



Ref: NPSL/GEN2K10

November 18, 2010

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 Announcement of result of the Postal Ballot.

We enclose herewith the minutes of the Announcement of result of the Postal Ballot on Wednesday the 17th November 2010, with respect to alteration of the Memorandum of Association of the Company, as set out in the Postal Ballot Notice dated 18th September 2010, for your record.

Thanking you,

Yours truly,
For NUMERIC POWER SYSTEMS LIMITED

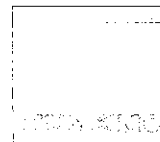

S. KRISHNAMURTHY
COMPANY SECRETARY &
COMPLIANCE OFFICER

Enc: as above



Registered & Corporate Office:

NUMERIC HOUSE, No.5, Sir P.S. Subramany Street, Adyar, Chennai - 600 004, India. Ph +91-44-24993266 (10 Lines), Fax: +91-44-24993210



POSTAL BALLOT RESULTS

Pursuant to Section 192A of the Companies Act, 1956 read with the Companies (Passing of the Resolution by Postal Ballot) Rules, 2001, the Company has conducted voting through Postal Ballot on the Special Resolution as set out in the notice dated 18th September 2010 and the results are as under:

Subject matter of the Special Resolution:

Item No.1 : Alteration of the Memorandum of Association of the Company by inclusion of Clauses 6,7,8,9 and 10 in the Main Objects (III)(A) of the Memorandum of Association of the Company.

Results:

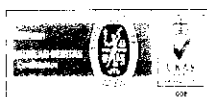
Particulars	No. of postal ballot forms	No. of shares	Percentage
(a) Total postal ballot forms received	407	6550258	100
(b) Less: Invalid postal ballot forms	11	4484	0.07
(c) Net valid postal ballot forms	396	6545774	99.93
(d) Postal ballot forms with assent for the Resolution	394	6545644	99.93
(e) Postal ballot forms with dissent for the Resolution	2	130	0

The above resolution has therefore been approved by the shareholders with the requisite majority.

For and on behalf of the Board


 R. Veeramani
 Chairman

Place: Chennai
Date: 17.11.2010



NUMERIC POWER SYSTEMS LIMITED

Minutes of the

Announcement of result of the Postal Ballot

on Wednesday the 17th November 2010, at 5:00 pm, at the Registered Office of the Company at 'Numeric House' No.5, Sir P.S. Sivasamy Salai, Mylapore, Chennai – 600 004.

The Postal Ballot Notice dated 18th September 2010, issued pursuant to Section 192A(2) of the Companies Act, 1956, for passing the following Special Resolution by postal ballot, was dispatched to the Members of the Company on 14th October 2010.

The Board of Directors at its meeting held on 18th September 2010, had appointed Mr. S. Annadurai, Retired Commercial Banker, as Scrutinizer to receive and scrutinize the completed ballot forms received from the Members and for conducting the Postal Ballot process in a fair and transparent manner. The Postal Ballot Forms and the self-addressed business reply envelopes were also sent for use of Members. The shareholders were requested to return the postal ballot forms duly completed along with the assent (for) or dissent (against), so as to reach the scrutinizer on or before 15th November 2010.

After due scrutiny of all the postal ballot forms received by Mr. S. Annadurai up to the close of working hours of 15th November 2010, being the last date fixed for return of the Postal Ballot forms duly filled in by the Members, Mr. S. Annadurai submitted his report to Mr. R. Veeramani, Chairman of the Company.

The Chairman after receiving the Scrutinizer's Report announced that the following Special Resolution in the Postal Ballot Notice dated 18th September 2010, was duly passed with the requisite majority and directed that the resolution is to be recorded in the minute book recording the proceedings of general meetings of the members.

The special resolution duly approved by the members is as under:

Item No. 1

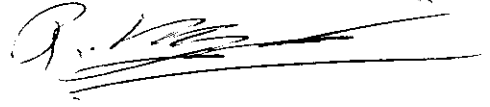
Alteration of the Memorandum of Association of the Company by inclusion of Clauses 6,7,8,9 and 10 in the Main Objects (III)(A) of the Memorandum of Association of the Company.

RESOLVED THAT in accordance with the provisions of Section 17 and all other applicable provisions, if any, of the Companies Act, 1956, the Memorandum of Association of the Company be altered by inclusion of Clauses 6,7,8,9 and 10 in the Main Objects (III)(A) of the Memorandum of Association of the Company, as under:

6. To Design, Develop, Undertake the jobs of Engineering, Procurement, Commissioning , Operation and Maintenance of Renewable Energy based power generating systems/Power Plants including and not limiting to Wind Energy, Solar Photovoltaic (SPV), Solar Thermal, Solar Energy farms using SPV technology, Bio-Thermal and all other forms of Renewable Energy generation and marketing of energy to authorized power transmission and distribution companies including the State Electricity Boards and Power Grid anywhere in India and abroad using Indigenous and Imported Technology.
7. To Design, Develop, Manufacture, Supply, Install, Operate and Maintain Solar Cells, Solar Modules and panels suitable for Renewable Energy power generation using Indigenous and Imported Technology.
8. To Design, Develop, Manufacture, Supply, Install, Operate and Maintain wind energy generators and Integration of Wind, Solar, Tidal, Bio-mass energy and any other form of renewable/non-conventional energy generation systems using Indigenous and Imported Technology.



9. To Design, Develop, Manufacture, Supply, Install, Operate and Maintain Invertors for Solar and all forms of renewable energy including solar charge controllers of all types, junction boxes, power handling devices, mechanical structures, cable connectors and all other devices involved in the renewable production, conversion and Supply to various Grids using Indigenous and Imported Technology.
10. To Design, Develop, Manufacture, Supply, Install, Operate and Maintain Diesel Generators, Sound proofed Gen-sets, Control panels, canopies and accessories, Compressor and components including machined components for Diesel and Wind Generators, Machined components for Automotive, Mining, Construction Engineering, Earthmoving equipments, Lighting Fixtures, LED Lighting Fixtures, Precision Die Castings, Emergency lighting, Power Supplies, Aluminium extrusions.



Place: Chennai
Date : 17th November 2010

R. Veeramani
Chairman