



## TECPRO SYSTEMS LIMITED

Tecpro House  
78, Sector-34, National Highway-8  
Gurgaon-122004 (Haryana) INDIA  
Tel : +91-124-4880100  
Fax : +91-124-4880110  
E-mail : [tecprodel@tecprosystems.com](mailto:tecprodel@tecprosystems.com)  
Website : [www.tecprosystems.com](http://www.tecprosystems.com)

Tuesday, the 1st October, 2013

The National Stock Exchange of India Limited  
Exchange Plaza, 5th Floor,  
Plot No. C/1, G Block,  
Bandra Kurla Complex, Bandra (E)  
Mumbai-400 051

**Ref.: Scrip Code: TECPRO**

**Subject: Intimation under clause 35A of the Listing Agreement**

Dear Madam/Sir,

This is to inform you that the 23<sup>rd</sup> Annual General Meeting of the Company was convened on Monday, the 30<sup>th</sup> September, 2013. In respect of the same a disclosure prescribed under clause 35A of the Listing Agreement is enclosed.

This is for your information and records please.

Thanking you

Yours truly  
For Tecpro Systems Limited



Pankaj Tandon  
General Manager (Corp. Affairs) &  
Company Secretary



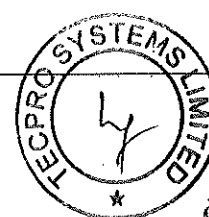
Enclosed: as above

**TECPRO SYSTEMS LIMITED**

**(Scrip Code: TECPRO)**

**Disclosure of voting results by listed entities in terms to Clause 35A of the Listing Agreement**

|                                                                                                                                                                                                        |                    |
|--------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|--------------------|
| Date of the AGM/EGM:                                                                                                                                                                                   | 30 September, 2013 |
| Total number of shareholders on record date                                                                                                                                                            | 26,838             |
| <b>No. of shareholders present in the meeting either in person or through proxy:</b>                                                                                                                   | <b>154</b>         |
| Promoters and Promoter Group:                                                                                                                                                                          | 9                  |
| Public:                                                                                                                                                                                                | 145                |
| <b>No. of Shareholders attended the meeting through Video Conferencing:</b>                                                                                                                            | <b>Nil</b>         |
| Promoters and Promoter Group:                                                                                                                                                                          |                    |
| Public:                                                                                                                                                                                                |                    |
| Agenda-wise :-                                                                                                                                                                                         |                    |
| Details of the Agenda:                                                                                                                                                                                 |                    |
| <b>Resolution No. 1:</b>                                                                                                                                                                               |                    |
| To receive, consider and adopt the Audited Balance Sheet as at 31 March, 2013, the Statement of Profit and Loss for the year ended on that date and the reports of the Directors and Auditors thereon. |                    |
| Resolution required: (Ordinary/Special)                                                                                                                                                                |                    |
| Mode of voting: (Show of hands/Poll/Postal ballot/E-voting)                                                                                                                                            |                    |
| <b>Resolution No. 2:</b>                                                                                                                                                                               |                    |
| To appoint a Director in place of Mr. Aditya Gabrani, who retires by rotation and being eligible, offers himself for re-appointment.                                                                   |                    |
| Mr. Aditya Gabrani resigned from the post of Whole-time Director w.e.f. 30 September, 2013 and the members accepted and took note of the same.                                                         |                    |
| Resolution required: (Ordinary/Special)                                                                                                                                                                |                    |
| Mode of voting: (Show of hands/Poll/Postal ballot/E-voting)                                                                                                                                            |                    |



**Resolution No. 3:**

To appoint a Director in place of Mr. Anunay Kumar, who retires by rotation and being eligible, offers himself for re-appointment.

Resolution required: (Ordinary/Special)

Mode of voting: (Show of hands/~~Poll~~/~~Postal ballot~~/~~E-voting~~)

**Resolution No. 4:**

To appoint a Director in place of Mr. Satvinder Jeet Singh Sodhi, who retires by rotation and being eligible, offers himself for re-appointment.

Resolution required: (Ordinary/Special)

Mode of voting: (Show of hands/~~Poll~~/~~Postal ballot~~/~~E-voting~~)

**Resolution No. 5:**

To re-appoint M/s B S R & Co., Chartered Accountants, as Statutory Auditors of the Company, to hold office from the conclusion of this meeting until the conclusion of the next Annual General Meeting and to fix their remuneration.

Resolution required: (Ordinary/Special)

Mode of voting: (Show of hands/~~Poll~~/~~Postal ballot~~/~~E-voting~~)

**Resolution No. 6:**

To re-appoint Mr. Amar Banerjee as a Whole-time Director.

Resolution required: (Ordinary/Special)

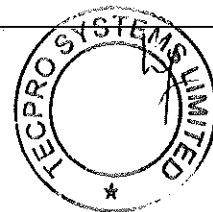
Mode of voting: (Show of hands/~~Poll~~/~~Postal ballot~~/~~E-voting~~)

**Resolution No. 7:**

Alteration of the Capital Clause of the Memorandum of Association of the Company.

Resolution required: (Ordinary/Special)

Mode of voting: (Show of hands/~~Poll~~/~~Postal ballot~~/~~E-voting~~)



In case of Poll/Postal ballot/E-voting: N.A. for all resolutions

| Promoter/Public              | No. of shares held | No. of votes polled | % of Votes Polled on outstanding shares | No. of Votes – in favour | No. of Votes – against | % of Votes in favour on votes polled | % of Votes against on votes polled |
|------------------------------|--------------------|---------------------|-----------------------------------------|--------------------------|------------------------|--------------------------------------|------------------------------------|
|                              | (1)                | (2)                 | (3)=[(2)/(1)]*100                       | (4)                      | (5)                    | (6)=[(4)/(2)]*100                    | (7)=[(5)/(2)]*100                  |
| Promoter and Promoter Group  | --                 | --                  | --                                      | --                       | --                     | --                                   | --                                 |
| Public Institutional holders | --                 | --                  | --                                      | --                       | --                     | --                                   | --                                 |
| Public-Others                | --                 | --                  | --                                      | --                       | --                     | --                                   | --                                 |
| Total                        | --                 | --                  | --                                      | --                       | --                     | --                                   | --                                 |

