

VOTING RESULTS OF 24th ANNUAL GENERAL MEETING

A.	Date of AGM	08.12.2017
B.	Total Number of Shareholders as on Record Date	3383
C.	Number of Shareholders present in the meeting either in person or through proxy: Promoters and Promoters Group Public	0 213
D.	Number of shareholders attended the meeting through Video Conferencing: Promoters and Promoters Group: Public:	N.A.

Agenda wise disclosure for each agenda item:

1. Adoption of Audited Standalone and Consolidated Financial Statements for the year ended 31 st March 2017 and the Directors' and Auditors' Reports thereon								
Resolution Required (Ordinary/Special)							Ordinary	
Whether Promoter/promoter group are interested in the agenda/resolution							No	
Category	Mode of Voting	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	E-Voting	64,300,541	64,300,541	100%	64,300,541	0	100%	0%
	Poll	0	0	0	0	0	0%	0
	Postal Ballot (if applicable)	N.A.						
	Total	64,300,541	64,300,541	100%	64,300,541	0	100%	0%
Public - Institutional	E-Voting	N.A.						
	Poll	N.A.						



holders	Postal Ballot (if applicable)	N.A.						
	Total	N.A.						
Public-Non Institutional	E-Voting	17,261,480	17,261,480	100%	17,261,480	0	100%	0%
	Poll	14,366	14,355	99.92%	255	14,100	1.78%	98.22%
	Postal Ballot (if applicable)	N.A.						
	Total	17,275,846	17,275,835	99.99%	17,261,735	14,100	99.92%	0.08%
Total		81,576,387	81,576,376	99.99%	81,562,276	14100	99.98%	0.02%

2. Re-appointment of Mr. Ashok Gupta (DIN: 00277434), Director who was to retire by rotation and being eligible offered for re-appointment								
Resolution Required (Ordinary/Special)							Ordinary	
Whether Promoter/promoter group are interested in the agenda/resolution							Yes	
Category	Mode of Voting	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	E-Voting	64,300,541	51,564,536*	80.19%	51,564,536	0	100%	0%
	Poll	0	0	0	0	0	0	00
	Postal Ballot (if applicable)	N.A.						
	Total	64,300,541	51,564,536	80.19%	51,564,536	0	100%	0%
Public - Institutional holders	E-Voting	N.A.						
	Poll	N.A.						
	Postal Ballot (if applicable)	N.A.						
	Total	N.A.						
Public-Non Institutional	E-Voting	17,261,480	17,261,480	100%	17,261,480	0	100%	0%
	Poll	14,366	14,355	99.92%	255	14,100	1.78%	98.22%
	Postal Ballot (if applicable)	N.A.						



	applicable)							
	Total	17,275,846	17,275,835	99.99%	17,261,735	14,100	99.92%	0.08%
Total		81,576,387	68,840,371	84.38%	68,826,271	14100	99.98%	0.02%

* Mr. Ashok Gupta (Executive Chairman of the Company) and Ms. Renu Gupta (wife of Mr. Ashok Gupta) are interested in said resolution, hence their e-voting was not counted in total votes polled.

3. Appointment of M/s Mukesh Raj & Co., Chartered Accountants, as Statutory Auditors for a consecutive period of five years and fixation of Remuneration thereof								
Resolution Required (Ordinary/Special)							Ordinary	
Whether Promoter/promoter group are interested in the agenda/resolution							No	
Category	Mode of Voting	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	E-Voting	64,300,541	64,300,541	100%	64,300,541	0	100%	0%
	Poll	0	0	0	0	0	0	0
	Postal Ballot (if applicable)	N.A.						
	Total	64,300,541	64,300,541	100%	64,300,541	0	100%	0%
Public – Institutional holders	E-Voting	N.A.						
	Poll	N.A.						
	Postal Ballot (if applicable)	N.A.						
	Total	N.A.						
Public-Non Institutional	E-Voting	17,261,480	17,261,480	100%	17,261,480	0	100%	0%
	Poll	14,366	14,355	99.92%	255	14,100	1.78%	98.22%
	Postal Ballot (if applicable)	N.A.						
	Total	17,275,846	17,275,835	99.99%	17,261,735	14,100	99.92%	0.08%
Total		81,576,387	81,576,376	99.99%	81,562,276	14100	99.98%	0.02%



4. Consideration and approval of Scheme of arrangement for amalgamation of MPS Telecom Private Limited (Transferor Company-1) and Oneworld Teleservices Private Limited (Transferor Company-2) with Optemus Infracom Limited (Transferee Company) and with their respective shareholders and creditors u/s 233 of the Companies Act, 2013.

Resolution Required (Ordinary/Special)							Requisite value in terms of section 233(1)(b) of Companies Act, 2013	
Whether Promoter/promoter group are interested in the agenda/resolution							No	
Category	Mode of Voting	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
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	Total	64,300,541	64,300,541	100%	64,300,541	0	100%	0%
Public – Institutional holders	E-Voting	N.A.						
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	Total	17,275,846	17,275,835	99.99%	17,261,735	14,100	99.92%	0.08%
Total		81,576,387	81,576,376	99.99%	81,562,276	14100	99.98%	0.02%



5. Approval of waiver of recovery of remuneration of Mr. Ashok Gupta (DIN: 00277434), Executive Chairman of the Company.

Resolution Required (Ordinary/Special)							Special	
Whether Promoter/promoter group are interested in the agenda/resolution							Yes	
Category	Mode of Voting	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
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	Postal Ballot (if applicable)	N.A.						
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	Total	17,275,846	17,275,835	99.99%	17,261,735	14,100	99.92%	0.08%
Total		81,576,387	68,840,371	84.38%	68,826,271	14100	99.98%	0.02%

* Mr. Ashok Gupta (Executive Chairman of the Company) and Ms. Renu Gupta (wife of Mr. Ashok Gupta) are interested in said resolution, hence there e-voting was not counted in total votes polled.



6. Approval of waiver of recovery of remuneration of Mr. Hardip Singh (DIN: 01071395), Whole Time Director of the Company.								
Resolution Required (Ordinary/Special)							Special	
Whether Promoter/promoter group are interested in the agenda/resolution							No	
Category	Mode of Voting	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
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Total		81,576,387	81,576,376	99.99%	81,562,276	14100	99.98%	0.02%

7. Approval of waiver of recovery of remuneration of Mr. Ravinder Zutshi (DIN: 00520290), erstwhile Managing Director of the Company.								
Resolution Required (Ordinary/Special)							Special	
Whether Promoter/promoter group are interested in the agenda/resolution							No	



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Total		81,576,387	81,576,376	99.99%	81,562,276	14100	99.98%	0.02%

Kindly take the same on your records.

For Optiemus Infracom Limited

Vikas Chandra
Company Secretary & Compliance Officer
M.No.: A22263

