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DIATRON™

2nd October, 2015

To,

BSE Limited

Phiroze Jeejeebhoy
Towers,
Dalal Street,
Mumbai-400 001
Scrip Code-522163

National Stock Exchange of India Limited

"Exchange Plaza",
Bandra- Kurla complex, Bandra(E),
Mumbai-400051
Scrip Code-DIAPOWER

Sub: Scrutinizers Report on e-voting conducted in respect of Resolutions passed at 23rd Annual General Meeting.

Dear Sir/Ma'am,

With reference to 23rd Annual General Meeting Held on Wednesday, 30th September, 2015 at the Registered office of the Company please find the attached Scrutinizers Report on e-voting conducted in respect of Resolutions passed by the Shareholders .for your perusal.

Kindly take the above on your note and acknowledge the same.

For Diamond Power Infrastructure Limited

~~For, Diamond Power Infrastructure Ltd.~~
~~Nishant Javlekar~~
~~Company Secretary~~



CIN : L31300GJ1992PLCO18198

DIAMOND POWER INFRASTRUCTURE LTD.

Corporate Office : Essen House, 5/9-10, B.I.D.C., Gorwa, Vadodara-390016, (Gujarat) India.

Ph. : 0265-2284328, 2283969, Fax : 0265-2280528

EMAIL : marketing@dicabs.com WEBSITE : www.diatron.in

Factory : Village Vadadala, Tal. Savli, Dist. Vadodara, India. Ph. : 02667-251516, 251354 Fax : 02667-251202



CS Devesh A. Pathak

B.Com., LL.B., F.C.S.

CS Vimal Betail

B.Com., A.C.S.

PHONE : 0265-2362962 TEL/FAX : 0265-2362718
E-mail : maildeveshpathak@rediffmail.com
maildpathak@yahoo.co.in

DEVESH VIMAL & CO
PRACTISING COMPANY SECRETARIES

204/5, GARDEN VIEW, NEAR KAMATI BAUG CIRCLE
SAYAJIGUNJ, VADODARA-390 020
REGD. TRADEMARK AGENT

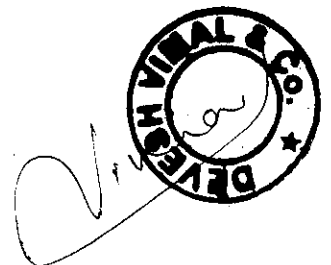
1st October, 2015

To
Company Secretary
DIAMOND POWER INFRASTRUCTURE LIMITED
PHASE-II, VILLAGE-VADAVALA, TA.SAVLI,
BARODA, GUJARAT.

Dear Sir/Madam,

Sub: Scrutinizers Report on e-voting conducted in respect of all shareholders' resolutions to be passed at the 23rd Annual General Meeting pursuant to Clause 35-B of the Listing Agreement read with the provisions of Section 108 of the Companies Act, 2013 ("the Act") and Rule 20 of the Companies (Management and Administration) Rules, 2014 ("the Rules").

- (1) I, Devesh A. Pathak, Practising Company Secretary, has been appointed as the scrutinizers by the Board of Directors of **DIAMOND POWER INFRASTRUCTURE LIMITED** to conduct the electronic voting process in respect of all shareholders' resolution bearing serial no. 1 to 10 to be passed at the Annual General meeting of the Company to be held on 30th September, 2015 as set out in the Notice dated 13th August, 2015 with statement setting out materials facts under Section 102 of the Act sent to the Shareholders in respect of the subject matters of the resolutions as appearing in Clause no. 6 of this Report pursuant to Clause 35- B of the Listing Agreement read with Section 108 of the Act and Rule 20 of the Rules.
- (2) The management of the Company is responsible to ensure the compliance with the requirements of Clause 35-B of the Listing Agreement read with the Act and the rules framed thereunder for providing e-voting facility to its shareholders in respect of the aforesaid resolutions. My responsibility as a Scrutinizer for conducting e-voting process is restricted to report on the votes cast 'in favour' or 'against' the aforesaid resolutions based on the reports generated from the e-voting system provided by Central Depository



DEVESH VIMAL & CO.

PRACTISING COMPANY SECRETARIES

Continuation Sheet.....

Services (India) Limited (CDSL), the authorized agency to provide e-voting facilities engaged by the Company.

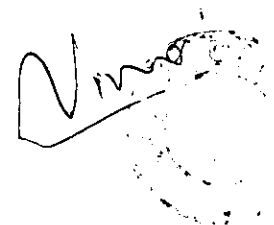
- (3) The e-voting facility remained open from 27th September, 2015 at 9.00 a.m. to 29th September, 2015 at 5.00 p.m.
- (4) The members of the Company as on the cut off date i.e. 23rd September, 2015 were entitled to vote on the aforesaid resolutions.
- (5) The votes cast were then unblocked on 30th September, 2015 at 2.00 p.m. in presence of two witnesses viz. Ms. Shruti Goyal and Mr. Alpesh Makwana who are not in the employment of the Company and who have signed at the end of the report in token of the same.
- (6) Thereafter, the details, inter alia, containing list of Equity Shareholders who e-voted for/ against each of the resolutions were generated from e-voting system provided by CDSL. A summary of the result in respect of each of the aforesaid resolution is as follows:

ORDINARY BUSINESS

Resolution: 1

Adoption of the audited Financial Statement for the year ended on 31st March, 2015 and the reports of the Board of Directors ('the Board') and of Auditors thereon (Ordinary Resolution)

Sr. No.	Particulars	Electronic Votes (including ballots)			
		No. of Members	No. of E-Votes	Total	Total (%)
1	VOTES CAST	5	2756	2756	100
2	LESS: INVALID VOTES	0	0	0	0
3	VALID VOTES	5	2756	2756	100
4	VOTES IN FAVOUR	5	2756	2756	100
5	VOTES IN AGAINST	0	0	0	0
	TOTAL VALID E- VOTES	5	2756	2756	100



DEVESH VIMAL & CO.

PRACTISING COMPANY SECRETARIES

Resolution: 2

Continuation Sheet.....

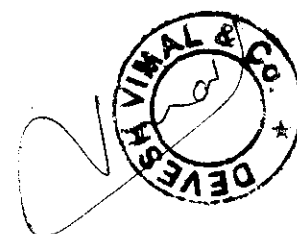
Appointment of Director in place of Shri Amit Suresh Bhatnagar (DIN 00775880), who retires by rotation and being, eligible offers himself for reappointment. (Ordinary Resolution)

Sr. No.	Particulars	Electronic Votes (including ballots)			
		No. of Members	No. of E-Votes	Total	Total (%)
1	VOTES CAST	4	2681	2681	100
2	LESS: INVALID VOTES	0	0	0	0
3	VALID VOTES	4	2681	2681	100
4	VOTES IN FAVOUR	4	2681	2681	100
5	VOTES IN AGAINST	0	0	0	0
	TOTAL VALID E- VOTES	4	2681	2681	100

Resolution: 3

Appointment of Director in place of Shri Sumit Suresh Bhatnagar (DIN 00776129), who retires by rotation and being, eligible offers himself for reappointment. (Ordinary Resolution)

Sr. No.	Particulars	Electronic Votes (including ballots)			
		No. of Members	No. of E-Votes	Total	Total (%)
1	VOTES CAST	4	2681	2681	100
2	LESS: INVALID VOTES	0	0	0	0
3	VALID VOTES	4	2681	2681	100
4	VOTES IN FAVOUR	4	2681	2681	100
5	VOTES IN AGAINST	0	0	0	0
	TOTAL VALID BALLOTS	4	2681	2681	100



DEVESH VIMAL & CO.

PRACTISING COMPANY SECRETARIES

Resolution: 4

Continuation Sheet.....

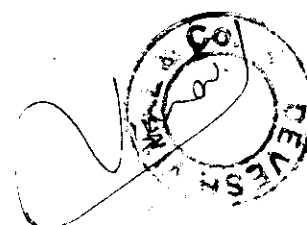
Re-appointment of M/s. B S R & Co. LLP, Chartered Accountants as Joint Statutory Auditors of the Company to hold office from the conclusion of the this Annual General Meeting till the conclusion of next Annual General Meeting and to authorize the Board to fix their remuneration. (Ordinary Resolution)

Sr. No.	Particulars	Electronic Votes (including ballots)			
		No. of Members	No. of E-Votes	Total	Total (%)
1	VOTES CAST	4	2681	2681	100
2	LESS: INVALID VOTES	0	0	0	0
3	VALID VOTES	4	2681	2681	100
4	VOTES IN FAVOUR	4	2681	2681	100
5	VOTES IN AGAINST	0	0	0	0
	TOTAL VALID BALLOTS	4	2681	2681	100

Resolution: 5

Re-appointment of M/s. A Yadav & Associates, Chartered Accountants as Joint Statutory Auditors of the Company to hold office from the conclusion of the this Annual General Meeting till the conclusion of next Annual General Meeting and to authorize the Board to fix their remuneration. (Ordinary Resolution)

Sr. No.	Particulars	Electronic Votes (including ballots)			
		No. of Members	No. of E-Votes	Total	Total (%)
1	VOTES CAST	4	2681	2681	100
2	LESS: INVALID VOTES	0	0	0	0
3	VALID VOTES	4	2681	2681	100
4	VOTES IN FAVOUR	4	2681	2681	100
5	VOTES IN AGAINST	0	0	0	0
	TOTAL VALID BALLOTS	4	2681	2681	100



Resolution: 6

Appointment of Ms. Nivedita Pandya (DIN: 02992638) as an Independent Director. (Ordinary Resolution)

Sr. No.	Particulars	Electronic Votes (including ballots)			
		No. of Members	No. of E-Votes	Total	Total (%)
1	VOTES CAST	4	2681	2681	100
2	LESS: INVALID VOTES	0	0	0	0
3	VALID VOTES	4	2681	2681	100
4	VOTES IN FAVOUR	4	2681	2681	100
5	VOTES IN AGAINST	0	0	0	0
	TOTAL VALID BALLOTS	4	2681	2681	100

Resolution: 7

Appointment of Shri Jaideep Nigam (DIN - 07253279) as an Independent Director. (Ordinary Resolution)

Sr. No.	Particulars	Electronic Votes (including ballots)			
		No. of Members	No. of E-Votes	Total	Total (%)
1	VOTES CAST	4	2681	2681	100
2	LESS: INVALID VOTES	0	0	0	0
3	VALID VOTES	4	2681	2681	100
4	VOTES IN FAVOUR	4	2681	2681	100
5	VOTES IN AGAINST	0	0	0	0
	TOTAL VALID BALLOTS	4	2681	2681	100

Resolution: 8

Ratification of remuneration to Cost Auditors (Ordinary Resolution)

Sr. No.	Particulars	Electronic Votes (including ballots)			
		No. of Members	No. of E-Votes	Total	Total (%)
1	VOTES CAST	4	2681	2681	100
2	LESS: INVALID VOTES	0	0	0	0
3	VALID VOTES	4	2681	2681	100
4	VOTES IN FAVOUR	4	2681	2681	100
5	VOTES IN AGAINST	0	0	0	0
	TOTAL VALID BALLOTS	4	2681	2681	100

Resolution: 9

Re-appointment of Shri Amit Bhatnagar, Managing Director. (Special Resolution)

Sr. No.	Particulars	Electronic Votes (including ballots)			
		No. of Members	No. of E-Votes	Total	Total (%)
1	VOTES CAST	4	2681	2681	100
2	LESS: INVALID VOTES	0	0	0	0
3	VALID VOTES	4	2681	2681	100
4	VOTES IN FAVOUR	4	2681	2681	100
5	VOTES IN AGAINST	0	0	0	0
	TOTAL VALID BALLOTS	4	2681	2681	100

Resolution: 10

**Re-appointment of Shri Sumit Bhatnagar as Jt. Managing Director.
(Special Resolution)**

Sr. No.	Particulars	Electronic Votes (including ballots)			
		No. of Members	No. of E-Votes	Total	Total (%)
1	VOTES CAST	4	2681	2681	100
2	LESS: INVALID VOTES	0	0	0	0
3	VALID VOTES	4	2681	2681	100
4	VOTES IN FAVOUR	4	2681	2681	100
5	VOTES IN AGAINST	0	0	0	0
	TOTAL VALID BALLOTS	4	2681	2681	100

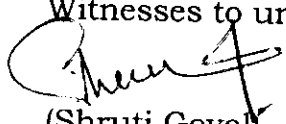
(7) I have handed over related papers/ registers and records for safe custody to Mr. Nishant Javlekar, Company Secretary of the Company authorized by the Board to supervise the process.

(8) You may accordingly declare the result of voting.

Thanking you

CS Devesh A. Pathak
(FCS No. 4559)

At Vadodara, 1st day of October, 2015
Witnesses to unblocking of e-votes cast


(Shruti Goyal)


(Alpesh Makwana)



CS Devesh A. Pathak

B.Com., LL.B., F.C.S.

CS Vimal Betal

B.Com., A.C.S.

PHONE : 0265-2362962 TEL/FAX : 0265-2362718

E-mail : maildeveshpathak@rediffmail.com
maildpathak@yahoo.co.in

DEVESH VIMAL & CO
PRACTISING COMPANY SECRETARIES

204/5, GARDEN VIEW, NEAR KAMATI BAUG CIRCLE
SAYAJIGUNJ, VADODARA-390 020
REGD. TRADEMARK AGENT

To
Company Secretary
DIAMOND POWER INFRASTRUCTURE LIMITED
PHASE-II, VILLAGE-VADAVALA, TA.SAVLI,
BARODA, GUJARAT.

Dear Sir,

1. I, Devesh A. Pathak, Practising Company secretary in Practice, have been appointed as scrutinizer by
 - (i) the Board of Directors of **DIAMOND POWER INFRASTRUCTURE LIMITED** at its meeting held on 13th August, 2015 for the purpose of conducting the e-voting process in respect of all shareholders' resolutions to be passed at the 23rd Annual General Meeting (AGM) pursuant to Clause 35-B of the Listing Agreement read with the provisions of Section 108 of the Companies Act, 2013 ('the Act') and Rule 20 of the Companies (Management and Administration) Rules, 2014 ('the Rules') and
 - (ii) the Chairman of the AGM held on 30th September, 2015 to conduct a poll under the provisions of Section 109 and other applicable provisions, if any, of the Act read with Rule 21 of the Rules, in respect of the resolutions to be passed at the AGM of the members of the Company, held at the Regd. Office of the Company at **PHASE-II, VILLAGE-VADAVALA, TA.SAVLI, BARODA, GUJARAT.**
2. The management of the Company is responsible to ensure the compliance with the requirements of Clause 35- B of the Listing Agreement read with the Act and Rules relating to e-voting and poll in respect of the aforesaid resolutions. My responsibility as a scrutinizer for the e-voting process and for poll at AGM is restricted to make a Scrutinizer's report of the votes cast "in favour" or "against" the resolutions stated above, based on the reports generated from the e-voting system provided by Central Depository Services (India) Limited (CDSL), the authorized agency engaged by the Company to provide e-voting facilities for e-voting and also at the time of poll at the AGM.



3. I have issued separate Scrutinizer's Report dated 1st October, 2015 on the e-voting (including ballots) & separate report on the poll dtd. 1st October, 2015 on the aforesaid resolutions. I submit combined report for e-voting (including ballots) and poll pursuant to Rule 20 of the Rules in respect of aforesaid resolutions as follows:

Sr. No.	Particulars	Resolution-1 (Ordinary Resolution)						
		No. of Ballots in poll /Electronic Votes (including ballot)			No. of Votes			%
		No. of Ballots in poll	No. of E-Votes	Total	Physical	Electronic	Total	
1	BALLOTS RECEIVED	35	5	40	21801137	2681	21803818	100
2	LESS: INVALID BALLOTS	0	0	0	0	0	0	0
3	VALID BALLOTS	35	5	40	21801137	2681	21803818	100
4	BALLOTS IN FAVOUR	35	5	40	21801137	2681	21803818	100
5	BALLOTS AGAINST	0	0	0	0	0	0	0
	TOTAL VALID BALLOTS	35	5	40	21801137	2681	21803818	100

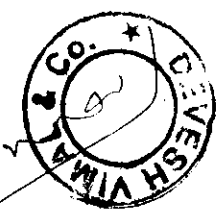
Sr. No.	Particulars	Resolution-2 (Ordinary Resolution)						
		No. of Ballots in poll/Electronic Votes (including ballot)			No. of Votes			%
		No. of Ballots in poll	No. of E-Votes	Total	Physical	Electronic	Total	
1	BALLOTS RECEIVED	35	4	39	21801137	2681	21803818	100
2	LESS: INVALID BALLOTS	1	0	1	998483	0	998483	4.58
3	VALID BALLOTS	34	4	38	20802654	2681	20805335	95.42
4	BALLOTS IN FAVOUR	34	4	38	20802654	2681	20805335	95.42
5	BALLOTS AGAINST	0	0	0	0	0	0	0
	TOTAL VALID BALLOTS	34	4	38	20802654	2681	20805335	95.42

Vimal



Sr. No.	Particulars	Resolution-3 (Ordinary Resolution)						
	Ballots/E-Votes	No. of Ballots in poll /Electronic Votes (including ballot)			No. of Votes			%
		No. of Ballots in poll	No. of E-Votes	Total	Physical	Electronic	Total	
1	BALLOTS RECEIVED	35	4	39	21801137	2681	21803818	100
2	LESS: INVALID BALLOTS	1	0	1	1039998	0	1039998	4.77
3	VALID BALLOTS	34	4	38	20761139	2681	20763820	95.23
4	BALLOTS IN FAVOUR	34	4	38	20761139	2681	20763820	95.23
5	BALLOTS AGAINST	0	0	0	0	0	0	0
	TOTAL VALID BALLOTS	34	4	38	20761139	2681	20763820	95.23

Sr. No.	Particulars	Resolution-4 (Ordinary Resolution)						
	Ballots/E-Votes	No. of Ballots in poll /Electronic Votes (including ballot)			No. of Votes			%
		No. of Ballots in poll	No. of E-Votes	Total	Physical	Electronic	Total	
1	BALLOTS RECEIVED	35	4	39	21801137	2681	21803818	100
2	LESS: INVALID BALLOTS	0	0	0	0	0	0	0
3	VALID BALLOTS	35	4	39	21801137	2681	21803818	100
4	BALLOTS IN FAVOUR	35	4	39	21801137	2681	21803818	100
5	BALLOTS AGAINST	0	0	0	0	0	0	0
	TOTAL VALID BALLOTS	35	4	39	21801137	2681	21803818	100



Sr. No.	Particulars	Resolution-5 (Ordinary Resolution)						
	Ballots/E-Votes	No. of Ballots in poll /Electronic Votes (including ballot)			No. of Votes			%
		No. of Ballots in poll	No. of E- Votes	Total	Physical	Electronic	Total	Total
1	BALLOTS RECEIVED	35	4	39	21801137	2681	21803818	100
2	LESS: INVALID BALLOTS	0	0	0	0	0	0	0
3	VALID BALLOTS	35	4	39	21801137	2681	21803818	100
4	BALLOTS IN FAVOUR	35	4	39	21801137	2681	21803818	100
5	BALLOTS AGAINST	0	0	0	0	0	0	0
	TOTAL VALID BALLOTS	35	4	39	21801137	2681	21803818	100

Sr. No.	Particulars	Resolution-6 (Ordinary Resolution)						
	Ballots/E-Votes	No. of Ballots in poll /Electronic Votes (including ballot)			No. of Votes			%
		No. of Ballots in poll	No. of E-Votes	Total	Physical	Electronic	Total	Total
1	BALLOTS RECEIVED	35	4	39	21801137	2681	21803818	100
2	LESS: INVALID BALLOTS	0	0	0	0	0	0	0
3	VALID BALLOTS	35	4	39	21801137	2681	21803818	100
4	BALLOTS IN FAVOUR	35	4	39	21801137	2681	21803818	100
5	BALLOTS AGAINST	0	0	0	0	0	0	0
	TOTAL VALID BALLOTS	35	4	39	21801137	2681	21803818	100



Sr. No.	Particulars	Resolution-7 (Ordinary Resolution)						
	Ballots/E-Votes	No. of Ballots in poll /Electronic Votes (including ballot)			No. of Votes			%
		No. of Ballots in poll	No. of E-Votes	Total	Physical	Electronic	Total	Total
1	BALLOTS RECEIVED	35	4	39	21801137	2681	21803818	100
2	LESS: INVALID BALLOTS	0	0	0	0	0	0	0
3	VALID BALLOTS	35	4	39	21801137	2681	21803818	100
4	BALLOTS IN FAVOUR	35	4	39	21801137	2681	21803818	100
5	BALLOTS AGAINST	0	0	0	0	0	0	0
	TOTAL VALID BALLOTS	35	4	39	21801137	2681	21803818	100

Sr. No.	Particulars	Resolution-8 (Ordinary Resolution)						
	Ballots/E-Votes	No. of Ballots in poll /Electronic Votes (including ballot)			No. of Votes			%
		No. of Ballots in poll	No. of E-Votes	Total	Physical	Electronic	Total	Total
1	BALLOTS RECEIVED	35	4	39	21801137	2681	21803818	100
2	LESS: INVALID BALLOTS	0	0	0	0	0	0	0
3	VALID BALLOTS	35	4	39	21801137	2681	21803818	100
4	BALLOTS IN FAVOUR	35	4	39	21801137	2681	21803818	100
5	BALLOTS AGAINST	0	0	0	0	0	0	0
	TOTAL VALID BALLOTS	35	4	39	21801137	2681	21803818	100



Sr. No.	Particulars	Resolution-9 (Special Resolution)						
		No. of Ballots in poll /Electronic Votes (including ballot)			No. of Votes			%
	Ballots/E-Votes	No. of Ballots in poll	No. of E-Votes	Total	Physical	Electronic	Total	
1	BALLOTS RECEIVED	35	4	39	21801137	2681	21803818	100
2	LESS: INVALID BALLOTS	1	0	1	998483	0	998483	4.1
3	VALID BALLOTS	34	4	38	20802654	2681	20805335	95.9
4	BALLOTS IN FAVOUR	34	4	38	20802654	2681	20805335	95.9
5	BALLOTS AGAINST	0	0	0	0	0	0	0
	TOTAL VALID BALLOTS	34	4	38	20802654	2681	20805335	95.9

Sr. No.	Particulars	Resolution-10 (Special Resolution)						
		No. of Ballots in poll /Electronic Votes (including ballot)			No. of Votes			%
	Ballots/E-Votes	No. of Ballots in poll	No. of E-Votes	Total	Physical	Electronic	Total	
1	BALLOTS RECEIVED	35	4	39	21801137	2681	21803818	100
2	LESS: INVALID BALLOTS	1	0	1	1039998	0	1039998	4.77
3	VALID BALLOTS	34	4	38	20761139	2681	20763820	95.23
4	BALLOTS IN FAVOUR	34	4	38	20761139	2681	20763820	95.23
5	BALLOTS AGAINST	0	0	0	0	0	0	0
	TOTAL VALID BALLOTS	34	4	38	20761139	2681	20763820	95.23

(4) I have handed over related papers/ registers and records for safe custody to Mr. Nishant Javlekar, Company Secretary of the Company authorized by the Board to supervise the process.

(5) You may accordingly declare the result of voting.

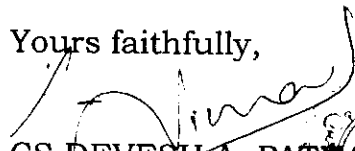


DEVESH VIMAL & CO.
PRACTISING COMPANY SECRETARIES

Continuation Sheet.....

Thanking You,

Yours faithfully,


CS DEVESH A. PATHAK
Practising Company Secretary
Membership no. 4559

Place: Vadodara
Date: 1st October, 2015