A. K. FRIENDS & CO.
Practicing Company Secretaries

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COMBINED SCRUTINIZER REPORT FOR E-VOTING & POLL FOR VISESH INFOTECNICS LIMITED

To
The Chairman
M/s VISESH INFOTECNICS LIMITED
703, Arunachal Building,
19, Barakhamba Road,
New Delhi 110001

25TH Annual General Meeting of the Equity Shareholders of VISESH INFOTECNICS LIMITED held on Tuesday, December 30, 2014 at 10.00 A.M at the Auditorium, Bipin Chandra Pal Memorial Trust, A-81, Chitranjan Park, New Delhi 110019.

Subject: - Passing of Resolution through electronic AND poll conducted at the AGM of M/s VISESH INFOTECNICS LIMITED held on 30th December 2014.

The Board of the Company had appointed me as a Scrutinizer for the e-voting held between December 22, 2014 at 10:00 A.M. to December 24, 2014 at 6:00 P.M. and for the poll held at the AGM of the Company on the December 30, 2014

The Company has appointed Central Depositories Services (India) Limited (CDSL) as the Service Provider, for extending the facility of electronic voting to the shareholders of the Company from December 22, 2014 at 1000 A.M. to December 24, 2014 at 06:00 P.M. The e-voting results were unblocked by me on December 26, 2014 in the presence of two witnesses.

At the 25th AGM of the Company held on December 30, 2014, the Chairman of the meeting had suo motto called for a poll to facilitate the members present in the meeting who could not participate in the e-voting to record their votes through the poll process.

The result of the E-voting together with that of the Poll is as under:

Number of members who cast their votes through e-voting	Total number of Shares held by them	Total number of Valid votes (as per details provided under each one of the Resolution(s) mentioned hereunder
63	881074040	Mentioned under each of the Resolution

A.K. FRIENDS & CO. CP No. 4056 Delhi Company Secretaries

Item no of Notice	Type of Voting	Votes in favour of the Resolution		Votes against the resolution		Invalid Votes	
		Nos.	%age	Nos.	%age	Nos.	%age
Item No. 1 of the Notice (As an Ordinary Resolution)	E-voting	881,042,580	99.99%	31,460	00.01%	Nil	Nil
	Poll	1058,371,304	100	Nil	Nil	Nil	Nil
	Total	1939,413,884	100	31,460	0.002%	Nil	Nil
Item No. 2 of the Notice (As an Ordinary Resolution)	E-voting	881,042,580	99.99%	31,460	00.01%	Nil	Nil
	Poll	1058,371,304	100	Nil	Nil	Nil	Nil
	Total	1939,413,884	100	31,460	0.002%	Nil	Nil
Item No. 3 of the Notice (As an Ordinary Resolution)	E-voting	881,042,580	100%	Nil	Nil	Nil	Nil
	Poll	1058,371,304	100	Nil	Nil	Nil	Nil
	Total	1939,413,884	100	Nil	Nil	Nil	Nil
Item No. 4 of the Notice (As an Ordinary Resolution)	E-voting	881,042,580	99.99%	31,460	00.01%	Nil	Nil
	Poll	1058,371,304	100	Nil	Nil	Nil	Nil
	Total	1939,413,884	100	31,460	0.002%	Nil	Nil

All the Resolutions stands passed under E-voting and poll with the requisite majority.

I hereby confirm that I am maintaining the Registers received from the Service Provider both electronically and manually, in respect of the Votes cast through e-Voting and poll by the Shareholders of the Company. I shall be arranging to hand over these records to you or such other person authorized by you.

Thanking you

Yours faithfully,

For A.K. FRIENDS & CO.

Ashish Kumar Friends
Practising Company Secretary
C.P. No.-4056, Mem No.-FCS-5129

Place: New Delhi
Dated: 30/12/2014