



DUCON INFRATECHNOLOGIES LIMITED

(Formerly known as "Dynacons Technologies Limited")

Ducon House, A/4, MIDC Wagle Industrial Estate, Road No. 1, Thane (W) - 400 604.
India • Tel. : 022 41122114 (30 lines) • Fax 022 41122115 • URL : www.dtlindia.com
CIN : L72900MH2009PLC191412

August 31, 2017

BSE Ltd. Corporate Relations Department 1 st Floor, New Trading Ring, Phiroze Jeejeebhoy Towers, Dalal Street, Fort, Mumbai-400001 Security Code: 534674	National Stock Exchange of India Ltd. Exchange Plaza, 5 th Floor, Plot No. C/1, G Block, Bandra Kurla Complex, Bandra(E), Mumbai-400051 Symbol: DUCON
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Sub: Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 - Details of Voting Results of the meeting of equity shareholders of Ducon Infratechnologies Limited convened as per the directions of National Company Law Tribunal (NCLT)

Dear Sir/Madam,

We are attaching herewith Scrutinizers Report of NCLT Convened Meeting of Equity Shareholders, we wish to inform you that the Equity Shareholders of the Company at the NCLT convened General Meeting held on August 31, 2017 have approved with requisite majority the Scheme of Amalgamation of Ducon Technologies (India) Private Limited (Demerged Company) and Ducon Infratechnologies Limited (Resulting Company) and their respective shareholders pursuant to Section 230 to 232 and other applicable provisions of Companies Act, 2013.

In terms of the Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, please find enclosed the results of the voting conducted through postal ballot and remote e-voting facility during August 28, 2017 to August 30, 2017 and through Poll at the Meeting of equity shareholders of Ducon Infratechnologies Limited convened as per the directions of NCLT held on August 31, 2017.

Kindly take the same on record and acknowledge the receipt.

Thanking You,

Yours faithfully,

For **Ducon Infratechnologies Limited**


Chandrasekhar Ganesan
Director
Din no.: 07144708
Encl.: Copy as above





SHRUTI H. SHAH

B.Com. LL.B. FCS

Practicing Company Secretary

(Pursuant to section 110 of the Companies Act, 2013 and Rule 22 of the Companies (Management and Administration) Rules, 2014)

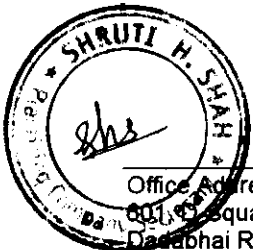
To,
The Director,
Ducon Infratechnologies Limited
Ducon House, Plot No. A/4,
Road No. 1, MIDC,
Wagle Industrial Estate,
Thane 400604

Dear Sir,

Consolidated Report of Scrutinizer on the results of Voting by way of Postal Ballot, Remote E-voting and Poll conducted at the venue in connection with the Resolution detailed in the Notice dated 26th July, 2017, convening Meeting of Equity Shareholders of Ducon Infratechnologies Limited, on Thursday, 31st August, 2017 at 10. A.M. at Hotel Satkar Grande Wifi Park, Opposite Aplab Company, Wagle Estate, Thane (W) 400604, Maharashtra in pursuance of directions issued by Mumbai Bench of Hon'ble National Company Law Tribunal (NCLT) vide Order dated June 22, 2017, July 07, 2017 and July 26, 2017 in Company Scheme Application No. 252 of 2017.

As per directions issued by NCLT vide Order dated June 22, 2017, July 07, 2017 and July 26, 2017 in Company Scheme Application No. 252 of 2017, CS Shruti Shah, Practicing Company Secretary (Membership No. FCS - 8852), was appointed as Scrutinizer in relation to the voting process on the Resolution proposed in the Notice dated July 26, 2017, convening a Meeting of Equity Shareholders of the Company on Thursday, August 31, 2017, at 10.00 a.m. at Hotel Satkar Grande Wifi Park, Opposite Aplab Company, Wagle Estate, Thane (W) 400604, Maharashtra, in pursuance of directions of NCLT ('NCLT Convened Meeting).

The compliance with the relevant provisions of the Companies Act, 2013, Rules thereunder and NCLT order dated June 22, 2017, July 07, 2017 and July 26, 2017 in relation to voting through Postal Ballot, Remote E-voting and Poll on the proposed resolution is responsibility of the management. My responsibility as a Scrutinizer is to ensure that the voting process in all modes are conducted in a transparent manner and render Scrutinizer's report, based on reports generated from the electronic voting system provided by National Securities Depository Limited (NSDL) and the physical counting of votes by way of Ballot papers and Poll papers.



Office Address:

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Dadabhai Road, Vile-parle (W), Mumbai - 400056.
Contact No: +91-022-2624 4362

C-103, Krishna Nagari,
S.V. Road, Borivali (W), Mumbai- 400092
Contact No: +91-022-28011790



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In terms of Regulation 44 of the SEBI [Listing Obligations and Disclosure Requirements] Regulations, 2015 and pursuant to Section 108 and 110 of the Companies Act, 2013 read with Rule 20 and 22 of the Companies [Management and Administration] Rules, 2014 as per directions issued by Hon'ble NCLT, the Company had provided remote e-voting facility through NSDL and also the facility to vote by way of Postal Ballot before the NCLT Convened Meeting and by way of Poll at the meeting.

Remote e-voting and voting by way of Postal Ballot, to facilitate voting by the Equity Shareholders of the Company as at cut-off date of ~~August 23, 2017~~ commenced on Monday, the 28th day of August 2017 at 9.00 a.m. and ended on Wednesday, the 30th day of August, 2017 at 5.00 p.m.

Additionally, the Equity Shareholders of the Company as at the cut-off date of ~~August 23, 2017~~ who had not voted either by way of remote e-voting or Postal Ballot earlier were allowed to vote by way of Poll at the NCLT Convened Meeting held on 31st August, 2017.

Pursuant to the provisions of Companies Act, 2013, I unblocked the e-voting on NSDL website on August 31, 2017 after 12.30 p.m. in the presence of two witnesses viz. Ms. Pooja Patwa and Mr. Pratik Dabhi, who were not in the employment of the Company.

Particulars of all postal ballot forms received from the shareholders and votes cast through electronic means have been maintained in a separate register in electronic mode.

We have relied on information provided by M/s. Bigshare Services Private Limited, the Registrar & Share Transfer Agent of the Company in relation to details regarding number of shares held and signature of shareholders.

At the NCLT Convened Meeting, after scrutinizing all Ballot / Poll Papers relating to votes casted by the Equity Shareholders, I hereby report that 32 Equity Shareholders voted in the aggregate for 112958 Equity Shares casted votes by way of Postal Ballot and 39 Equity Shareholder voted in the aggregate for 296959 Equity Shares on Poll at the meeting. The votes casted by way of Postal Ballot by 1 Equity Shareholder holding in aggregate 300 Equity Shares were regarded as invalid and the votes casted on Poll by 2 Equity Shareholders holding in aggregate 56 Equity Shares were regarded as invalid.



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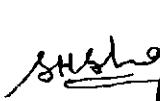
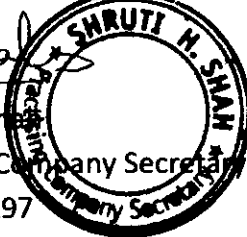


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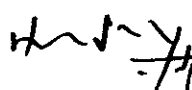

I further report that 29 Equity Shareholders holding in the aggregate 324932 Equity Shares voted through remote e-voting.


Shruti H. Shah
Practicing Company Secretary
C.P. No. 8197


Date:31.08.2017

Place:Mumbai

For Ducon Infratechnologies Limited


CHANDRASEKHAR GANESAN
Director
DIN: 07144708




SHRUTI H. SHAH

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We hereby submit our Consolidated Report as under:

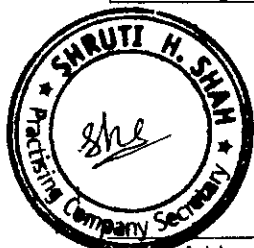
A. Details of Votes cast by way of remote e-voting, Ballot and Poll Papers) with respect to Resolution proposed in the Notice

Resolution: Resolution approving Scheme of Amalgamation of Ducon Technologies (India) Private Limited (Demerged Company) and Ducon Infratechnologies Limited (Resulting Company) and their respective shareholders pursuant to Section 230 to 232 and other applicable provisions of Companies Act, 2013.

Particulars		Number of Members	No of Shares
Votes cast by way of remote e-voting	A	29	324932
Votes cast by way of Postal Ballot	B	32	112958
Votes cast by way of Poll	C	39	296959
Total Vote cast	D	100	734849
Less: Rejection of Votes cast by way of remote e-voting	E	0	0
Less: Rejection of Votes on Postal ballot	F	1	300
Less: Rejection of Votes cast on Poll	G	2	56
Total Rejections	H	3	356
Valid votes cast by way of remote e-voting	A-E	27	323782
Valid votes cast by way of Postal Ballot	B-F	29	112658
Valid votes cast on Poll	C-G	37	296903
Total Valid Votes	D-H	93	733343

B. Reasons for Rejections:

Particulars	Number of Members	No of Shares
Rejection of Votes cast by way of remote e-voting	0	0
Rejection of Votes on Postal ballot	1	300
Signature Mismatch	0	0
Unsigned ballot paper	0	0
Not a shareholder as on record date / Other reason	1	300
Rejection of Votes cast on Poll paper	2	56
Voted through postal ballot and poll	0	0
Not a shareholder as on record date / Other reason	2	56
Total Rejections	3	356



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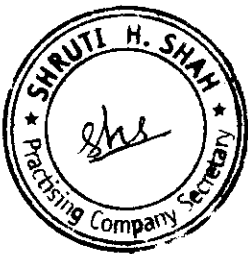
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C. Total number of votes in favor and/or against the Resolution

Particulars	E-voting Number of		Postal Ballot Number of		Poll Number of		Total Number of	
	Members	Shares	Members	Shares	Members	Shares	Members	Shares
Total	29	324932	32	112958	39	296956	100	734846
Valid	27	323782	31	112658	37	296903	97	733343
Total votes in favor of resolution	27	323782	29	110858	37	296903	93	99.55%
Total votes against	2	1150	2	1800	0	0	4	2
% of Votes in Favor	27	99.65%	31	98.14%	37	100%	93	99.55%
% of Votes against	2	0.35%	2	1.59%	0	0	4	0.40%



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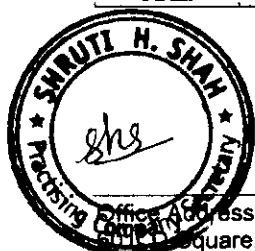
**SHRUTI H. SHAH**

B.Com, LL.B, FCS

Practicing Company Secretary

D. Consolidated results of the Voting

Resolution Required: (Majority of persons representing 3/4th in value)			Resolution approving Scheme of Amalgamation of Ducon Technologies (India) Private Limited (Demerged Company) and Ducon Infratechnologies Limited (Resulting Company) and their respective shareholders pursuant to Section 230 to 232 and other applicable provisions of Companies Act, 2013						
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]	$[3]=1[2]/[1]*100$	[4]	[5]	$[6]=\frac{[4]}{[2]}*100$	$[7]=\frac{[5]}{[2]}*100$	
Promoter and Promoter Group	E-Voting	47190552	0	0	0	0	0	0	
	Poll		0	0	0	0	0	0	
	Postal		0	0	0	0	0	0	0
	Ballot		0	0	0	0	0	0	0
	Total		0	0	0	0	0	0	0
Public Institutions	E-Voting	18160	0	0	0	0	0	0	
	Poll		0	0	0	0	0	0	
	Postal		0	0	0	0	0	0	0
	Ballot		0	0	0	0	0	0	0
	Total		0	0	0	0	0	0	0
Public Non Institutions	E-Voting	31214388	324932	1.04%	323782	1150	99.65%	0.35%	
	Poll		409561	1.31%	407761	1800	99.56%	0.44%	
	Postal		0	0	0	0	0	0	0
	Ballot		0	0	0	0	0	0	0
	Total		734493	2.35%	731543	2950	99.60%	0.40%	
Total		78423100	734493	2.35%	731543	2950	99.60%	0.40%	



Office Address:
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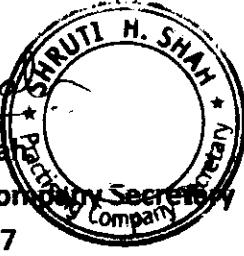


SHRUTI H. SHAH

B.Com, LL.B, FCS

Practicing Company Secretary

All Registers, relevant records and other incidental papers relating to electronic voting Postal Ballot Papers and Poll Papers were handed over to the Company Secretary of the Company for safe keeping.


Shruti H. Shah
Practicing Company Secretary
C.P. No. 8197


Date: 31.08.2017

Place: Mumbai

Countersigned by

For Ducon Infratechnologies Limited


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