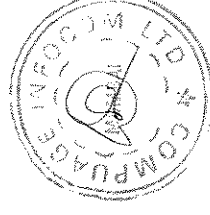
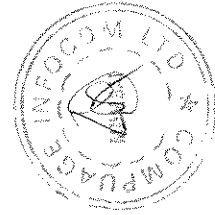


Regulation 44 of
Securities and Exchange Board of India
(Listing Obligations and Disclosure Requirements)
Regulations, 2015



Compuage Infocom Limited

1 - Special Resolution for issue of Non-Convertible Debentures under Sections 42, 71 and other applicable provisions of the Companies Act, 2013									
No									
Resolution Required : (Special)									
Whether promoter/ promoter group are interested in the agenda/resolution?									
Category	Mode of Voting	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]	[2]	$[3]=\frac{[2]}{[1]}*100$	[4]	[5]	$[6]=\frac{[4]}{[2]}*100$	$[7]=\frac{[5]}{[2]}*100$	
Promoter and Promoter Group	E-Voting		7222324	99.9822	7222324	0	100.0000	0.0000	
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	
	Poll		0	0.0000	0	0	0.0000	0.0000	
	Total		7222324	99.9822	7222324	0	100.0000	0.0000	0.0000
Public Institutions	E-Voting		0	0.0000	0	0	0.0000	0.0000	
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	
	Poll		0	0.0000	0	0	0.0000	0.0000	
	Total		1100064	0.0000	0	0	0.0000	0.0000	0.0000
Public Non Institutions	E-Voting		1016648	29.6890	1015999	649	99.9362	0.0638	
	Postal Ballot		240196	7.0144	240188	8	99.9967	0.0033	
	Poll		0	0.0000	0	0	0.0000	0.0000	
	Total		1256844	36.7034	1256187	657	99.9477	0.0523	
Total		11747999	8479168	72.1754	8478511	657	99.9923	0.0077	



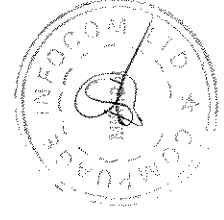
Compuage Infocom Limited

Resolution Required : (Ordinary)		2 - Ordinary Resolution for Subdivision of Equity Shares from face value of Rs.10/- per share to Rs.2/- per share under Section 61(1)(d) of the 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			
Promoter and Promoter Group	E-Voting		7222324	99.9822	7222324	0	100.0000	0.0000			
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000			
	Poll		0	0.0000	0	0	0.0000	0.0000			
	Total	7222324	7222324	99.9822	7222324	0	100.0000	0.0000			
Public Institutions	E-Voting		0	0.0000	0	0	0.0000	0.0000			
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000			
	Poll		0	0.0000	0	0	0.0000	0.0000			
	Total	1100064	0	0.0000	0	0	0.0000	0.0000			
Public Non Institutions	E-Voting		1016648	29.6890	1015999	649	99.9362	0.0638			
	Postal Ballot		240196	7.0144	240188	8	99.9967	0.0033			
	Poll		0	0.0000	0	0	0.0000	0.0000			
	Total	3425611	1256844	36.7034	1256187	657	99.9477	0.0523			
Total		11747999	8479168	72.1754	8478511	657	99.9923	0.0077			



Compuage Infocom Limited

Resolution Required : (Ordinary)		3 - Ordinary Resolution for alteration of Memorandum of Association of the Company under Sections 13, 61 and other applicable provisions of the 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			
Promoter and Promoter Group	E-Voting		7222324	99.9822	7222324	0	100.0000	0.0000			
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000			
	Poll		0	0.0000	0	0	0.0000	0.0000			
	Total	7222324	7222324	99.9822	7222324	0	100.0000	0.0000			
Public Institutions	E-Voting		0	0.0000	0	0	0.0000	0.0000			
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000			
	Poll		0	0.0000	0	0	0.0000	0.0000			
	Total	1100064	0	0.0000	0	0	0.0000	0.0000			
Public Non Institutions	E-Voting		1015406	29.6528	1014757	649	99.9361	0.0639			
	Postal Ballot		240196	7.0144	240188	8	99.9967	0.0033			
	Poll		0	0.0000	0	0	0.0000	0.0000			
	Total	3425611	1255602	36.6672	1254945	657	99.9477	0.0523			
Total		11747999	8477926	72.1649	8477269	657	99.9923	0.0077			



Compuage Infocom Limited

Resolution Required : (Special)		4 - Special Resolution for revision in managerial remuneration of the Managing Director of the Company as per Section 196, 197, 203 and all other applicable provisions of the Companies Act, 2013									
Whether promoter/ promoter group are interested in the agenda/resolution?		Except Mr. Atul H. Mehta, none of the other Directors or Key Managerial Personnel and their relatives is interested or concerned in the resolution									
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		4373550	60.5452	4373550	0	100.0000	0.0000			
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000			
	Poll		0	0.0000	0	0	0.0000	0.0000			
	Total	7222324	4373550	60.5452	4373550	0	100.0000	0.0000			
Public Institutions	E-Voting		0	0.0000	0	0	0.0000	0.0000			
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000			
	Poll		0	0.0000	0	0	0.0000	0.0000			
	Total	1100064	0	0.0000	0	0	0.0000	0.0000			
Public Non Institutions	E-Voting		1016649	29.6891	1014743	1906	99.8125	0.1875			
	Postal Ballot		240196	7.0144	240188	8	99.9967	0.0033			
	Poll		0	0.0000	0	0	0.0000	0.0000			
	Total	3425611	1256845	36.7035	1254931	1914	99.8477	0.1523			
Total		11747999	5630395	47.9264	5628481	1914	99.9660	0.0340			



Compuage Infocom Limited

Resolution Required : (Special)		5 - Special Resolution for revision in managerial remuneration of the Whole-time Director of the Company as per Section 196, 197, 203 and all other applicable provisions of the Companies Act, 2013									
Whether promoter/ promoter group are interested in the agenda/resolution?		Except Mr. Bhavesh H. Mehta, none of the other Directors or Key Managerial Personnel and their relatives is interested or concerned in the resolution									
Category	Mode of Voting	No. of shares held [1]	No. of votes polled [2]	% of Votes Polled on outstanding shares [3]= $\frac{[2]}{[1]} \times 100$	No. of Votes - in favour [4]	No. of Votes -Against [5]	% of Votes in favour on votes polled [6]= $\frac{[4]}{[2]} \times 100$	% of Votes against on votes polled [7]= $\frac{[5]}{[2]} \times 100$			
Promoter and Promoter Group	E-Voting		4373548	60.5452	4373548	0	100.0000	0.0000			
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000			
	Poll		0	0.0000	0	0	0.0000	0.0000			
	Total	7222324	4373548	60.5452	4373548	0	100.0000	0.0000			
Public Institutions	E-Voting		0	0.0000	0	0	0.0000	0.0000			
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000			
	Poll		0	0.0000	0	0	0.0000	0.0000			
	Total	1100064	0	0.0000	0	0	0.0000	0.0000			
Public Non Institutions	E-Voting		1016649	29.6891	1014743	1906	99.8125	0.1875			
	Postal Ballot		240196	7.0144	240188	8	99.9967	0.0033			
	Poll		0	0.0000	0	0	0.0000	0.0000			
	Total	3425611	1256845	36.7035	1254931	1914	99.8477	0.1523			
Total		11747999	5630393	47.9264	5628479	1914	99.9660	0.0340			



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 : bhattivirendra1945@yahoo.co.in

Date: 23rd January, 2017

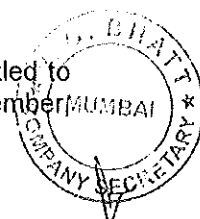
To,
THE CHAIRMAN
COMPUAGE INFOCOM LIMITED
D-601/602&G-601/602,
Lotus Corporate Park,
Graham Firth Steel Compound,
Western Express Highway,
Goregaon (E), Mumbai - 400063

Subject: Scrutinizer's Report u/s 108 & 110 of the Companies Act, 2013 for voting by Equity shareholders through Postal Ballot & Remote e-voting.

The Board of Directors of **Compuage Infocom Limited** (hereinafter referred to as the 'Company') at its meeting held on 15th December 2016 had appointed me as the Scrutinizer for the Postal Ballot/Remote Electronic Voting pursuant to Section 108 & 110 of the Companies Act, 2013 (the 'Act') read with Rule 20 & 22 of the Companies (Management and Administration) Rules, 2014, as amended from time to time, and other applicable provisions, if any, and Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (the 'Listing Regulations'), for the Resolution(s) in respect of the matter(s) as set out in the Postal Ballot Notice proposed to be transacted by way of postal ballot / e-voting.

Report on Scrutiny

- The Company had appointed National Securities Depository Limited ('NSDL') as the Service Provider, for the purpose of extending the facility of remote e-voting to the Members of the Company through their website www.evoting.nsdl.com.
- Link Intime India Private Limited is the Registrar and Transfer Agents of the Company.
- The cut-off date for determining members for the dispatch of the Notice of Postal Ballot was 15th December, 2016 (Physical & E-mail) and as on that date, there were 2306 members of the Company. The Company/Services Provider had sent the Postal Ballot Notice along with Postal Ballot Form and e-voting details by E-mail to 1004 who's E-mail ID were registered with the Company/RTA. In respect of 1302 cases, the Company had sent the Notice of the Postal Ballot, Postal Ballot Form along with self-addressed pre-paid postage in physical form by speed post.
- The Company completed the dispatch of the Notice of Postal Ballot through/by email and physical form to the members on 21st December 2016 and 22nd December 2016 respectively.
- The notices sent (both through e-mail and physical form) contained the detailed procedure to be followed by the members who were desirous of casting their votes electronically as provided in Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended from time to time.
- 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 15th December 2016.



- The remote e-voting facility was kept open from 23rd December, 2016 (9:00 a.m.) to 21st January, 2017 (5:00 p.m.).
- As prescribed in clause (v) of sub-rule (4) of Rule 20 read with sub-rule (3) of Rule 22 of the Companies (Management and Administration Rules), 2014, the Company also released an advertisement in 'Financial Express' in English language having country-wide circulation dated 23rd December 2016 and in 'Mumbai Lakshadweep', in Marathi language dated 23rd December 2016. The notice published in the Newspapers carried the information as required under the said Rules.
- The votes were unblocked on Saturday, 21st January, 2017 after 5.00 p.m. (IST) in the presence of two witnesses who are not in the employment of the Company.
- All postal ballot forms received up to Saturday, 21st January, 2017, being the last date fixed by the Company for the receipt of the forms, were considered for my scrutiny. All votes cast on NSDL remote e-voting platform up to 5.00 p.m. on Saturday, 21st January, 2017 were considered for my scrutiny.
- The postal ballot forms which are incomplete and/or which are otherwise found defective have been treated as invalid and kept separately.
- Envelopes containing postal ballot forms returned undelivered were also not opened and they are separately kept.

The combined results of the Remote e-voting together with voting conducted by Postal Ballot are as under:

Details	Remote E-voting	Postal Ballot	Total voting
Number of member who cast their votes	17	17	34
Total number of shares held by them	8238973	240196	8479169
Valid votes	As per details provided in each one of the Resolution(s) mentioned hereunder.		
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 resolution(s) are calculated based on the valid votes cast through remote e-voting or physical postal ballot.

Item no. 1 of the Notice (As a Special Resolution)

Issue of Non-Convertible Debentures

Manner of Voting	Total Votes	Invalid/ Not Voted	Valid Votes	Votes in favour of the resolution		Votes against the resolution	
	Nos.			Nos.	Nos.	Percentage	Nos.
E-Voting	8238973	1	8238972	8238323	-	649	-
Postal Ballot	240196	0	240196	240188	-	8	-
Total	8479169	1	8479168	8478511	99.99%	657	0.01%

Table showing Bifurcations of Promoters, Financial Institutions and Others for Item No. 1 - As per Annexure A



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

Subdivision of Equity shares from face value of Rs. 10/- per share to Rs. 2/- per share

Manner of Voting	Total Votes	Invalid/ Not Voted	Valid Votes	Votes in favour of the resolution		Votes against the resolution	
	Nos.			Nos.	Nos.	Percentage	Nos.
E-Voting	8238973	1	8238972	8238323	-	649	-
Postal Ballot	240196	0	240196	240188	-	8	-
Total	8479169	1	8479168	8478511	99.99%	657	0.01%

Table showing Bifurcations of Promoters, Financial Institutions and Others for Item No. 2 - As per Annexure B

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

Alteration of Memorandum of Association of the Company

Manner of Voting	Total Votes	Invalid/ Not Voted	Valid Votes	Votes in favour of the resolution		Votes against the resolution	
	Nos.			Nos.	Nos.	Percentage	Nos.
E-Voting	8238973	1243	8237730	8237081	-	649	-
Postal Ballot	240196	0	240196	240188	-	8	-
Total	8479169	1243	8477926	8477269	99.99%	657	0.01%

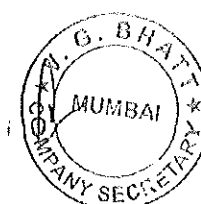
Table showing Bifurcations of Promoters, Financial Institutions and Others for Item No. 3 - As per Annexure C

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

Revision in managerial remuneration of the Managing Director of the Company

Manner of Voting	Total Votes	Invalid/ Not Voted	Valid Votes	Votes in favour of the resolution		Votes against the resolution	
	Nos.			Nos.	Nos.	Percentage	Nos.
E-Voting	8238973	2848774	5390199	5388293	-	1906	-
Postal Ballot	240196	0	240196	240188	-	8	-
Total	8479169	2848774	5630395	5628481	99.97%	1914	0.03%

Table showing Bifurcations of Promoters, Financial Institutions and Others for Item No. 4 - As per Annexure D



Item no. 5 of the Notice (As a Special Resolution)

Revision in managerial remuneration of the Whole-time Director of the Company

Manner of Voting	Total Votes	Invalid/ Not Voted	Valid Votes	Votes in favour of the resolution		Votes against the resolution	
	Nos.			Nos.	Nos.	Percentage	Nos.
E-Voting	8238973	2848776	5390197	5388291	-	1906	-
Postal Ballot	240196	0	240196	240188	-	8	-
Total	8479169	0	5630393	5628479	99.97%	1914	0.03%

Table showing Bifurcations of Promoters, Financial Institutions and Others for Item No. 5 - As per Annexure E

The resolutions mentioned in the notice as per the details given above stand passed under remote e-voting and voting conducted by postal ballot with the requisite majority and hence deemed to be passed at the general meeting.

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 conducted by postal ballot by the members of the Company. The postal ballot papers and all other relevant records relating to remote e-voting and physical postal ballot are under my safe custody and will be handed to the Company Secretary for safe keeping.

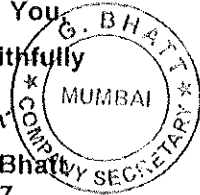
Thanking You

Yours Faithfully


Virendra Bhatt

ACS- 1157

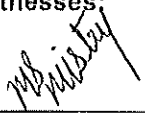
COP-124




Date: 23rd January, 2017

Place: Mumbai

Witnesses:


Meghna S. Mistry


Vishwas Y. Salvi

Compuage Infocom Limited

Resolution Required :			Special Resolution					
Whether promoter/ promoter group are interested in the agenda/resolution?			No					
Category	Mode of Voting	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]	[2]	$[3]=\frac{[2]}{[1]}*100$	[4]	[5]	$[6]=\frac{[4]}{[2]}*100$	$[7]=\frac{[5]}{[2]}*100$
Promoter and Promoter Group	E-Voting	7222324	7222324	-	7222324	0	-	-
	Postal Ballot		0	-	0	0	-	-
	Total		7222324	100.00	7222324	0	100.00	0.00
Public Institutions	E-Voting	1100064	0	-	0	0	-	-
	Postal Ballot		0	-	0	0	-	-
	Total		0	0.00	0	0	0.00	0.00
Public Non-Institutions	E-Voting	3425611	1016648	-	1015999	649	-	-
	Postal Ballot		240196	-	240188	8	-	-
	Total		1256844	36.69	1256187	657	99.95	0.05
Total		11747999	8479168	72.18	8478511	657	99.99	0.01



Annexure-B

Compuage Infocom Limited

Resolution Required :			Ordinary Resolution					
Whether promoter/ promoter group are interested in the agenda/resolution?			No					
Category	Mode of Voting	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]	[2]	[3]={[2]/[1]}*100	[4]	[5]	[6]={[4]/[2]}*100	[7]={[5]/[2]}*100
Promoter and Promoter Group	E-Voting	7222324	7222324	-	7222324	0	-	-
	Postal Ballot		0	-	0	0	-	-
	Total		7222324	100.00	7222324	0	100.00	0.00
Public Institutions	E-Voting	1100064	0	-	0	0	-	-
	Postal Ballot		0	-	0	0	-	-
	Total		0	0.00	0	0	0.00	0.00
Public Non-Institutions	E-Voting	3425611	1016648	-	1015999	649	-	-
	Postal Ballot		240196	-	240188	8	-	-
	Total		1256844	36.69	1256187	657	99.95	0.05
Total		11747999	8479168	72.18	8478511	657	99.99	0.01



Compuage Infocom Limited

Resolution Required :			Ordinary Resolution					
Whether promoter/ promoter group are interested in the agenda/resolution?			No					
Category	Mode of Voting	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]	[2]	$[3]=\frac{[2]}{[1]}*100$	[4]	[5]	$[6]=\frac{[4]}{[2]}*100$	$[7]=\frac{[5]}{[2]}*100$
Promoter and Promoter Group	E-Voting	7222324	7222324	-	7222324	0	-	-
	Postal Ballot		0	-	0	0	-	-
	Total		7222324	100.00	7222324	0	100.00	0.00
Public Institutions	E-Voting	1100064	0	-	0	0	-	-
	Postal Ballot		0	-	0	0	-	-
	Total		0	0.00	0	0	0.00	0.00
Public Non-Institutions	E-Voting	3425611	1015406	-	1014757	649	-	-
	Postal Ballot		240196	-	240188	8	-	-
	Total		1255602	-	1254945	657	99.95	0.05
Total		11747999	8477926	72.16	8477269	657	99.99	0.01



Compuage Infocom Limited

Resolution Required :			Special Resolution					
Whether promoter/ promoter group are interested in the agenda/resolution?			Except Mr. Atul H. Mehta and Mr. Bhavesh H. Mehta, none of the other Directors or Key Managerial Personnel and their relatives is interested or concerned in this resolution.					
Category	Mode of Voting	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]	[2]	$[3]=\{[2]/[1]\} * 100$	[4]	[5]	$[6]=\{[4]/[2]\} * 100$	$[7]=\{[5]/[2]\} * 100$
Promoter and Promoter Group	E-Voting	7222324	4373550	-	4373550	0	-	-
	Postal Ballot		0	-	0	0	-	-
	Total		4373550	60.56	4373550	0	100.00	0.00
Public Institutions	E-Voting	1100064	0	-	0	0	-	-
	Postal Ballot		0	-	0	0	-	-
	Total		0	0.00	0	0	0.00	0.00
Public Non-Institutions	E-Voting	3425611	1016649	-	1014743	1906	-	-
	Postal Ballot		240196	-	240188	8	-	-
	Total		1256845	36.69	1254931	1914	99.85	0.15
Total		11747999	5630395	47.93	5628481	1914	99.97	0.03



Annexure-E

Compuage Infocom Limited

Resolution Required :			Special Resolution					
Whether promoter/ promoter group are interested in the agenda/resolution?			Except Mr. Atul H. Mehta and Mr. Bhavesh H. Mehta, none of the other Directors or Key Managerial Personnel and their relatives is interested or concerned in this resolution.					
Category	Mode of Voting	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]	[2]	[3]=[2]/[1]*100	[4]	[5]	[6]=[4]/[2]*100	[7]=[5]/[2]*100
Promoter and Promoter Group	E-Voting	7222324	4373548	-	4373548	0	-	-
	Postal Ballot		0	-	0	0	-	-
	Total		4373548	60.56	4373548	0	100.00	0.00
Public Institutions	E-Voting	1100064	0	-	0	0	-	-
	Postal Ballot		0	-	0	0	-	-
	Total		0	0.00	0	0	0.00	0.00
Public Non-Institutions	E-Voting	3425611	1016649	-	1014743	1906	-	-
	Postal Ballot		240196	-	240188	8	-	-
	Total		1256845	36.69	1254931	1914	99.85	0.15
Total		11747999	5630393	47.93	5628479	1914	99.97	0.03

