



AN ISO 9001 : 2008
certified company

SIMPLEX INFRASTRUCTURES LIMITED

REGD. OFFICE :

'SIMPLEX HOUSE', 27, SHAKESPEARE SARANI, KOLKATA-700 017 (INDIA)
PHONES : +91 33 2301-1600, FAX : +91 33 2283-5964 / 5965 / 5966
E-mail : simplexkolkata@simplexinfra.com, Website : www.simplexinfrastructures.com
CIN No. L45209 WB 1924 PLC 004969

Ref No.: 01/CS/SE/001/92449

Date: 23.11.2016

The Secretary
National Stock Exchange of India Limited
5th Floor, Exchange Plaza
Bandra Kurla Complex
Bandra East, Mumbai – 400 051

The Secretary
The Calcutta Stock Exchange Ltd
7, Lyons Range
Kolkata – 700 001

The Secretary
BSE Limited
1st Floor, New Trade Ring
Rotunda Building
Phiroze Jeejeebhoy Towers
Dalal Street, Mumbai – 400 001

Sub: Declaration of Results of Postal Ballot - Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

Dear Sir,

This has reference to our letter dated October 21, 2016 enclosing the Postal Ballot Notice along with Statement pursuant to Section 102 of the Companies Act, 2013, seeking the consent of members of the Company by way of ordinary/special resolution(s) through Postal Ballot/E-Voting process in respect of following item of business:

1. Appointment of Mr. Atindra Narayan Basu as a Director of the Company;
2. Approval of appointment and remuneration of Mr. Atindra Narayan Basu as a Whole-time Director of the Company;
3. Approval of appointment and remuneration of Mr. Dipak Narayan Basu as a Whole-time Director of the Company.

In connection with the above and pursuant to Regulations 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 we would like to inform you that the Resolution No. 1, 2 & 3, in respect of aforesaid business items, as stated in the aforesaid Postal Ballot Notice dated October 21, 2016, have been passed by requisite majority. The approval to aforesaid Resolutions is deemed to have been received on the last date of receipt of postal ballot forms i.e. November 21, 2016.



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Further, pursuant to Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we enclose herewith the following documents:

1. Results of the Postal Ballot as per prescribed format (Annexure A)
2. Scrutinizer's Report on Postal Ballot (Annexure B)

The above are also being updated on Company's website at www.simplexinfra.com

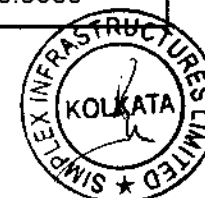
Thanking You,

For Simplex Infrastructures Limited

B. L. Bajoria
Sr. Vice President and Company Secretary

Encl: As above

SIMPLEX INFRASTRUCTURES LIMITED								
Details of Voting Results of Postal Ballot as per Regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015								
Date of Postal Ballot					Postal Ballot Notice dated: 20.09.2016; (Voting start date: 22.10.2016 and Voting end date: 21.11.2016)			
Total No of Shareholders on record date: [i.e. 12.10.2016]					9334			
No. of Shareholders present in the meeting either in person or through proxy:					Not Applicable			
Promoters and Promoter Group :								
Public :								
No. of Shareholders present in the meeting through Video Conferencing :					Not Applicable			
Promoters and Promoter Group :								
Public :								
Agenda – Wise disclosure								
Details of Agenda No. 1: Appointment of Mr. Atindra Narayan Basu as a Director of the Company								
Resolution required : (Ordinary/Special)						Ordinary Resolution		
Whether promoter/promoter group are interested in the agenda/resolution?						No		
Category	Mode of Voting	No. of shares held	No. of valid votes polled	% of Votes Polled on outstanding shares	No. of Votes - in favour	No. of Votes - against	% of Votes in favour on 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 and Promoter Group	E-Voting	27707290	27705405	99.99	27705405	0	100.0000	0.0000
	Poll							
	Postal Ballot		0	0.00	0	0	0.0000	0.0000
	Total	27707290	27705405	99.99	27705405	0	100.0000	0.0000
	E-Voting		9661074	76.37	9661074	0	100.0000	0.0000



Public – Institutions	Poll	12651176						
	Postal Ballot		0	0.00	0	0	0.0000	0.0000
	Total	12651176	9661074	76.37	9661074	0	100.0000	0.0000
Public- Non Institutions	E-Voting	9113864	660824	7.25	654132	6692	98.9873	1.0127
	Poll							
	Postal Ballot		9535	0.10	9520	15	99.8427	0.1573
	Total	9113864	670359	7.36	663652	6707	98.9995	1.0005
Total		49472330	38036838	76.8851	38030131	6707	99.9824	0.0176

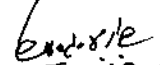
Details of Agenda No. 2: Approval of appointment and remuneration of Mr. Atindra Narayan Basu as a Whole-time Director of the Company

Resolution required :						Ordinary Resolution		
Whether promoter/promoter group are interested in the agenda/resolution?						No		
Category	Mode of Voting	No. of shares held	No. of valid votes polled	% of Votes Polled on outstanding shares	No. of Votes - in favour	No. of Votes - against	% of Votes in favour on 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 and Promoter Group	E-Voting	27707290	27705405	99.99	27705405	0	100.0000	0.0000
	Poll							
	Postal Ballot		0	0.00	0	0	0.0000	0.0000
	Total	27707290	27705405	99.99	27705405	0	100.0000	0.0000
Public – Institutions	E-Voting	12651176	9661074	76.37	9661074	0	100.0000	0.0000
	Poll							
	Postal Ballot		0	0.00	0	0	0.0000	0.0000
	Total	12651176	9661074	76.37	9661074	0	100.0000	0.0000
Public- Non Institutions	E-Voting	9113864	660823	7.25	654131	6692	98.9873	1.0127
	Poll							
	Postal Ballot		9985	0.11	8970	1015	89.8348	10.1652
	Total	9113864	670808	7.36	663101	7707	98.8511	1.1489
Total		49472330	38037287	76.8860	38029580	7707	99.9797	0.0203



Details of Agenda No. 3: Approval of appointment and remuneration of Mr. Dipak Narayan Basu as Whole-time Director of the Company

Resolution required :						Special Resolution		
Whether promoter/promoter group are interested in the agenda/resolution?						No		
Category	Mode of Voting	No. of shares held	No. of valid votes polled	% of Votes Polled on outstanding shares	No. of Votes - in favour	No. of Votes - against	% of Votes in favour on 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 and Promoter Group	E-Voting	27707290	27705405	99.99	27705405	0	100.0000	0.0000
	Poll							
	Postal Ballot		0	0.00	0	0	0.0000	0.0000
	Total	27707290	27705405	99.99	27705405	0	100.0000	0.0000
Public – Institutions	E-Voting	12651176	9661074	76.37	9661074	0	100.0000	0.0000
	Poll							
	Postal Ballot		0	0.00	0	0	0.0000	0.0000
	Total	12651176	9661074	76.37	9661074	0	100.0000	0.0000
Public- Non Institutions	E-Voting	9113864	660824	7.25	654132	6692	98.9873	1.0127
	Poll							
	Postal Ballot		9990	0.11	8985	1005	89.9399	10.0601
	Total	9113864	670814	7.36	663117	7697	98.8526	1.1474
Total		49472330	38037293	76.8860	38029596	7697	99.9798	0.0202

CERTIFIED TRUE COPY
For SIMPLEX INFRASTRUCTURES LIMITED

Senior Vice-President and Company Secretary

CS Deepak Kumar Khaitan

B.Com(H), M.Com, F.C.S., DCG(ICS) ☎: info@deepakkhaitan.com / khaitan52@gmail.com

Practising Company Secretary ☎: + 91 98303 06692 ☎: officedkk@gmail.com

GEM House, 5B Russell Street, Unit 7B, 7th Floor, Kolkata - 700 071

Annexure - B

Mobile : + 91 90070 55560

Report of the Scrutinizer

[In accordance with Section 110 of the Companies Act, 2013 read with Rule 22 and Rule 20 (as far as applicable) of The Companies (Management and Administration) Rules, 2014]

To

The Chairman

The Board of Directors of

Simplex Infrastructures Limited

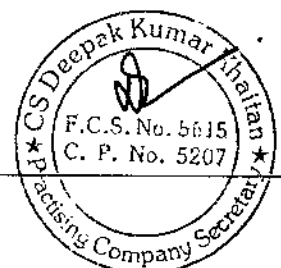
"SIMPLEX HOUSE", 27, Shakespeare Sarani

Kolkata-700 017

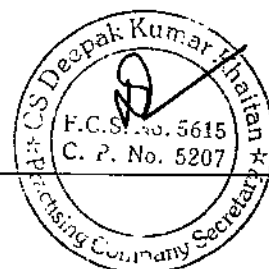
West Bengal

Dear Sir,

Pursuant to the letter dated 21st September, 2016 issued by Simplex Infrastructures Limited having CIN: L45209WB1924PLC004969 (hereinafter referred to as 'the Company') appointing me as the Scrutinizer under Section 110 of the Companies Act, 2013 read with Rule 22(5) of The Companies (Management and Administration) Rules, 2014 for the purpose of ascertaining the requisite majority in respect of Notice of Postal Ballot dated 20th September, 2016 (hereinafter referred to as the 'postal ballot') and the Management Representation Letter issued by the Company, I have examined the postal ballots and other relevant papers and records (including e-voting) as required for that purpose. In my opinion and to the best of my information and according to the examinations carried out by me and explanations furnished to me by the Company, its officers and agents, I hereby submit my report w.r.t the aforesaid postal ballot (including e-voting) as under:-



1. The company has completed the dispatch of the postal ballot forms along with business reply envelope and emails on 20th October, 2016 to its Members whose name(s) appeared on the Register of Members / List of Beneficial Owners at the close of working hours on 12th October, 2016. The postage was paid by the Company. The list of shareholding has been provided by the Registrar & Share Transfer Agent and certified as correct by the Company.
2. The e-voting was unblocked on 21st November, 2016 in the presence of two witnesses who are not in employment of the Company i.e. CS Siddhi Dhandharia (Practising Company Secretary) and CS Prerna Verma (Company Secretary) as prescribed by law.
3. The postal ballot forms were opened on 21st November, 2016 in the presence of aforesaid two witnesses and 32 postal ballot forms were found.
4. Particulars of all the postal ballot forms (including e-voting) received from the Members have been entered in a register separately maintained for the purpose.
5. The postal ballot forms were duly scrutinized and the voting rights were reckoned as per list of members as on 12th October, 2016 as mentioned in the notice of postal ballot dated 20th September, 2016.
6. All postal ballot forms received upto 5.00 PM on 21st November, 2016, the last date and time fixed by the company for receipt of the forms, were considered for the scrutiny.
7. There were 308 envelopes containing postal ballot forms which were returned undelivered till the date of issue of this report and there was no defaced or mutilated ballot paper.

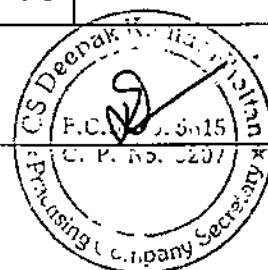


8. I am producing before you the postal ballot forms received along with the envelopes, the postal ballot register and the related records (including print out of e-voting as available from the login Id from the website being www.evoting.nsdl.com [as provided by National Securities Depository Limited] for verification at your end at the time of submitting this report but they shall remain under my safe custody till you consider, approve and sign the relevant minutes. Thereafter the same shall be handed over to you in terms of Rule 22(11) of The Companies (Management and Administration) Rules, 2014.
9. In my opinion, based on the above scrutiny, the resolutions at item nos. 1 to 3 of the above-mentioned notice may be considered to have been passed with requisite majority by means of postal ballot including voting by electronic means as understood herein below :-

Item. No.	Particulars	In terms of no. of Shares	Percentage out of valid votes cast
1	Votes cast in favour of the proposed resolution		
	By Postal Ballot	9520	
	By E-Voting	38020611	
	Sub-Total (A1)	38030131	99.98
	Votes cast against the proposed resolution		
	By Postal Ballot	15	
	By E-Voting	6692	
	Sub-Total (B1)	6707	0.02
	Total (A1+B1)	38036838	100

Item. No.	Particulars	In terms of no. of Shares	Percentage out of valid votes cast
2	Votes cast in favour of the proposed resolution		
	By Postal Ballot	8970	
	By E-Voting	38020610	
	Sub-Total (A2)	38029580	99.98
	Votes cast against the proposed resolution		
	By Postal Ballot	1015	
	By E-Voting	6692	
	Sub-Total (B2)	7707	0.02
	Total (A2+B2)	38037287	100

Item. No.	Particulars	In terms of no. of Shares	Percentage out of valid votes cast
3	Votes cast in favour of the proposed resolution		
	By Postal Ballot	8985	
	By E-Voting	38020611	
	Sub-Total (A3)	38029596	99.98
	Votes cast against the proposed resolution		
	By Postal Ballot	1005	
	By E-Voting	6692	
	Sub-Total (B3)	7697	0.02
	Total (A3 + B3)	38037293	100



CS Deepak Kumar Khaitan

Mobile : + 91 90070 55560

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Practising Company Secretary T: + 91 98303 06692 E: officedkk@gmail.com

GEM House, 5B Russell Street, Unit 7B, 7th Floor, Kolkata – 700 071

10. Decimals have been suitably rounded off, wherever required.
11. You may accordingly satisfy yourself and declare the result of the voting by Postal Ballot.

Thanking you,

Place: Kolkata

Date: 23.11.2016



Signature:

A handwritten signature in black ink, appearing to read "Deepak Khaitan".

Name: Deepak Kumar Khaitan

F.C.S. No.: 5615 / C.P. No.: 5207

ICSI Unique Code No. : I2003WB347200

For SIMPLEX INFRASTRUCTURES LIMITED

A handwritten signature in black ink, appearing to read "V. S. S. S.", followed by the word "Director" and a comma.

Date: 23.11.2016

**Countersigned by
(Chairman)**