remote e – voting		Voting at the AGM		Total		
	No. of members voted	Number of shares held by them	No. of members voted	Number of shares held by them	No. of members voted	Number of shares held by them	
Voted in Favour	3	1703	15	9490856	18	9492559	100%
Voted Against	Nil	Nil	Nil	Nil	Nil	Nil	Nil
Abstain / Invalid	Nil	Nil	Nil	Nil	Nil	Nil	Nil

Item No. 3: [Ordinary Resolution]

3. To appoint M/s. P.D. Saraf & Co., Chartered Accountants, Mumbai, FRN.109241W as Statutory Auditors of the Company to hold office till the conclusion of 35th Annual General Meeting to be held in the calendar year 2020 and authorize the Board to fix their remuneration.

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Particulars	Number of Votes Contained in						% of total valid votes cast
	Remote e – voting		Voting at the AGM		Total		
	No. of members voted	Number of shares held by them	No. of members voted	Number of shares held by them	No. of members voted	Number of shares held by them	
Voted in Favour	3	1703	15	9490856	18	9492559	100%
Voted Against	Nil	Nil	Nil	Nil	Nil	Nil	Nil
Abstain / Invalid	Nil	Nil	Nil	Nil	Nil	Nil	Nil

As per the Scrutinizer's report all the resolutions contained in the Notice of 30th AGM were approved by the shareholders. Accordingly, the Chairman has declared the all the Resolutions as set out in the Notice of 30th AGM, have been passed by the Members with requisite majority.

Thanking you,
Yours truly,

For **SPECTACLE VENTURES LIMITED**


Shaikh Fazal Mehmood
Managing Director
DIN 00710075



Encl: Consolidated Report of the Scrutinizer.

To,
The Managing Director,
SPECTACLE VENTURES LIMITED
Office No. 1, 22/24/26, Shipping House, 1st Floor,
Kumpta Street, Fort, Mumbai - 400001

Dear Sir,

Sub: Result of E-voting & Poll

This is with reference to our appointment to scrutinizing the e-voting and voting on poll at the 30th Annual General Meeting of the Members of the Company held on September 30, 2015.

We are enclosing herewith the following;

1. Report of the Scrutinizer on e-voting
2. Result of Poll results at the AGM
3. Consolidated Results of e-voting and Poll

Trust you will find the same in order. We will, however, be happy to answer your queries, if any, on the same.

Thanking you,

Yours faithfully,


BINU SINGH
ACS No. 32440
CP No. 13806
Dated: 30th September, 2015
Place: Mumbai



Encl.; As above

I - Report on results of e-voting

Summary of e-voting Results

EVSN Reference No.	103264
Voting Start Date	September 27, 2015 at 9.00 A M
Voting End Date	September 29, 2015 at 5.00 P M

Item No. of Agenda	Voted in favour		Voted against		Abstained	
	No. of folios voted	No. of votes	No. of folios voted	No. of votes	No. of folios voted	No. votes
1	3	1703	Nil	Nil	Nil	Nil
2	3	1703	Nil	Nil	Nil	Nil
3	3	1703	Nil	Nil	Nil	Nil


BINU SINGH
ACS No. 32440
CP No. 13806
Dated: 30th September, 2015
Place: Mumbai



II: Report of Scrutinizer on Poll

FORM No. MGT-13

Report of Scrutinizer(s)

*[Pursuant to rule section 109 of the Companies Act, 2013 and rule 21(2) of the Companies
(Management and Administration) Rules, 2014]*

The Managing Director
SPECTACLE VENTURES LIMITED
Office No. 1, 22/24/26, Shipping House, 1st Floor,
Kumpta Street, Fort, Mumbai - 400 001

**Ref.: 30th Annual General Meeting of the Equity Shareholders of SPECTACLE VENTURES
LIMITED held on September 30, 2015**

Dear Sir,

I, Binu Singh, Practising Company Secretary appointed as Scrutinizer for the purpose of the poll taken on the below mentioned resolutions at the 30th Annual General Meeting of the Shareholders of **SPECTACLE VENTURES LIMITED**, held on September 30, 2015 at 10.00 a.m. at Office No. 1, 22/24/26, Shipping House, 1st Floor, Kumpta Street, Fort, Mumbai - 400001 and submit my report as under:

1. After the time fixed for closing of the poll by the Chairman, One ballot box kept for polling was locked in my presence with due identification mark placed by me.
2. The locked ballot box was subsequently opened in my presence and poll papers were diligently scrutinized. The poll papers were reconciled with the records maintained by the Company/Registrar and Transfer Agents of the Company and the authorizations/proxies lodged with the Company.
3. The poll papers, which were incomplete and/or which were otherwise found defective have been treated as invalid and kept separately.
4. The result of the Poll is as under:



(1) To receive, consider, and adopt the Audited Accounts for the financial year ended 31st March, 2015 along with the Reports of the Directors and Auditors thereon.

(i) Voted in favour of the resolution:

Number of members present and voting (in person or by proxy)	Number of shares for votes cast by them	% of total number of valid votes cast
15	9490856	100

(ii) Voted **against** the resolution:

Number of members present and voting (in person or by proxy)	Number of shares for votes cast by them	% of total number of valid votes cast
Nil	Nil	Nil

(iii) Invalid votes:

Number of members present and voting (in person or by proxy)	Number of shares for votes cast by them
Nil	Nil

(2) To appoint a director in place of Mrs. MumtazFazal Shaikh (DIN: 02991865), who retires by rotation and being eligible offers herself for reappointment

(i) Voted in favour of the resolution:

Number of members present and voting (in person or by proxy)	Number of shares for votes cast by them	% of total number of valid votes cast
15	9490856	100

(ii) Voted **against** the resolution:

Number of members present and voting (in person or by proxy)	Number of shares for votes cast by them	% of total number of valid votes cast
Nil	Nil	Nil

(iii) Invalid votes:

Number of members present and voting (in person or by proxy)	Number of shares for votes cast by them
Nil	Nil



(3) To appoint M/s. P.D. Saraf & Co., Chartered Accountants, Mumbai, FRN.109241W as Statutory Auditors of the Company to hold office till the conclusion of 35th Annual General Meeting to be held in the calendar year 2020 and authorize the Board to fix their remuneration.

(i) Voted in favour of the resolution:

Number of members present and voting (in person or by proxy)	Number of shares for votes cast by them	% of total number of valid votes cast
15	9490856	100

(ii) Voted **against** the resolution:

Number of members present and voting person or by proxy	Number of shares for votes cast by them	% of total number of valid votes cast
Nil	Nil	Nil

(iii) **Invalid** votes:

Number of members present and voting (in person or by proxy)	Number of shares for votes cast by them
Nil	Nil

5. Soft copy of the list of equity shareholders who voted "FOR", "AGAINST" and those whose votes were declared invalid for each resolution is handed over to the authorized person of the Company.

6. The poll papers and all other relevant records were sealed and handed over to the Company Secretary of the Company keeping in safe record.

Binu

BINU SINGH
ACS No. 32440
CP No. 13806
Dated: 30th September, 2015
Place: Mumbai



III - Report on consolidated results

Based on result of e-voting and Poll at the 30th Annual General Meeting of the members of the **SPECTACLE VENTURES LIMITED** held on Wednesday, September 30, 2015 at 10.00 a.m., Consolidated Results of each item of the Agenda as set out in the notice of AGM dated August 14, 2015 is narrated here-in-below;

Item No.1

To receive, consider, and adopt the Audited Accounts for the financial year ended 31st March, 2015 along with the Reports of the Directors and Auditors thereon.

Particulars	Number of votes contained in			% of valid votes
	e-votes	Poll	Total	
Assent	1703	9490856	9492559	100%
Dissent	Nil	Nil	Nil	
Total	1703	9490856	9492559	

Accordingly, out of the total 9492559 valid votes cast via e-voting and poll, 9492559 votes were cast **assenting** to the ordinary resolution and **nil** votes were cast **dissenting** to the ordinary resolution.

Thus, the ordinary resolution as contained in item no. 1 of the notice dated August 14, 2015 is passed with **requisite majority**.

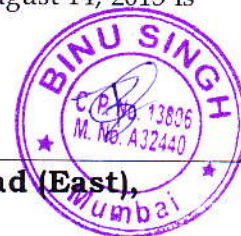
Item No.2

To appoint a director in place of Mrs. MumtazFazal Shaikh (DIN: 02991865), who retires by rotation and being eligible offers herself for reappointment.

Particulars	Number of votes contained in			% of valid votes
	e-votes	Poll	Total	
Assent	1703	9490856	9492559	100%
Dissent	Nil	Nil	Nil	
Total	1703	9490856	9492559	

Accordingly, out of the total 9492559 valid votes cast via e-voting and poll, 9492559 votes were cast **assenting** to the ordinary resolution and **nil** votes were cast **dissenting** to the ordinary resolution.

Thus, the ordinary resolution as contained in item no. 2 of the notice dated August 14, 2015 is passed with **requisite majority**.



Item No. 3

To appoint M/s. P.D. Saraf & Co., Chartered Accountants, Mumbai, FRN.109241W as Statutory Auditors of the Company to hold office till the conclusion of 35th Annual General Meeting to be held in the calendar year 2020 and authorize the Board to fix their remuneration

Particulars	Number of votes contained in			% of valid votes
	e-votes	Poll	Total	
Assent	1703	9490856	9492559	100%
Dissent	Nil	Nil	Nil	
Total	1703	9490856	9492559	

Accordingly, out of the total **9492559** valid votes cast via e-voting and poll, **9492559** votes were cast **assenting** to the ordinary resolution and **nil** votes were cast **dissenting** to the ordinary resolution.

Thus, the ordinary resolution as contained in item no. 3 of the notice dated August 14, 2015 is passed with **requisite majority**.


BINU SINGH
ACS No. 32440
CP No. 13806
Dated: 30th September, 2015
Place: Mumbai

