



To,

Date: 30.09.2015

BSE Limited  
P. J. Towers, Dalal Street  
Mumbai - 400 001

Dear Sir/ Madam,  
Sub: Outcome of 15<sup>th</sup> Annual General Meeting.  
Unit: Infronics Systems Limited  
Ref: Clause 31 (d) of the Listing Agreement

With reference to the subject cited, this is to inform the Exchange that at the 15<sup>th</sup> Annual General Meeting of M/s. Infronics Systems Limited held on 30.09.2015 at 10.00 A.M. at Plot No. 16, 1st Floor, Srila Realty Layout, Madinaguda, Miyapur, Serilingampally Mandal, Hyderabad - 500049, the following items were considered and duly approved by the shareholders of the Company:

1. The audited Balance sheet of the Company as at 31<sup>st</sup> March 2015, the Statement of Profit & Loss for the year ended as on that date and the report of the Directors' and Auditors' there on.
2. Mr. K. Sambasiva Rao who retires by rotation and not opted for reappointment
3. Appointment of M/s M. M. Reddy & Co, Chartered Accountants as the Statutory Auditors of the Company.
4. Appointment of Mrs. N. Satyavathi as an Independent director of the company
5. Appointment of Mr. M. Madhusudan Raju as a Managing Director of the company
6. Amendment of Articles of Association of the Company
7. Consolidation of two equity shares of Rs. 5/- each into one equity share of Rs. 10/-each
8. Amendment of the Memorandum of Association of the company

Please find enclosed the scrutinizers report for the same.

Thanking you.

Yours faithfully,  
For Infronics Systems Limited

M Madhusudan Raju  
Managing Director  
DIN: 00471678







## Vivek Surana & Associates

Practicing Company Secretaries

6-3-354/13/A1, First Floor, Suryateja Apts.,  
Hindi Nagar, Panjagutta, Hyderabad - 500 034.  
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### SCRUTINIZER'S REPORT

To

The Chairman

M/s. Infronics Systems Limited

Plot No. 16, 1st Floor, Srila Realty Layout,

Madinaguda, Miyapur,

Serilingampally Mandal,

Hyderabad – 500049

Dear Sir/Madam,

1. The Board of Directors of the Company at its meeting held on 14.08.2015 has appointed me as a Scrutinizer for conducting the E-voting process for passing of resolutions as mentioned in the Notice of the Annual General Meeting dated 14.08.2015 which are reproduced below:

Sl. No	Resol ution No.	Particulars of the Resolutions
1.	1	Approval of financial statements and the reports thereon for the year ended 31.03.2015.
2.	2	Mr. K. Sambasiva Rao who retires by rotation and not opted for reappointment.
3.	3	Appointment of M/s. M M Reddy & Co. as the Statutory Auditors of the company
4.	4	Appointment of Mrs. N. Satyavathi as an Independent Director of the company
5.	5	Appointment of Mr. M. Madhusudan Raju as Managing Director of the company
6.	6	Amendment of Articles of Association of the Company
7.	7	To consolidate two Equity Shares of Rs. 5/- each into one Equity Share of Rs. 10/-each
8.	8	Amendment to Clause V of the Memorandum of Association of the company

2. I submit my report as under:

2.1 The company has completed on 05.09.2015 the dispatch of annual reports to its members whose name(s) appeared on the Register of Members / List of Beneficiaries as on 04.09.2015.

2.2 The e-voting commenced from 27.09.2015 at 9.00 A.M. and ended on 29.09.2015 at 5.00.P.M.





2.3 I have downloaded the data of e-voting after the E-voting module was disabled by the Central Depository Services (India) Limited on 30<sup>th</sup> September, 2015.

2.4 The votes were unblocked on 30<sup>th</sup> September, 2015 at 10.00 A.M. in presence of two (2) witnesses not in the employment of the Company.

2.5 The e-voting data was scrutinized by me for verification of votes cast in favour and against the Resolution.

3. The summary of the votes received under e-voting process is given below:-

**Resolutions 1 to 8:**

Sr. No.	Particulars	No. of ballots	No. of Shares	% to the total shares representing valid votes
(a)	Total E-Voting options received.	13	404	100%
	<b>Total</b>	<b>13</b>	<b>404</b>	<b>100%</b>
(b)	Less: Invalid votes through e - voting	0	0	Nil
(c)	Net e-Voting options	13	404	100%
	<b>Total</b>	<b>13</b>	<b>404</b>	<b>100%</b>
(d)	E-voting options with assent for the resolution.	13	404	100%
	<b>Total</b>	<b>13</b>	<b>404</b>	<b>100%</b>
(e)	E-Voting Options with dissent for the resolution.	0	0	Nil
	<b>Total</b>	<b>0</b>	<b>0</b>	<b>0</b>

4. You may accordingly declare the result of E -voting.

Thanking you.

Place: Hyderabad

Date: 30.09.2015

Vivek Surana

Practicing Company Secretary &  
Scrutinizer for E-Voting Process  
CP No.12901







## Vivek Surana & Associates

Practicing Company Secretaries

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### CONSOLIDATED SCRUTINIZER REPORT

To,

The Chairman

M/s. Infronics Systems Limited

Plot No. 16, 1st Floor, Srila Realty Layout,

Madinaguda, Miyapur,

Serilingampally Mandal,

Hyderabad – 500049

I, Vivek Surana, Practicing Company Secretary, being appointed as the Scrutinizer by the Board of Directors of M/s. Infronics Systems Limited at their meeting held on 14.08.2015 for the purpose of scrutinizing voting process in a fair and transparent manner in respect of below mentioned resolutions at the Annual General Meeting of Equity Shareholders of the Company held on 30<sup>th</sup> September, 2015 at 10.00 A.M. at the registered office of the Company at Plot No. 16, 1st Floor, Srila Realty Layout, Madinaguda, Miyapur, Serilingampally Mandal, Hyderabad – 500049, submit my report as under:

1. In accordance with the Notice of the Annual General Meeting dated 14.08.2015 sent to the shareholders and the Advertisement published pursuant to the Rule 20(3)(V) of the Companies (Management and Administration) Rules, 2014 on 08<sup>th</sup> September, 2015 in "The Financial Express" in English and "Praja Shakthi" in Telugu, the e-voting opened at 9.00 A.M on 27<sup>th</sup> September, 2015 and remained open up to 5.00 P.M on 29<sup>th</sup> September, 2015.
2. The equity shareholders holding shares as on 25<sup>th</sup> September, 2015 was considered as "cut-off date" for purpose of voting on the resolutions stated in the Notice of the Annual General Meeting of the Company.
3. The votes were unblocked and considered on 30<sup>th</sup> September, 2015 in presence of two persons Ms. Sharvari Khadke and Mr. U. Satish Kumar, who are not the employees of the Company.

Sharvari Khadke

U. Satish Kumar

4. The e-voting results/list of equity shareholders who have voted "For and Against" were downloaded from the e-voting website of CDSL and the same were handed over to the Chairman.
5. The results of the e-voting and the polling at the Meeting (AGM), for the resolutions starting from serial no 1 to 8 passed with the requisite majority, are as under:





Res No.	Particulars	Mode	Shareholders		Total Shares	Votes casted and %	
			Favour	Against		% For	% Against
1	Approval of financial statements and the reports thereon for the year ended 31.03.2015	E-voting	13	0	404	404 & 100	0 & 0
		Polling at AGM	15	0	13451	13451 & 100	0 & 0
	<b>Total</b>		<b>28</b>	<b>0</b>	<b>13855</b>	<b>13855 &amp; 100</b>	<b>0 &amp; 0</b>
2	Mr. K. Sambasiva Rao retires by rotation and not opted for reappointment	E-voting	13	0	404	404 & 100	0 & 0
		Polling at AGM	15	0	13451	13451 & 100	0 & 0
	<b>Total</b>		<b>28</b>	<b>0</b>	<b>13855</b>	<b>13855 &amp; 100</b>	<b>0 &amp; 0</b>
3	Appointment of M/s. M M Reddy & Co. as Statutory Auditors of the company	E-voting	13	0	404	404 & 100	0 & 0
		Polling at AGM	15	0	13451	13451 & 100	0 & 0
	<b>Total</b>		<b>28</b>	<b>0</b>	<b>13855</b>	<b>13855 &amp; 100</b>	<b>0 &amp; 0</b>
4	Appointment of Mrs. N. Satyavathi as an Independent Director of the company	E-voting	13	0	404	404 & 100	0 & 0
		Polling at AGM	15	0	13451	13451 & 100	0 & 0
	<b>Total</b>		<b>28</b>	<b>0</b>	<b>13855</b>	<b>13855 &amp; 100</b>	<b>0 &amp; 0</b>
5	Appointment of Mr. M. Madhusudan Raju as	E-voting	13	0	404	404 &	0 &





	Managing Director of the company					100	0
		Polling at AGM	15	0	13451	13451 & 100	0 & 0
	<b>Total</b>		<b>28</b>	<b>0</b>	<b>13855</b>	<b>13855 &amp; 100</b>	<b>0 &amp; 0</b>
6	Amendment of Articles of Association of the Company	E-voting	13	0	404	404 & 100	0 & 0
		Polling at AGM	15	0	13451	13451 & 100	0 & 0
	<b>Total</b>		<b>28</b>	<b>0</b>	<b>13855</b>	<b>13855 &amp; 100</b>	<b>0 &amp; 0</b>
7	To consolidate two Equity Shares of Rs. 5/- each into one Equity Share of Rs. 10/-each	E-voting	13	0	404	404 & 100	0 & 0
		Polling at AGM	15	0	13451	13451 & 100	0 & 0
	<b>Total</b>		<b>28</b>	<b>0</b>	<b>13855</b>	<b>13855 &amp; 100</b>	<b>0 &amp; 0</b>
8	Amendment to Clause V of the Memorandum of Association of the company	E-voting	13	0	404	404 & 100	0 & 0
		Polling at AGM	15	0	13451	13451 & 100	0 & 0
	<b>Total</b>		<b>28</b>	<b>0</b>	<b>13855</b>	<b>13855 &amp; 100</b>	<b>0 &amp; 0</b>

6. You may accordingly declare the results of Ballot & E –voting.

Place: Hyderabad  
Date: 30.09.2015

  
  
Vivek Surana  
Practicing Company Secretary &  
Scrutinizer for Voting Process  
CP No.12901