

NUMERIC POWER SYSTEMS LIMITED



NUMERIC HOUSE, No.5, Sir P.S. Sivasamy Salai, Mylapore, Chennai - 600 004. India Ph +91-44-24993266 (10 Lines), Fax : +91-44-24998210

Ref: NPSL/NSE/048- 2011-12

March 22, 2012

National Stock Exchange of India Limited
Listing Department
Registered Office: "Exchange Plaza",
Bandra – Kurla Complex,
BANDRA (E),
MUMBAI – 400 051.

Scrip Code: NUMERICPW

Dear Sir / Madam,

Sub: Minutes of the proceedings the Extraordinary General Meeting of Numeric Power Systems Limited, held on 21.3.2012.

As required under Clause 31(d) of the Listing Agreement, we send herewith a copy of the proceedings relating to Extraordinary General Meeting of the Company of the Company held on 21.3.2012 at 4:00 pm at The Raintree Hotels, No.636, Anna Salai, Teynampet, Chennai – 600 035, for your information and record.

We kindly request you to receive and acknowledge receipt.

Thanking you,

Yours faithfully,
For Numeric Power Systems Limited


B Srinivasan
Company Secretary

Encl.: as above.





MINUTES OF THE EXTRAORDINARY GENERAL MEETING OF M/S NUMERIC POWER SYSTEMS LIMITED HELD ON WEDNESDAY THE 21ST MARCH 2012, AT 4:00 P.M. AT THE RAINTREE HOTELS, NO.636, ANNA SALAI, TEYNAMPET, CHENNAI - 600 035.

PRESENT:

Mr. V.M. Sivasubramaniam	Director
Mr. R. Chellappan	Managing Director
Mr. A. Balan	Director
Mr. K.V. Nachiappan	Director
Mr. N. Natarajan	Director
Mr. B.G. Giri	Director
Mr. R. Venkataraghavan	Director

Mr. B. Srinivasan Company Secretary

and 141 shareholders and 1 proxy.

At the outset the Company Secretary welcomed the Shareholders, the Managing Director and other Directors to the Extraordinary General Meeting of the Company, and he informed the shareholders that as Mr R. Veeramani, Chairman could not attend the Meeting, owing to his preoccupations abroad, the Board of Directors in the meeting held earlier this day had resolved that Mr. V.M. Sivasubramaniam, Director, be elected to be the Chairman of the Meeting.

1. Mr. V. M. Sivasubramaniam took the Chair.
2. NOTICE The Notice of the Meeting was taken as read.

3. CHAIRMAN'S ADDRESS:

The Chairman welcomed all the members present for the meeting and briefly explained the developments in the company ending with the proposal to sell the UPS division of the company as explained in detail in the explanatory note appended to Postal Ballot Notice mailed to all the members. He stated that the Postal Ballot voting process **concluded** on 15th March 2012 and that the results have already been communicated to the Statutory Authorities and also to all the members and the Public through Press releases which appeared on 17th March 2012. He mentioned that 99.91% of the shareholders who responded to the Postal Ballot gave their assent to the communicated resolution. He profusely thanked the members for this overwhelming affirmative response. He further informed the members that the agenda for the current EGM was only one - namely, the proposal to get the name of the Company changed consequent to sale of the UPS Business including the name of the Company and that after this part of the agenda is concluded, the members were welcome to raise other issues of interest and requested their co-operation. Thereafter he requested Mr. R Chellappan the Managing Director to address the gathering.

4. MANAGING DIRECTOR'S ADDRESS:

Mr R. Chellappan, the Managing Director explained in detail the changes and challenges in the Indian Electronics Industry, in particular the UPS industry, the global level consolidations taking place and the resultant challenging competitive business scenario that developed, which necessitated the Company to explore steps for taking advantage of and joining the Global level consolidation moves in order to exploit and take full advantage of the Global opportunities.

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For NUMERIC POWER SYSTEMS LIMITED

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B. Srinivasan

B. SRINIVASAN





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5. SPECIAL BUSINESS:

After these addresses, the Chairman requested the Company Secretary to read out the Resolutions mentioned in the EGM Notice to members. After these were read out by him, Mr. Mahendar M (Folio No.542) proposed and Mr. A C Sankaran (DP Id: IN303028, Client Id: 51469826) seconded that the following resolution to be adopted as a Special Resolution.

"Resolved that subject to the provisions of Section 21 of the Companies Act, 1956 and with effect only from date of consummation of the transfer of its uninterruptible power supply business undertaking in India to Indo Asian Electric Private Limited, the name of the Company be changed from "NUMERIC POWER SYSTEMS LIMITED" to "SWELECT ENERGY SYSTEMS LIMITED."

"Resolved further that the Name "NUMERIC POWER SYSTEMS LIMITED" wherever it occurs in the Memorandum and Articles of Association of the Company be substituted by the new Name "SWELECT ENERGY SYSTEMS LIMITED."

Thereafter the Chairman put to vote the moved resolution, by show of hands. All the members present assented to the Resolution with Nil dissent. The Chairman announced that the resolution has been adopted unanimously and thanked all the members present for this overwhelming concurrence with the proposed resolution.

6. OTHER MATTERS.

With the permission of the Chair certain points were raised by the members mostly seeking clarifications and also giving some suggestions. The clarifications needed were given and the Chairman assured that the suggestions made will be given adequate consideration at the appropriate times.

7. VOTE OF THANKS

The meeting concluded with the Vote of thanks by Mr. B Srinivasan, Company Secretary.

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For NUMERIC POWER SYSTEMS LIMITED

B. SRINIVASAN
Company Secretary

V.M. SIVASUBRAMANIAM
CHAIRMAN
21.03.2012