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HIMACHAL FUTURISTIC COMMUNICATIONS LTD.
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HIMACHAL FUTURISTIC COMMUNICATIONS LIMITED

RESULT OF THE POSTAL BALLOT

Pursuant to the provisions of Section 110 of the Companies Act, 2013 read with Companies (Management and Administration) Rules, 2014, consent of the shareholders was sought by postal ballot by way of Special Resolution under Section 13 of the Companies Act, 2013 for **alteration of the main Object clause of the Memorandum of Association of the Company** as specified in the Notice of Postal Ballot dated 29th November, 2014 read with the Statement attached thereto pursuant to the provisions of section 102 of the Companies Act, 2013. The last date for receipt of the postal ballot form, duly completed, from the shareholders, was 17th January, 2015. In compliance with the provisions of Section 110 of the Companies Act, 2013 read with Rule 22 of the Companies (Management and Administration) Rules, 2014 and Clause 35B of the Listing Agreement, the Company also offered e-Voting facility as an alternate mode of voting to its members. The voting period commenced at 10.00 A. M. on 19th December, 2014 and concluded at 10.00 A. M. on 17th January, 2015.

The Company has appointed Mr. Baldev Singh Kashtwal, Practicing Company Secretary, holding Membership Number FCS 3616 and Certificate of Practice Number 3169 as the Scrutinizer for conducting the postal ballot in a fair and transparent manner. Mr. Baldev Singh Kashtwal has submitted his report dated 20th January, 2015. The Chairman has accepted the said report of the Scrutinizer.

The result of the postal ballot is as under:

Sl. No.	Particulars	No. of Ballots	No. of votes	%age of total valid votes cast
1	Total votes cast	1,939	547,906,990	--
2	Invalid votes	87	693,791	--
3	Valid votes cast	1,852	547,213,199	--
4	Votes in favour of the resolution	1,777	547,148,354	99.988
5	Votes against the resolution	75	64,845	0.012

In the light of the aforesaid voting, the Special Resolution, as contained in the Postal Ballot Notice dated 29th November, 2014, is declared 'Passed' with the requisite majority.

For Himachal Futuristic Communications Limited


(Mahendra Pratap Shukla)
Chairman
DIN: 00052977

20/1/2015

Place: New Delhi
Date: 20th January, 2015



January 20, 2015

The Chairman
Himachal Futuristic Communications Limited
8, Commercial Complex
Masjid Moth, Greater Kailash-II
New Delhi-110 048

Dear Sir,

Subject: Scrutinizer's Report on Postal Ballot Voting Process and E-Voting Process conducted pursuant to the provisions of Section 110 of the Companies Act, 2013 ("the Act") read with Rule 22 and Rule 20 of the Companies (Management and Administration) Rules, 2014.

The Board of Directors of Himachal Futuristic Communications Limited ("the Company") have vide resolution passed on 29th November, 2014 decided to conduct the process of voting through Postal Ballot as required under the provisions of Section 110 of the Companies Act, 2013 read with Rule 20 and Rule 22 of the Companies (Management and Administration) Rules, 2014 on the Special Resolution as set out in the Postal Ballot Notice dated 29th November, 2014 for obtaining the approval of members of the Company for **Alteration of the Main Object Clause of Memorandum of Association of the Company.**

The Company had provided the facility of voting through electronic means as required under the provisions of Section 108 of the Companies Act, 2013 read with Rule 22 and Rule 20 of the Companies (Management and Administration) Rules, 2014 read with the provisions of the Clause 35B(i) of the Listing Agreement as entered by the Company with the Stock Exchanges.

I, Baldev Singh Kashtwal, FCS 3616, Practicing Company Secretary (holding C. P. No. 3169) was appointed as a Scrutinizer by M/s Himachal Futuristic Communications Limited for the purpose of conducting the Postal Ballot process and e-Voting process in a fair and transparent manner in respect of obtaining approval of shareholders by way of Special Resolution for **Alteration of the Main Object Clause of Memorandum of Association of the Company.**

The management of the Company is responsible to ensure the compliance with the provisions of the Companies Act, 2013 and Rules relating to voting through Postal Ballot and electronic means on the Special Resolution contained in the notice of Postal Ballot. My responsibility as a Scrutinizer for the postal ballot voting process and e-Voting process is restricted to ensure that the voting process is conducted in a fair and transparent manner and provide a Scrutinizer Report of the Votes cast "in favour" or "against" the resolution stated above, based on the reports generated from the physical postal ballots received from the members and e-Voting system provided by the National Securities Depository Limited (NSDL)- www.evoting.nsdl.com, the authorised agency to provide e-Voting facilities, engaged by the Company.



The notice dated 29th November, 2014 along with the statement setting out material facts under Section 102 of the Companies Act, 2013 was sent to the members of the Company during 9th December, 2014 to 12th December, 2014 by Speed Post/ Registered Post/ Registered Airmail/E-mails.

The members of the Company holding the shares as on 28th November, 2014 ("cut off date") were entitled to vote on the Special Resolution proposed as set out in the Postal Ballot Notice dated 29th November, 2014.

In this regards, I submit my report as under:

1. The Company had provided facility of casting vote to the members of the Company through postal ballot voting process and also through electronic means.
2. The Company had followed the process as required under Rule 22 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 in respect of providing voting through postal ballot and electronic means.
3. All Postal Ballot Forms received up to Saturday, the 17th January, 2015 being the last date fixed by the Company for receipt of the Postal Ballot Forms were considered for scrutiny and for the purpose of this report.
4. The Postal Ballot forms were kept in my safe custody.
5. The e-Voting period remained open from 19th December, 2014 (10:00 A. M.) to 17th January, 2015 (10:00 A. M.).
6. At the end of e-Voting period, I have unblocked the electronic votes in the presence of two witnesses who are not in employment of the Company.
7. The details containing the list of shareholders who voted "FOR" or "AGAINST" the resolution put to vote were downloaded from the e-Voting website of NSDL i.e. www.evoting.nsdl.com.
8. I have scrutinised the votes cast through electronic means and through physical ballot forms for the purpose of this report.
9. The particulars of all the electronic votes cast by the members through e-Voting process and votes cast by the members through physical postal ballot forms have been recorded in a register separately maintained for the purpose.



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10. A Summary of the postal ballot process(including e-Voting) is as under:

(a) Special Resolution: **Alteration of the Main Object Clause of Memorandum of Association of the Company.**

(b) Consolidated details of the Postal Ballot:

Sr. No.	Particulars	No. of members	No. of Votes Cast	% of the total Votes Cast
1	Total Votes Cast	1,939	547,906,990	100.00
2	Less: Invalid Votes cast	87	693,791	0.13
3	Total Valid Votes Cast	1,852	547,213,199*	99.87
4	Valid Votes "in favour " of the resolution	1,777	547,148,354	99.86
5	Valid Votes "against" the resolution	75	64,845	0.01

(c) Break up of Physical postal ballot and e-Voting process:

(i) Votes in favour of the resolution

Type of Voting	Number of members voted	Number of Valid Votes cast by them	% of total number of valid votes cast
Voting through physical postal Ballot	1,436	2,552,238	0.466
Voting through Electronic means (E-Voting)	341	544,596,116	99.522
Total	1,777	547,148,354	99.988

(ii) Votes against the resolution

Type of Voting	Number of members voted	Number of Valid Votes cast by them	% of total number of valid votes cast
Voting through physical postal Ballot	51	33,651	0.006
Voting through Electronic means(E-Voting)	24	31,194	0.006
Total	75	64,845	0.012



(iii) **Invalid Votes**

Type of Voting	Total number of members whose votes were declared Invalid	Total Number of votes cast by them
Voting through physical postal Ballot	86	151,005
Voting through Electronic means(E-Voting)	1	542,786
Total	87	693,791


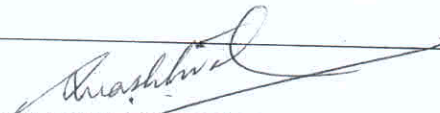
*5 Physical Ballots comprising of 11,900 shares were voted short of their entitlements.

11. The Postal Ballot forms and all other relevant registers, records were handed over to the Associate Vice-President (Corporate) and Company Secretary authorised by the Board for the safe keeping of the records.


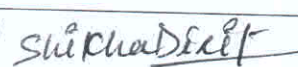
RECOMMENDATION: The Resolution should be considered passed as a Special Resolution having secured the requisite majority of votes and, therefore be Accepted. You may accordingly declare the Result of the voting by Postal Ballot including e-Voting.

Thanking you

Yours faithfully,

	 BALDEV SINGH KASHTWAL SCRUTINIZER Membership No. FCS 3616 C. P. No. 3169
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We, the undersigned witness that the votes were unblocked from the e-Voting website of National Securities Depository Limited (NSDL)-www.evoting.nsdl.com in our presence at 10:30 A.M. on January 17, 2015 at the office of the Scrutinizer.

Signature : 	Signature : 
Name : SHIV PAUL SINGH	Name : Shikha Dixit
Father's Name : SH. M. S. SLATHIA	Father's Name : Shri. Yuvraj Dixit
Address : E-51, LANE-2, EAST UNION NAGAR, MV-II DELHI-110091.	Address : D-266, Ganga vihar, GOKAL PURI, Delhi-94.

