



**Voting Results**

**Extraordinary General Meeting of Dynamatic Technologies Limited held on October 11, 2014**

The Company held its Extraordinary General Meeting (EGM) on October 11, 2014 at 10:00 (ten) AM IST at the Registered Office of the Company at Dynamatic Park, Peenya, Bangalore – 560 058 to transact the business as set out in the EGM notice dated September 13, 2014. The members of the Company transacted the business by E-Voting, Postal and voting at the EGM venue.

The proposal mooted to the Members at the EGM has been duly approved by requisite majority.

The complete consolidated results of the votes cast by the Members through e-voting, ballot method and voting at the EGM venue have been detailed in the enclosed 'Annexure-1'. The scrutiners' report is enclosed as 'Annexure -2' and the results of votes casted at the EGM have been made part of 'Annexure-3'

for Dynamatic Technologies Limited

Naveen Chandra .P

DGM – Head Legal, Compliance & Company Secretary

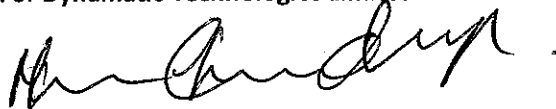
Encl: as above

## ANNEXURE - 1

Resolution Particulars	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) Issue of Further Securities through Qualified Institutions Placement (Special Resolution)	Promoter & Promoter Group	32,47,245	32,47,245	100.00	32,47,245	0	100	0
	Public – Institutional holders	11,16,779	18,900	1.69	18,900	0	100	0
	Public – Others	16,77,419	4,526	0.27	4,526	0	100	0
	<b>Total</b>	<b>60,41,443</b>	<b>32,70,671</b>	<b>54.14</b>	<b>32,70,671</b>	<b>0</b>	<b>100</b>	<b>0</b>

**NOTE: The above resolution has been duly passed with requisite majority.**

For Dynamatic Technologies Limited



Naveen Chandra .P

DGM – Head Legal, Compliance & Company Secretary

**R. Vijayakumar** B.Com, LL.B, FCS.,  
Company Secretary in Practice



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08 October, 2014

The Chairman  
Dynamatic Technologies Limited  
Dynamatic Park, Peenya  
Bangalore – 560 058

Dear Sir,

Sub: Scrutinizer's Report on e-voting conducted pursuant to the provisions of Section 108 of the Companies Act, 2013 ("the Act, 2013") read with Rule 20 of the Companies (Management and Administration) Rules, 2014 and the physical ballot forms received from the shareholders who do not have access to e-voting, in terms of clause 35B of the Listing Agreement

I, R. Vijayakumar, Practising Company Secretary, had been appointed as the Scrutinizer by the Finance Committee of Board of Directors of Dynamatic Technologies Limited ("DTL" or the "Company"), vide resolution dated 13<sup>th</sup> September, 2014 pursuant to Section 108 of the Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 to conduct the electronic voting process and to scrutinize the physical ballot forms received from the Shareholders in respect of the below mentioned resolution to be passed at the Extra-Ordinary General Meeting ("EGM") of the Company to be held on Saturday, 11<sup>th</sup> October, 2014.

The Notice dated 13<sup>th</sup> September, 2014 convening EGM of the Company along with Statement setting out material facts under Section 102 of the Act, 2013 were sent to Shareholders in respect of the below mentioned resolution to be passed at the said EGM of the Company to be held on Saturday, 11<sup>th</sup> October, 2014.

The Company has availed the e-voting facility offered by Karvy Computershare Private Limited ("Karvy") for conducting e-voting by the Shareholders of the Company. The Company has also provided voting by physical ballot forms to the members who do not have access to e-voting facility.

The shareholders of the Company holding shares as on the "cut-off" date of 13<sup>th</sup> September, 2014, were entitled to vote on the proposed resolution as set out at Item No. 1 in the Notice of the EGM of DTL. The voting period for e-voting commenced on Wednesday, 1<sup>st</sup> October, 2014 at 09:00 hours and ended on Friday, 3<sup>rd</sup> October, 2014, 17:00 hours and the Karvy e-voting platform was blocked thereafter in the presence of two witnesses, who were / are not in the employment of the Company. Votes cast through Physical ballot forms, received upto 3<sup>rd</sup> October, 2014, 17:00 hours, have also been taken into consideration while arriving at the total voting results. The witnesses have signed below in confirmation of the votes being unlocked in their presence.

(ARJUN N.A)

(MANISH KUMAR)



## Continuation Sheet

I have scrutinized and reviewed the voting through electronic means and physical ballot mode and votes tendered therein based on the data downloaded from the Karvy, e-voting system and the ballot forms received respectively.

I now submit my Report as under on the result of the voting through electronic means and physical ballot mode in respect of the said Resolution.

### 1) Resolution No.1 – Issue of Further Securities through Qualified Institutions Placement

#### (i) Voted in favour of the resolution

Particulars (E-Voting / Physical Ballot Mode)	No. of members voted	No. of Votes cast (Shares)	% of total number of valid votes cast
E-Voting	0	0	0
Physical	12	2966917	100
<b>Total</b>	<b>12</b>	<b>2966917</b>	<b>100</b>

#### (ii) Voted against the resolution

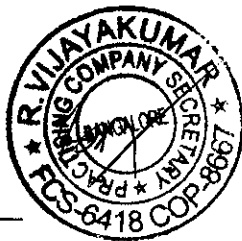
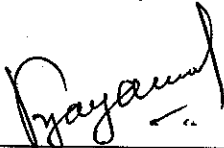
Particulars (E-Voting / Physical Ballot Mode)	No. of members voted	No. of Votes cast (Shares)	% of total number of valid votes cast
E-Voting		NIL	
Physical			
<b>Total</b>			

#### (iii) Invalid Votes

Particulars (E-Voting / Physical Ballot Mode)	Total No. of members whose votes were declared invalid	Total number of votes cast
E-Voting		NIL
Physical		
<b>Total</b>		

Thanking you,

Yours faithfully,



R. Vijayakumar

Practising Company Secretary

FCS – 6418; COP – 8667

Place : Bangalore

Date : 08 October, 2014

**R. Vijayakumar** B.Com, LL.B, FCS.,  
Company Secretary in Practice



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**FORM No. MGT-13**

**Report of Scrutinizer(s)**

*[Pursuant to rule section 109 of the Companies Act, 2013 and rule 21(2) of the Companies  
(Management and Administration) Rules, 2014]*

To

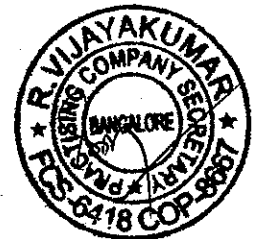
The Chairman

Extraordinary General Meeting of the Equity Shareholders of Dynamatic Technologies Limited held on Saturday, the 11<sup>th</sup> (Eleventh) day of October, 2014 (Two Thousand and Fourteen) at 10:00 (ten) AM IST at the Registered Office of the Company at Dynamatic Park, Peenya, Bangalore – 560 058.

Dear Sir,

I, R. Vijayakumar, Practising Company Secretary, appointed as Scrutinizer for the purpose of the poll taken on the below mentioned resolution, at the Extraordinary General Meeting of the Equity Shareholders of Dynamatic Technologies Limited, held on Saturday, 11<sup>th</sup> (Eleventh) day of October 2014 (Two Thousand and Fourteen) at 10:00 (Ten) AM IST at the Registered Office of the Company at Dynamatic Park, Peenya, Bangalore – 560 058, submit my report as under:

1. After the time fixed for closing of the poll by the Chairman, two ballot boxes kept for polling were locked in my presence with due identification marks placed by me.
2. The locked ballot boxes were subsequently opened in my presence and poll papers were diligently scrutinized. The poll papers were reconciled with the records maintained by the Company / Registrar and Transfer Agents of the Company and the authorizations / proxies lodged with the Company.
3. The poll papers, which were incomplete and/or which were otherwise found defective have been treated as invalid and kept separately.



4. The result of the Poll is as under:

1) **Resolution No.1 :**

Issue of Further Securities through Qualified Institutions Placement

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

Number of members present and voting (in person and proxy)	Number of Votes cast by them	% of total number of valid votes cast
32	303754	100

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

Number of members present and voting (in person and proxy)	Number of Votes cast by them	% of total number of valid votes cast
Nil	Nil	0.00%

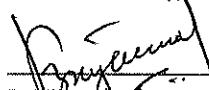
(iii) **Invalid** Votes:

Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
5	56

5. A Compact Disc (CD) containing a list of equity shareholders who voted "FOR", "AGAINST" and those whose votes were declared invalid for each resolution is enclosed.

6. The poll papers and all other relevant records were sealed and handed over to the Company Secretary authorized by the Board for safe keeping.

Thanking you,  
Yours faithfully,

  
R. Vijayakumar



Practising Company Secretary

FCS – 6418; COP – 8667

Place : Bangalore

Date : 11 October 2014