

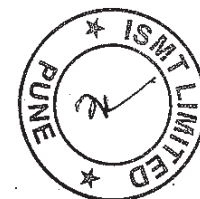
Sr. No	Particulars	Details
1	Date of the AGM/EGM:	Not applicable (Resolutions passed through Postal Ballot and e-voting)
2	Total number of shareholders on record date :	128,163 equity shareholders as on February 13, 2015
3	No of shareholders present in the meeting either in person or through proxy :	Not applicable (Resolutions passed through Postal Ballot and e-voting)
4	No of shareholders attended the meeting through video conferencing:	Not applicable (Resolutions passed through Postal Ballot and e-voting)
5	Details of the Agenda	As detailed in the Notice of Postal Ballot dated February 12, 2015.
6	Resolution required	Special Resolutions
7	Mode of voting	Postal Ballot and e-voting

Resolution 1- Special Resolution for creating charge etc. on Company's properties under Section 180(1)(a) of the Companies Act, 2013.

Promoter/Public	No. of members voted	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)] *100	% of Votes against on votes polled (7)=[(5)/(2)] *100
Promoter and Promoter Group	20	75786485	70746148	93.34	70746148	0	100.00	0.00
Public – Institutional holders	0	6811014	0	0.00	0	0	0.00	0.00
Public-Others	132	63903884	6147639	9.62	6144758	2881	99.95	0.04
Total	152	146501383	76893787	52.48	76890906	2881	99.99	0.00

Resolution 2-Special Resolution for grant of loan(s)/ guarantee(s)/ security (ies) and make investment under Section 186 of the Companies Act, 2013.

Promoter/Public	No. of members voted	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)] *100	% of Votes against on votes polled (7)=[(5)/(2)] *100
Promoter and Promoter Group	20	75786485	70746148	93.34	70746148	0	100.00	0.00
Public – Institutional holders	0	6811014	0	0.00	0	0	0.00	0.00
Public-Others	132	63903884	6147639	9.62	6144756	2883	99.95	0.04
Total	152	146501383	76893787	52.48	76890904	2883	99.99	0.00



Resolution 3-Special Resolution for appointment & remuneration of Mr. B.R. Taneja as a Managing Director of the Company with effect from December 1, 2014 to November 30, 2016.

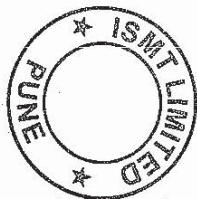
Promoter/Public	No. of members voted	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	20	75786485	70746148	93.34	70746148	0	100.00	0.00
Public – Institutional holders	0	6811014	0	0.00	0	0	0.00	0.00
Public-Others	132	63903884	6147639	9.62	6144656	2983	99.95	0.04
Total	152	146501383	76893787	52.48	76890804	2983	99.99	0.00

All above resolutions were passed with requisite majority.

For ISMT Limited



Nilesh Jain
Company Secretary



Scrutinizer(s) Report

**[Pursuant to Section 110 of the Companies Act, 2013 and Rule 20 and 22 of the Companies
(Management and Administration) Rules, 2014]**


To,
The Chairman
ISMT Limited

Dear Sir,

I, Milind Kasodekar, Partner, MRM Associates, Company Secretaries, having its office at 77, Vijay Nagar Colony 2147, Sadashiv Peth Pune 411030, have been appointed as scrutinizer of ISMT Limited ("the company") having its Registered Office Address at Lunkad Towers, Viman Nagar, Pune 411014 for the purpose of scrutinizing the postal ballot through e- voting process and ballot process in a fair and transparent manner & ascertaining the requisite majority on e- voting and ballot process carried out as per the provisions of section 110 of the Companies Act, 2013 read with Rule 20 and 22 of the Companies (Management and Administration) Rules, 2014 on below mentioned resolution(s), appended proposed to be passed by electronic voting and postal ballot process. We submit our report as under:

1. The e-voting period remained open from 27th February, 2015 to 28th March, 2015 (Both days inclusive).
2. The shareholders holding shares as on the "cut off" date i.e 13th February, 2015 were entitled to vote through either by e-voting or by means of postal ballot on the proposed resolutions (item no. 1 to 3) as set out in the Notice of the Postal Ballot.
3. The votes for e-voting process were unblocked on 28th day of March, 2015 around 05:00 P.M in the presence of two witnesses, Ms. Meenal Khare and Ms. Varsha Bhujbal who are not in the employment of the company.


MEENAL KHARE


VARSHA BHUJBAL



Thereafter, the details containing, inter-alia, list of equity shareholders, who voted "for" and "Against", were downloaded from the e-voting website of Central Depository Services Limited (CDSL).

4. Further, 70 (Seventy) shareholders voted through ballot process.
5. The result of the e-voting as well as ballot process is as under:

a) Resolution 1 – Special Resolution for creating charge etc. on Company's properties under Section 180(1)(a) of the Companies Act, 2013

(i) Voted **in favour** of the resolution:

Type of Voting	Number of members voted	Number of votes cast in favour of resolution	% of total number of valid votes cast
E-Voting	89	7,68,75,768	-----
Ballot	55	15,138	-----
TOTAL	144	7,68,90,906	99.996

(ii) Voted **against** the resolution:

Type of Voting	Number of members voted	Number of votes cast in against of resolution	% of total number of valid votes cast
E-Voting	3	2025	-----
Ballot	5	856	-----
TOTAL	8	2881	0.004

(iii) Invalid votes:

Type of Voting	Total number of members whose votes were declared invalid	Total number of votes cast by them
E-Voting	NIL	NA
Ballot	10	881



b) Resolution 2 – **Special Resolution for grant of loan(s)/ guarantee(s)/ security (ies) and make investment under Section 186 of the Companies Act, 2013**

(i) Voted **in favour** of the resolution:

Type of Voting	Number of members voted	Number of votes cast in favour of resolution	% of total number of valid votes cast
E-Voting	88	7,68,75,766	-----
Ballot	55	15,138	-----
TOTAL	143	76,890,904	99.996

(ii) Voted **against** the resolution:

Type of Voting	Number of members voted	Number of votes cast in against of resolution	% of total number of valid votes cast
E-Voting	4	2027	-----
Ballot	5	856	-----
TOTAL	9	2,883	0.004

(iii) Invalid votes:

Type of Voting	Total number of members whose votes were declared invalid	Total number of votes cast by them
E-Voting	NIL	NA
Ballot	10	881

c) Resolution 3 – **Special Resolution for Appointment and remuneration of Mr. B.R. Taneja as a Managing Director of the company with effect from December 01, 2014 to November 30,2016**

(i) Voted **in favour** of the resolution:

Type of Voting	Number of members voted	Number of votes cast in favour of resolution	% of total number of valid votes cast
E-Voting	87	7,68,75,666	-----
Ballot	55	15,138	-----
TOTAL	142	76,890,804	99.996



(ii) Voted **against** the resolution:

Type of Voting	Number of members voted	Number of votes cast in against of resolution	% of total number of valid votes cast
E-Voting	5	2127	-----
Ballot	5	856	-----
TOTAL	10	2,983	0.004

(iii) Invalid votes:

Type of Voting	Total number of members whose votes were declared invalid	Total number of votes cast by them
E-Voting	NIL	NA
Ballot	10	881

Thanking you,
Yours faithfully,



CS Milind Kasodekar
Scrutinizer
Place: Pune.
Date: 31.03.2015

