

SCRUTINIZER'S REPORT-COMBINED

To,

The Chairman of 22nd Annual General Meeting of **Cistro Telelink Limited** held on 29th September, 2014 at 206, Airen Heights, AB Road, Indore, Madhya Pradesh – 452010.

I Ashwini Rajeshirke, Partner, HS Associates, as requested by the Management, hereby submit my combined report on the results of e-voting together with the voting by physical ballot at 22nd Annual General Meeting.

Date: October 1,2014
Place: Mumbai



For HS Associates

A. Rajeshirke
Ashwini Rajeshirke,
Partner,
ACS 26223
CP 9746

HS ASSOCIATES

Mode of voting: E-voting and Ballot

Resolution 1: Adoption of Statement of Profit and Loss, Balance Sheet, Report of Board of Directors and Auditors for the year ended March 31, 2014.

Resolution Required: Ordinary Resolution.

| Promoter/ Public | 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 | 7205000 | 7205000 | 100.00 | 7205000 | 0 | 100.00 | 0.00 |
| Public Institutional Holders | 0 | 0 | 0.00 | 0 | 0 | 0.00 | 0.00 |
| Public- Others | 44138000 | 1630000 | 3.69 | 1630000 | 0 | 100.00 | 0.00 |
| Total | 51343000 | 8835000 | 17.21 | 8835000 | 0 | 100 | 0 |

Resolution 2: Appoint a director in place of Mr. Arun Kumar Sharma, who retires by rotation and being eligible, seeks for re-appointment.

Resolution Required: Ordinary Resolution

| Promoter/ Public | 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 | 7205000 | 7205000 | 100.00 | 7205000 | 0 | 100.00 | 0.00 |
| Public Institutional Holders | 0 | 0 | 0.00 | 0 | 0 | 0.00 | 0.00 |
| Public- Others | 44138000 | 1630000 | 3.69 | 1630000 | 0 | 100.00 | 0.00 |
| Total | 51343000 | 8835000 | 17.21 | 8835000 | 0 | 100 | 0 |



HS ASSOCIATES

Resolution 3: Appointment of Auditor.

Resolution Required: Ordinary Resolution

| Promoter/ Public | 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 | 7205000 | 7205000 | 100.00 | 7205000 | 0 | 100.00 | 0.00 |
| Public Institutional Holders | 0 | 0 | 0.00 | 0 | 0 | 0.00 | 0.00 |
| Public- Others | 44138000 | 1630000 | 3.69 | 1630000 | 0 | 100.00 | 0.00 |
| Total | 51343000 | 8835000 | 17.21 | 8835000 | 0 | 100 | 0 |

Resolution 4: Appointment of Ms. Renu Singh as an Independent Director.

Resolution Required: Ordinary Resolution.

| Promoter/ Public | 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 | 7205000 | 7205000 | 100.00 | 7205000 | 0 | 100.00 | 0.00 |
| Public Institutional Holders | 0 | 0 | 0.00 | 0 | 0 | 0.00 | 0.00 |
| Public- Others | 44138000 | 1630000 | 3.69 | 1630000 | 0 | 100.00 | 0.00 |
| Total | 51343000 | 8835000 | 17.21 | 8835000 | 0 | 100 | 0 |



HS ASSOCIATES

Resolution 5: Appointment of Mr. Pyarelal Gulabchand Verma as an Independent Director.

Resolution Required: Ordinary Resolution.

| Promoter/ Public | 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 | 7205000 | 7205000 | 100.00 | 7205000 | 0 | 100.00 | 0.00 |
| Public Institutional Holders | 0 | 0 | 0.00 | 0 | 0 | 0.00 | 0.00 |
| Public- Others | 44138000 | 1630000 | 3.69 | 1630000 | 0 | 100.00 | 0.00 |
| Total | 51343000 | 8835000 | 17.21 | 8835000 | 0 | 100 | 0 |

Resolution 6: Appointment of Mr. Prahlad Singh Tomar as an Independent Director.

Resolution Required: Special Resolution.

| Promoter/ Public | 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 | 7205000 | 7205000 | 100.00 | 7205000 | 0 | 100.00 | 0.00 |
| Public Institutional Holders | 0 | 0 | 0.00 | 0 | 0 | 0.00 | 0.00 |
| Public- Others | 44138000 | 1630000 | 3.69 | 1630000 | 0 | 100.00 | 0.00 |
| Total | 51343000 | 8835000 | 17.21 | 8835000 | 0 | 100 | 0 |

Note: All the aforesaid resolutions were passed with requisite majority.

