



AGC Networks Ltd
Equinox Business Park, Tower - 1
(Peninsula Techno Park)
Off Bandra Kurla Complex,
LBS Marg, Kurla West
Mumbai - 400070
India
: +91 22 6661 7272
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RESULT OF POSTAL BALLOT

Pursuant to the Provisions of Section 110 of the Companies Act, 2013 read with Rule 22 of The Companies (Management and Administration) Rules, 2014, the approval of the Shareholders was sought by Postal Ballot by way of Special Resolutions for authorizing the Board for the following matters.

- (i) increase Authorized Share Capital under Section 13 and 61 of the Companies Act, 2013
- (ii) issue 1% Non Cumulative Non Convertible Redeemable Preference Shares of Rs. 100 each.
- (iii) authorize the borrowings under Section 180(1)(c) of the Companies Act, 2013
- (iv) create charge under Section 180(1)(a) of the Companies Act, 2013

The last date for receipt of the Postal Ballot Forms duly completed by the Members was Monday, 14th July, 2014 and the voting rights were reckoned as on 30th May, 2014.

Registered Office : Equinox Business Park, Tower 1 (Peninsula Techno Park) Off. Bandra Kurla Complex, LBS Marg, Kurla West, Mumbai - 400 070. India

An **ESSAR** Enterprise

CIN L32200MH1986PLC040652

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Dr. S. K. Jain, Practicing Company Secretary was appointed as Scrutinizer for conducting the Postal Ballot process in a fair and transparent manner. The Postal Ballots were duly scrutinized by the Scrutinizer and the Report dated 15th July, 2014 was submitted by him. Based on the said Report of the Scrutinizer, the Result of the Postal Ballots is declared as under:

Particulars	Special Resolution under Section 13 and 61 of the Companies Act, 2013			Special resolution under section 55 of the Companies act, 2013.			Special resolution under section 180(1)(c) of the Companies act, 2013			Special resolution under section 180(1)(a) of the Companies act, 2013.		
	Promoter and Promoter Groups	Public	Total	Promoter and Promoter Groups	Public	Total	Promoter and Promoter Groups	Public	Total	Promoter and Promoter Groups	Public	Total
Total No. of Postal Ballot Forms sent through Registered Post and through E-mail	1	11192	11193	1	11192	11193	1	11192	11193	1	11192	11193
1. Postal Ballot												

Form												
No. of Valid Postal Ballot Form received	1	214	215	1	212	213	1	210	211	1	209	210
No. of Invalid Postal Ballot Form received	0	38	38	0	40	40	0	42	42	0	43	43
No. of valid votes polled	21349848	70805	21420653	21349848	70105	21419953	21349848	69855	21419703	21349848	69850	21419698
No. of invalid votes polled	0	8376	8376	0	9076	9076	0	9326	9326	0	9331	9331

No. of valid votes in favour of Resolution	21349848	69789	21419637	21349848	68833	21418681	21349848	48651	21398499	21349848	48476	21398324
No. of valid votes against of Resolution	0	1016	1016	0	1272	1272	0	21204	21204	0	21374	21374
2. E-Voting												
Valid E-votes received in number	0	16	16	0	16	16	0	15	15	0	15	15
E-Voting in favour of the Resolution	0	6213	6213	0	5691	5691	0	5385	5385	0	4663	4663
E-Voting against of the	0	2800	2800	0	3322	3322	0	3000	3000	0	3822	3822

Resolution												
3. Conclusion												
Total No. of Shares held in the Company	21349848	7116616	28466464	21349848	7116616	28466464	21349848	7116616	28466464	21349848	7116616	28466464
No. of valid votes polled through Postal Ballot Forms and E-Voting	21349848	79818	21429666	21349848	79118	21428966	21349848	78240	21428088	21349848	78335	21428183
No. of valid votes in favour of Resolution through	21349848	76002	21425850	21349848	74524	21424372	21349848	54036	21403884	21349848	53139	21404987

Postal Ballot Forms and E-Voting												
No. of valid votes in against of Resolution through Postal Ballot Forms and E-Voting	0	3816	3816	0	4594	4594	0	24204	24204	0	25196	25196
% of votes in favour on valid votes polled	100%	95.22%	99.98%	100%	94.19%	99.98%	100%	69.06%	99.89%	100%	67.84%	99.89%
% of votes against on valid votes	0	4.78%	0.02%	0	5.81%	0.02%	0	30.94%	0.11%	0	32.16%	0.12%

polled												
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On the basis of the Report submitted by the Scrutinizer, I, Sujay Sheth, Chairman of the Company hereby declare that the above said Special Resolutions have been duly passed by requisite majority.

PLACE: MUMBAI

For **AGC Networks Limited**

DATE: 15th July, 2014



Sujay Sheth
Chairman