

# Carol Info Services Limited

Registered Office: Wockhardt Towers, Bandra-Kurla Complex, Bandra (East),  
Mumbai - 400 051 • Phone : 91-22-2653 4444 • Fax : 91-22-2652 3905  
Website : www.carolinfoservices.com • CIN : U74999MH1979PLC021942  
Email : investorrelations@carolinfoservices.com

## **RESULT OF E-VOTING AND BALLOT DECLARED BY DIRECTOR FOR THE RESOLUTIONS INCLUDED IN THE NOTICE OF 36<sup>TH</sup> ANNUAL GENERAL MEETING**

Pursuant to the applicable provisions of the Companies Act, 2013 and rules framed thereunder, the 36<sup>th</sup> Annual General Meeting ('AGM') of the Company is held on Tuesday, 27<sup>th</sup> September, 2016 at 11.00 a.m at Shagun Banquet Hall, Devidayal Road, L.B.S. Cross Road, Behind Fire Brigade Office, Mulund (West), Mumbai- 400 080.

Today, on 27<sup>th</sup> September, 2016, Mr. Virendra Bhatt, Scrutinizer, submitted Consolidated Report on e-voting and Ballot with respect to the resolutions included in the Notice of 36<sup>th</sup> AGM. Based on the Scrutinizer's Report, I declare that all the resolutions included in the Notice of 36<sup>th</sup> AGM are passed with requisite majority on the date of AGM under remote e-voting and voting conducted at AGM by Ballot paper.

The detailed result of all resolutions is as under:

Details	Remote e-voting	Voting through Ballot paper	Total voting
Number of members who cast their votes	18	24	42
Total number of shares held by them	34028727	549	34029276
Valid votes	As per details provided in each one of the Resolution(s) mentioned hereunder.		
Abstained / Invalid votes	As per details provided in each one of the Resolution(s) mentioned hereunder.		

### **ORDINARY BUSINESS**

#### **1) Item No. 1 of the Notice (As an Ordinary Resolution)**

Adoption of:

- the Audited Financial Statement of the Company for the financial year ended 31<sup>st</sup> March, 2016 together with the Reports of the Board of Directors and Auditors thereon; and
- the Audited Consolidated Financial Statement of the Company for the financial year ended 31<sup>st</sup> March, 2016 and the Report of Auditors thereon.

Manner of Voting	Total Valid Votes	Votes in favour of the resolution		Votes against the resolution		Abstained/ Invalid votes
	Nos.	Nos.	Percentage	Nos.	Percentage	Nos.
Remote e-voting	34028727	34028726	-	1	-	0
Voting through Ballot Paper at AGM	549	549	-	0	-	0
<b>TOTAL</b>	<b>34029276</b>	<b>34029275</b>	<b>100.00%</b>	<b>1</b>	<b>0.00%</b>	<b>0</b>



2) Item No. 2 of the Notice (As an Ordinary Resolution)

Appointment of a Director in place of Mr. Shahnawaz Khan (DIN: 03053420), who retires by rotation and being eligible, offers himself for re-appointment

Manner of Voting	Total Valid Votes	Votes in favour of the resolution		Votes against the resolution		Abstained/ Invalid votes
	Nos.	Nos.	Percentage	Nos.	Percentage	Nos.
Remote e-voting	34028727	34028726	-	1	-	0
Voting through Ballot Paper at AGM	549	549	-	0	-	0
<b>TOTAL</b>	<b>34029276</b>	<b>34029275</b>	<b>100.00%</b>	<b>1</b>	<b>0.00%</b>	<b>0</b>

3) Item No. 3 of the Notice (As an Ordinary Resolution)

Ratification of appointment of M/s M. P. Chitale & Co., Chartered Accountants (Firm Registration No. 101851W) as the Statutory Auditors of the Company

Manner of Voting	Total Valid Votes	Votes in favour of the resolution		Votes against the resolution		Abstained/ Invalid votes
	Nos.	Nos.	Percentage	Nos.	Percentage	Nos.
Remote e-voting	34028727	34028726	-	1	-	0
Voting through Ballot Paper at AGM	549	549	-	0	-	0
<b>TOTAL</b>	<b>34029276</b>	<b>34029275</b>	<b>100.00%</b>	<b>1</b>	<b>0.00%</b>	<b>0</b>



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### SPECIAL BUSINESS

#### 4) Item No. 4 of the Notice (As a Special Resolution)

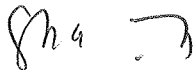
To approve delivery document through a particular mode as may be sought by the member

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Notes:

1. The votes cast does not include invalid and abstained voting
2. All the aforesaid resolutions are passed with requisite majority.

**For CAROL INFO SERVICES LIMITED**



**SHAHNAWAZ KHAN**  
**DIRECTOR**

Place: Mumbai  
Date: 27<sup>th</sup> September, 2016

# Virendra Bhatt

Company Secretary

Office :

602, Tardeo Airconditioned Market,  
Tardeo Main Road, Tardeo,  
Mumbai-400 034.

Tel. : 2351 4867 / 2351 2412

Mobile : 98200 48670

e-mail : bhattvirendra1945@yahoo.co.in

To,  
The Chairman  
CAROL INFO SERVICES LIMITED

**36th Annual General Meeting** of the members of **CAROL INFO SERVICES LIMITED** (CIN: U74999MH1979PLC021942) held at Shagun Banquet Hall, Devidayal Road, L.B.S. Cross Road, Behind Fire Brigade Office, Mulund (West), Mumbai- 400 080 on Tuesday, 27th September, 2016 at 11.00 a.m.

**Sub: Passing of Resolution(s) through remote e-voting and Ballot pursuant to Section 108 and 109 of the Companies Act, 2013 read with Rule 20 and 21 of the Companies (Management and Administration) Rules, 2014, as amended.**

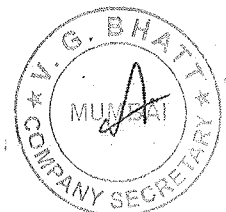
The Board of Directors of Carol Info Services Limited (hereinafter referred to as the 'Company') at its meeting held on 25<sup>th</sup> August, 2016 has appointed me as the Scrutinizer for the remote e-voting as well as to scrutinize the voting through Ballot papers received from the members at the venue of the AGM pursuant to Section 108 and 109 of the Companies Act, 2013 read with Rule 20 and 21 of the Companies (Management and Administration) Rules, 2014, as amended. I say, I am familiar and well versed with the concept of electronic voting system as prescribed under the said Rules.

#### Report on Scrutiny:

- The Company has appointed Central Depository Services (India) Limited ('CDSL') as the Service Provider for the purpose of extending the facility of Remote E-Voting to the Members of the Company. M/s. Link Intime India Private Limited is the Registrar and Transfer Agent ('RTA') of the Company.
- The Service Provider had provided a system for recording the votes of the Members electronically on all items of the business (both Ordinary and Special business) sought to be transacted in the 36<sup>th</sup> Annual General Meeting ('AGM') of the Company, which was held on Tuesday, 27<sup>th</sup> September, 2016.
- The Service Provider had set up electronic voting facility on their website, <https://www.evotingindia.com/>. The Company has uploaded all the items of the business to be transacted at the AGM on the website of the Company and also its Service Provider to facilitate their members to cast their vote through Remote e-voting.



- The cut-off date for the dispatch of the Notice of the AGM was 3<sup>rd</sup> September, 2016 and as on that date, there were 10,661 members of the Company and on the same date, RTA had sent physical copies of Annual Report and the Notice of the AGM containing *inter-alia* process and manner for availing e-voting facility to all the members, holding shares in physical / demat form by Speed Post/Air Mail.
- The Notices sent contained the detailed procedure to be followed by the Members who were desirous of casting their votes electronically as provided in the Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended.
- The cut-off date for the purposes of identifying the Members who will be entitled to vote on the resolutions placed for approval of the Members was 20<sup>th</sup> September, 2016.
- As prescribed in the aforesaid Rules, the Remote E-voting facility was kept open for four days: Friday, 23<sup>rd</sup> September, 2016 at 09:00 a.m. (IST) to Monday, 26<sup>th</sup> September, 2016 till 5:00 p.m. (IST).
- As prescribed in clause (v) of sub rule 4 of the Rule 20, the Company also released an advertisement, which was published more than 21 days before the date of the AGM in English in 'Business Standard' newspaper dated 4<sup>th</sup> September, 2016 having country-wide circulation and in Maharashtra in 'Maharashtra Times' newspaper dated 4<sup>th</sup> September, 2016. The notice published in the newspaper carried the required information as specified in Sub Rule 4 (v) (a) to (h) of the said Rule 20.
- At the venue of the 36<sup>th</sup> Annual General Meeting of the Company held 27<sup>th</sup> September, 2016, the facility to vote through Ballot was made available to facilitate those members present in the meeting but could not participate in the Remote e-voting to record their votes.
- On 27<sup>th</sup> September, 2016, after counting of the votes conducted at the venue of the AGM through Ballot, the votes cast through Remote e-voting facility was duly unblocked by me as a Scrutinizer in the presence of Mr. Kashyap V. Patel and Mr. Vishwas Y. Salvi who acted as the witnesses, as prescribed in Sub Rule 4(xii) of the said Rule 20.
- After the voting at the AGM was concluded, the locked Ballot box was subsequently opened in the presence of two persons as witnesses, as mentioned above, and Ballot papers were diligently scrutinized. The Ballot papers, which were incomplete and/or which were otherwise found defective have been treated as invalid and kept separately, if any.
- Thereafter, I as a Scrutinizer, duly compiled details of Remote e-voting and the facility of voting through Ballot papers provided at the venue of the AGM, the details of which are as follows:



The results of the Remote E-voting together with that of the voting conducted at venue of the AGM by way of Ballot papers are as under:

Details	Remote voting	E- Voting through Ballot Paper at AGM	Total voting
Number of members who cast their votes	18	24	42
Total number of shares held by them	34028727	549	34029276
Valid votes	As per details provided in each one of the Resolution(s) mentioned hereunder.		
Abstained/ Invalid votes	As per details provided in each one of the Resolution(s) mentioned hereunder.		

Note: Percentage of votes cast in favour or against the resolutions are calculated based on the Valid Votes cast through Remote e-voting or Ballot papers

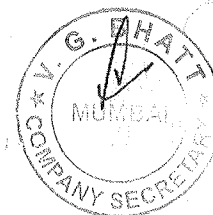
#### ORDINARY BUSINESS

##### **1) Item no. 1 of the Notice (As an Ordinary Resolution)**

To receive, consider and adopt:

- a. the Audited Financial Statement of the Company for the financial year ended 31<sup>st</sup> March, 2016 together with the Reports of the Board of Directors and Auditors thereon; and
- b. the Audited Consolidated Financial Statement of the Company for the financial year ended 31<sup>st</sup> March, 2016 and the Report of Auditors thereon.

Manner of Voting	Total Valid Votes	Votes in favour of the resolution		Votes against the resolution		Abstained/ Invalid votes
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**2) Item no. 2 of the Notice (As an Ordinary Resolution)**

To appoint a Director in place of Mr. Shahnawaz Khan (DIN: 03053420), who retires by rotation and being eligible, offers himself for re-appointment.

Manner of Voting	Total Valid Votes	Votes in favour of the resolution		Votes against the resolution		Abstained/Invalid votes
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**3) Item no. 3 of the Notice (As an Ordinary Resolution)**

To ratify the appointment of M/s. M. P. Chitale & Co., Chartered Accountants (FRN: 101851W) as the Statutory Auditors of the Company for the Financial Year 2016-2017 and to fix their remuneration.

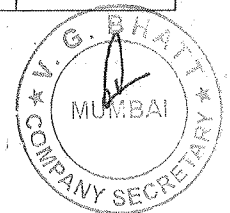
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**SPECIAL BUSINESS**

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
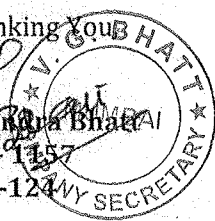
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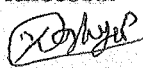
All the Resolutions mentioned in the AGM Notice as per the details above stand passed under Remote e-voting and voting conducted at AGM by way of Ballot Papers with the requisite majority and hence deemed to be passed as on date of the AGM.


I hereby confirm that I am maintaining the Registers received from the Service Provider both electronically and manually, in respect of the votes cast through Remote e-voting and voting conduct at AGM by way of Ballot papers by the Members of the Company. The Ballot papers and all other relevant records relating to e-voting and physical voting is under my safe custody and will be handed over to the Company Secretary for safe keeping, after the Chairman signs the Minutes.

Thanking You  
  
Virendra Bhatt  
ACS-1157  
COP-124  


Date: 27<sup>th</sup> September, 2016  
Place: Mumbai

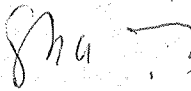
Witnesses:

  
1. Kashyap V. Patel

  
2. Vishwas Y. Salvi

Countersigned and received the Report

For Carol Info Services Limited



Director

Date: 27<sup>th</sup> September, 2016  
Place: Mumbai