



9<sup>th</sup> September, 2014

**Listing Department.**  
**National Stock Exchange of India Ltd.**  
Exchange Plaza, C-1, Block- G,  
Bandra Kurla Complex,  
Bandra (East) Mumbai-400 051.  
Fax No. 26598235/8237/8347.  
**Symbol: DELTACORP**

Dear Sirs,

**Sub: Declaration of Result of Postal Ballot**

With regard to the captioned matter, this is to inform you that the Company has on 9<sup>th</sup> September, 2014, by way of Postal Ballot, approved with requisite majority, the following Special Resolutions:-

1. Consent of the Company under Section 180(1)(c) of the Companies Act, 2013 and Rules made there under.
2. Consent of the Company under Section 180(1)(a) of the Companies Act, 2013 and Rules made there under.
3. Consent of the Company under Section 186 of the Companies Act, 2013 and Rules made there under.

A Copy of Scrutinizer Report is enclosed herewith for your information and record.

Thanking You.

Yours Faithfully,

**For Delta Corp Limited**

A handwritten signature in blue ink, appearing to read 'H Kanani', is written over the printed name.

**Hitesh Kanani**  
**General Manager- Company Secretary and Legal**  
Encl- As above

**Regd. Office :** 10, Kumar Place, 2408, General Thimayya Road, Pune – 411001.

|                          |                                |
|--------------------------|--------------------------------|
| Bayside Mall, 2nd Floor, | Phone : +91 22 4079 4700       |
| Tardeo Road, Haji Ali,   | Fax : +91 22 4079 4777         |
| Mumbai - 400 034.        | Email : secretarial@deltin.com |
| URL : www.deltacorp.in   | CIN : L65493PN1990PLC058817    |

**SCRUTINIZER'S REPORT**

**The Chairman**

**Delta Corp Limited**

10, Kumar Place, 2408, General  
Thimayya Road, Pune- 411 001

Dear Sir,

I, Ashish Kumar Jain, Proprietor of M/s A K Jain & Co., Company Secretaries of Mumbai, have been appointed as Scrutinizer by the Board of **Delta Corp Limited** to conduct the postal ballot of your Company pursuant to Section 110 of the Companies Act, 2013 "the Act" read with Rule 22 of the Companies (Management and Administration) Rules, 2014 for passing of the Special Resolutions proposed in the Postal Ballot Notice dated 28<sup>th</sup> July, 2014 (hereinafter referred to as '**The Postal Ballot Notice**').

I submit my report as under.

1. I have given my consent to act as Scrutinizer vide letter dated 25<sup>th</sup> July, 2014 and was appointed as Scrutinizer for Postal Ballot by a Resolution passed at the meeting of the Board of Directors held on 28<sup>th</sup> July, 2014. Further, at the aforesaid meeting Mr. Hitesh Kanani, Company Secretary of the Company, was made responsible for conducting the postal ballot process;
2. The Company has completed the dispatch of the postal ballot notice and postal ballot form along- with postage pre-paid business reply envelope by registered post and send email on 07<sup>th</sup> August, 2014 (as applicable) to its members whose names appeared in the Register of Members / Records of Depositories as on 01<sup>st</sup> August, 2014;
3. The Company has entered into agreement with Central Depository Services (India) Limited (CDSL) the authorized agency to provide e-voting facility to the Members, who were eligible to take part in the voting process.
4. The Postal Ballot Forms were kept under safe custody in sealed and tampered proof ballot boxes at the Corporate Office of the Company before commencing the scrutiny of such Postal Ballot Forms.
5. Particulars of all the Postal Ballot Forms received upto Saturday, the 06<sup>th</sup> September, 2014 till 5.30 pm (being last date of receipt of Postal Ballot Forms) were considered for scrutiny.
6. As per Rule 22(3) of the Companies (Management and Administration) Rules, 2014, an advertisement in regard to dispatch of Postal Ballot Notice to the members of the Company, was published by the Company in Times of India in English and Maharashtra Times in Marathi newspapers on 08<sup>th</sup> August, 2014.
7. The particulars of the e-voting done by the members of the Company during the period from 10.00 am on Saturday, the 09<sup>th</sup> August, 2014 till 5.30 pm on Saturday, the 06<sup>th</sup> September, 2014 by logging on [www.evotingindia.com](http://www.evotingindia.com), were considered for scrutiny.
8. Envelopes containing the Postal Ballot Forms returned undelivered were also not opened



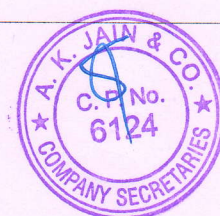
and they are kept separately.

9. I did not find any defaced or mutilated ballot papers.

10. Summary of the resolution-wise voting are given below:

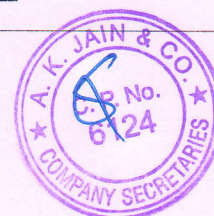
**Item No. 1 – Consent of the Company under Section 180(1)(c) of the Companies Act, 2013 and Rules made there under.**

| Sr. No.                                                                                                                                                                                          | Particulars                                                                | No. of Postal Ballot Forms | No. of Shares    | % of Total paid up equity capital | % of total votes polled |
|--------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|----------------------------------------------------------------------------|----------------------------|------------------|-----------------------------------|-------------------------|
|                                                                                                                                                                                                  | <b>Physical Mode:</b>                                                      |                            |                  |                                   |                         |
| A                                                                                                                                                                                                | Total Postal Ballot Forms received                                         | 406                        | 120329845        | 52.87                             | 93.95                   |
| B                                                                                                                                                                                                | Less: Invalid Postal Ballot forms                                          | 21                         | 10080            | 0.00                              | 0.00                    |
| C                                                                                                                                                                                                | Net Valid Postal Ballot in physical C=(A-B)                                | 385                        | 120319765        | 52.87                             | 93.95                   |
|                                                                                                                                                                                                  | <b>Electronic Mode:</b>                                                    |                            |                  |                                   |                         |
| D                                                                                                                                                                                                | Total Postal Ballot Forms received                                         | 70                         | 7753566          | 3.41                              | 6.05                    |
| E                                                                                                                                                                                                | Less: Invalid Postal Ballot forms                                          | 0                          | 0                | 0.00                              | 0.00                    |
| F                                                                                                                                                                                                | Net Valid Postal Ballot in Electronic F=(D-E)                              | 70                         | 7753566          | 3.41                              | 6.05                    |
|                                                                                                                                                                                                  | <b>Total Net Valid Postal Ballot in physical and electronic mode (C+F)</b> | <b>455</b>                 | <b>128073331</b> | <b>56.28</b>                      | <b>100.00</b>           |
| G                                                                                                                                                                                                | Postal Ballot Forms with Assent as Special Resolution – Physical           | 373                        | 120315621        | 52.87                             | 93.94                   |
| H                                                                                                                                                                                                | Postal Ballot Forms with Assent as Special Resolution – Electronic         | 62                         | 7750650          | 3.41                              | 6.05                    |
|                                                                                                                                                                                                  | <b>Total Postal Ballot with Assent (G+H)</b>                               | <b>435</b>                 | <b>128066271</b> | <b>56.27</b>                      | <b>99.99</b>            |
| I                                                                                                                                                                                                | Postal Ballot Forms with Dissent as Special Resolution – Physical          | 12                         | 4144             | 0.00                              | 0.00                    |
| J                                                                                                                                                                                                | Postal Ballot Forms with Dissent as Special Resolution – Electronic        | 8                          | 2916             | 0.00                              | 0.00                    |
|                                                                                                                                                                                                  | <b>Total Postal Ballot with DISSENT (J+I)</b>                              | <b>20</b>                  | <b>7060</b>      | <b>0.00</b>                       | <b>0.01</b>             |
| In brief, total votes polled for Special Resolution is 99.99% and total votes polled against Special Resolution is 0.01%. <b><u>Resolution No. 1 has been passed as a Special Resolution</u></b> |                                                                            |                            |                  |                                   |                         |



**Item No. 2 – Consent of the Company under Section 180(1)(a) of the Companies Act, 2013 and Rules made there under.**

| Sr. No.                                                                                                                                                                                          | Particulars                                                                | No. of Postal Ballot Forms | No. of Shares    | % of Total paid up equity capital | % of total votes polled |
|--------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|----------------------------------------------------------------------------|----------------------------|------------------|-----------------------------------|-------------------------|
|                                                                                                                                                                                                  | <b>Physical Mode:</b>                                                      |                            |                  |                                   |                         |
| A                                                                                                                                                                                                | Total Postal Ballot Forms received                                         | 406                        | 120329845        | 52.87                             | 93.95                   |
| B                                                                                                                                                                                                | Less: Invalid Postal Ballot forms                                          | 21                         | 10080            | 0.00                              | 0.00                    |
| C                                                                                                                                                                                                | Net Valid Postal Ballot in physical C=(A-B)                                | 385                        | 120319765        | 52.87                             | 93.95                   |
|                                                                                                                                                                                                  | <b>Electronic Mode:</b>                                                    |                            |                  |                                   |                         |
| D                                                                                                                                                                                                | Total Postal Ballot Forms received                                         | 70                         | 7753566          | 3.41                              | 6.05                    |
| E                                                                                                                                                                                                | Less: Invalid Postal Ballot forms                                          | 0                          | 0                | 0.00                              | 0.00                    |
| F                                                                                                                                                                                                | Net Valid Postal Ballot in Electronic F=(D-E)                              | 70                         | 7753566          | 3.41                              | 6.05                    |
|                                                                                                                                                                                                  | <b>Total Net Valid Postal Ballot in physical and electronic mode (C+F)</b> | <b>455</b>                 | <b>128073331</b> | <b>56.28</b>                      | <b>100.00</b>           |
| G                                                                                                                                                                                                | Postal Ballot Forms with Assent as Special Resolution – Physical           | 364                        | 120312776        | 52.87                             | 93.94                   |
| H                                                                                                                                                                                                | Postal Ballot Forms with Assent as Special Resolution – Electronic         | 63                         | 7751156          | 3.41                              | 6.05                    |
|                                                                                                                                                                                                  | <b>Total Postal Ballot with Assent (G+H)</b>                               | <b>427</b>                 | <b>128063932</b> | <b>56.27</b>                      | <b>99.99</b>            |
| I                                                                                                                                                                                                | Postal Ballot Forms with Dissent as Special Resolution – Physical          | 21                         | 6989             | 0.00                              | 0.01                    |
| J                                                                                                                                                                                                | Postal Ballot Forms with Dissent as Special Resolution – Electronic        | 7                          | 2410             | 0.00                              | 0.00                    |
|                                                                                                                                                                                                  | <b>Total Postal Ballot with DISSENT (J+I)</b>                              | <b>28</b>                  | <b>9399</b>      | <b>0.00</b>                       | <b>0.01</b>             |
| In brief, total votes polled for Special Resolution is 99.99% and total votes polled against Special Resolution is 0.01%. <b><u>Resolution No. 2 has been passed as a Special Resolution</u></b> |                                                                            |                            |                  |                                   |                         |



**Item No. 3 – Consent of the Company under Section 186 of the Companies Act, 2013 and Rules made there under.**

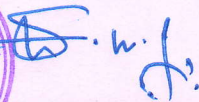
| Sr. No.                                                                                                                                                                                          | Particulars                                                                | No. of Postal Ballot Forms | No. of Shares    | % of Total paid up equity capital | % of total votes polled |
|--------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|----------------------------------------------------------------------------|----------------------------|------------------|-----------------------------------|-------------------------|
|                                                                                                                                                                                                  | <b>Physical Mode:</b>                                                      |                            |                  |                                   |                         |
| A                                                                                                                                                                                                | Total Postal Ballot Forms received                                         | 406                        | 120329845        | 52.87                             | 93.95                   |
| B                                                                                                                                                                                                | Less: Invalid Postal Ballot forms                                          | 21                         | 10080            | 0.00                              | 0.00                    |
| C                                                                                                                                                                                                | Net Valid Postal Ballot in physical C=(A-B)                                | 385                        | 120319765        | 52.87                             | 93.95                   |
|                                                                                                                                                                                                  | <b>Electronic Mode:</b>                                                    |                            |                  |                                   |                         |
| D                                                                                                                                                                                                | Total Postal Ballot Forms received                                         | 70                         | 7753566          | 3.41                              | 6.05                    |
| E                                                                                                                                                                                                | Less: Invalid Postal Ballot forms                                          | 0                          | 0                | 0.00                              | 0.00                    |
| F                                                                                                                                                                                                | Net Valid Postal Ballot in Electronic F=(D-E)                              | 70                         | 7753566          | 3.41                              | 6.05                    |
|                                                                                                                                                                                                  | <b>Total Net Valid Postal Ballot in physical and electronic mode (C+F)</b> | <b>455</b>                 | <b>128073331</b> | <b>56.28</b>                      | <b>100.00</b>           |
| G                                                                                                                                                                                                | Postal Ballot Forms with Assent as Special Resolution – Physical           | 360                        | 120116018        | 52.78                             | 93.79                   |
| H                                                                                                                                                                                                | Postal Ballot Forms with Assent as Special Resolution – Electronic         | 49                         | 4678387          | 2.06                              | 3.65                    |
|                                                                                                                                                                                                  | <b>Total Postal Ballot with Assent ( G+H)</b>                              | <b>409</b>                 | <b>124794405</b> | <b>54.84</b>                      | <b>97.44</b>            |
| I                                                                                                                                                                                                | Postal Ballot Forms with Dissent as Special Resolution – Physical          | 25                         | 203747           | 0.09                              | 0.16                    |
| J                                                                                                                                                                                                | Postal Ballot Forms with Dissent as Special Resolution – Electronic        | 21                         | 3075179          | 1.35                              | 2.40                    |
|                                                                                                                                                                                                  | <b>Total Postal Ballot with DISSENT (J+I)</b>                              | <b>46</b>                  | <b>3278926</b>   | <b>1.44</b>                       | <b>2.56</b>             |
| In brief, total votes polled for Special Resolution is 97.44% and total votes polled against Special Resolution is 2.56%. <b><u>Resolution No. 3 has been passed as a Special Resolution</u></b> |                                                                            |                            |                  |                                   |                         |



11. I have handed over the Postal Ballot Forms and other related papers/registers and records for the safe custody to Mr. Hitesh Kanani, Company Secretary of the Company authorized by the Board.
12. You may accordingly declare the result on the voting by Postal Ballot including eVoting.

Thanking You  
For A K Jain & Co.  
Company Secretaries



  
Ashish Kumar Jain  
Proprietor

Place: Mumbai  
Date: 09<sup>th</sup> September, 2014