



March 09, 2018

To  
National Stock Exchange of India Limited  
Exchange Plaza, Plot No. C/1, Block -G  
Bandra - Kurla Complex  
Bandra (East), Mumbai - 400 051

BSE Limited  
Corporate Relationship Department  
P.J. Towers, Dalal Street  
Mumbai - 400 001

Scrip Symbol: INFINITE

Scrip Code: 533154

Dear Sir

**Sub: Voting results of the Postal Ballot pursuant to Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.**


Please find enclosed herewith, the voting results of the Postal Ballot along with the scrutinizer report pursuant to Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 in respect of seeking consent of the shareholders of the Company by way of Special Resolution in respect of Voluntary delisting of the equity shares of the Company from BSE Limited and National Stock Exchange of India Limited.

We wish to inform you that the Special Resolution mentioned in the notice of Postal Ballot was passed by the shareholders with requisite majority as per the Companies Act, 2013 and Regulation 8(1)(b) of the SEBI(Delisting of Equity Shares) Regulations, 2009.

We request you to kindly take the above information on record.

Thanking you,

Yours faithfully,  
for **Infinite Computer Solutions (India) Limited**

  
**Rajesh Kumar Modi**  
Company Secretary



Encls: a/a

**INFINITE COMPUTER SOLUTIONS (INDIA) LTD**

**Resolution 1** :Voluntary delisting of the equity shares of the company from BSE Limited ("BSE"), and National Stock Exchange Of India Limited ("NSE") (BSE and NSE are collectively referred to as the "Stock Exchanges").

**Resolution required :(Ordinary / Special)** **Special Resolution**

**Whether promoter/promoter group are interested in the agenda/resolution ?** **Yes**

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 favor (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 & Promoter Group	E-VOTING	2,50,11,036	-	0.00	-	0	0.00	0.00
	POLL		-	0.00	-	0	0.00	0.00
	POSTAL BALLOT		2,50,11,036	100.00	2,50,11,036	0	100.00	0.00
	<b>TOTAL</b>		<b>2,50,11,036</b>	<b>2,50,11,036</b>	<b>100.00</b>	<b>2,50,11,036</b>	<b>0</b>	<b>100.00</b>
Public - Institutions	E-VOTING	5,50,338	4,50,155	81.80	4,50,155	0	100.00	0.00
	POLL		-	0.00	-	0	0.00	0.00
	POSTAL BALLOT		-	0.00	-	0	0.00	0.00
	<b>TOTAL</b>		<b>4,50,155</b>	<b>81.80</b>	<b>4,50,155</b>	<b>0</b>	<b>100.00</b>	<b>0.00</b>
Public-Non Institutions	E-VOTING	77,94,140	13,82,880	17.74	13,69,029	13,851	98.998	1.002
	POLL		-	0.00	-	-	0.00	0.00
	POSTAL BALLOT		19,60,852	25.16	19,60,852	-	100.00	0.00
	<b>TOTAL</b>		<b>33,43,732</b>	<b>42.90</b>	<b>33,29,881</b>	<b>13,851</b>	<b>99.586</b>	<b>0.414</b>
<b>TOTAL</b>	<b>GROSS TOTAL</b>	<b>3,33,55,514</b>	<b>2,88,04,923</b>	<b>86.36</b>	<b>2,87,91,072</b>	<b>13,851</b>	<b>99.952</b>	<b>0.048</b>

for Infinite Computer Solutions (India) Limited



Rajesh Kumar Modi  
Company Secretary

Dated: March 09, 2018



## FORM MGT-13 Scrutinizer's Report

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

To,  
The Chairman,  
Infinite Computer Solutions (India) Limited  
155, SOMDUTT CHAMBERS II 9, BHIKAJI CAMA PLACE  
NEW DELHI-110 066

Dear Sir,

I, Prashant Kumar Balodia, Partner of M/s. PDS & CO., having its office at A-53, First Floor, Gurunanak Pura, Laxmi Nagar, Delhi- 110092, was appointed as Scrutinizer by the Board of Directors of Infinite Computer Solutions (India) Limited (the "Company") for the purpose of scrutinizing the votes cast through ballots and e-voting, in respect of the resolution given in the postal ballot notice dated 24<sup>th</sup> January, 2018, hereby submits my report as under:

- I. Pursuant to section 110 of the Companies Act, 2013(hereinafter referred to as Act) and Rule 22 of the Companies (Management and Administration) Rule, 2014, as amended upto date, the postal ballot notice including statement under section 102 of the Act, were sent to all those whose names were mentioned in the register of members of the company as on 26<sup>th</sup> January, 2018(cut off date), by electronic means on February 02, 2018 to the members who have registered their email id and also to all the shareholders by courier, along with postal ballot forms by February 05, 2018. Postal ballot notice was also placed on the website of the company. The members of the company were given an option to vote electronically on e-voting platform, provided by National Securities Depository Limited (NSDL).
- II. The e-voting period commenced on 6<sup>th</sup> February, 2018 at 9.00 am (IST) and ended on 7<sup>th</sup> March, 2018 at 5.00pm (IST).
- III. The company received votes through e-voting and postal ballot forms.
- IV. The sealed prepaid postage envelopes received were opened in my presence along with two witnesses who are not the employees of the company, and ballots received were diligently scrutinized on 08<sup>th</sup> March, 2018. The ballot papers were reconciled with the records maintained by the company through Registrar and Transfer Agent and Authorizations lodged with the company.
- V. The list of shareholders who cast their votes through remote e-voting was unblocked in the presence of two witnesses on 7<sup>th</sup> March, 2018, at 6.10 pm (IST).
- VI. The ballot form, which were incomplete and/or which were otherwise found defective have been treated as invalid and kept separately.



The result of the E-voting together with voting through Postal Ballot are as under:

**a) Resolution- 1: Special Business**

Special Resolution- voluntary delisting of the equity shares of the company from BSE Limited (“BSE”), and National Stock Exchange Of India Limited (“NSE”) (BSE and NSE are collectively referred to as the “Stock Exchanges”).

(i) Votes **in favour** of the resolution:

Mode of voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	98	18,19,184	6.32
Voting by poll	17	2,69,71,888	93.64
<b>Total</b>	<b>115</b>	<b>2,87,91,072</b>	<b>99.96</b>

(ii) Votes **against** the resolution:

Mode of voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	30	13,851	0.04
Voting by poll	0	0	0.00
<b>Total</b>	<b>30</b>	<b>13,851</b>	<b>0.04</b>

(iii) **Invalid** votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them
0	0

The above resolution was passed as a Special Resolution with requisite majority as per section 114 of the Companies Act, 2013.

As per Regulation 8(1)(b) of the SEBI (Delisting of Equity Shares) Regulations, 2009, the public shareholders voting (excluding promoter and promoter group entities) is as given below:

(i) Votes **in favour** of the resolution:

Mode of voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	98	18,19,184	6.32
Voting by poll	12	19,60,852	6.80
<b>Total</b>	<b>110</b>	<b>37,80,036</b>	<b>13.12</b>



(ii) Votes **against** the resolution:

Mode of voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	30	13,851	0.04
Voting by poll	0	0	0.00
<b>Total</b>	<b>30</b>	<b>13,851</b>	<b>0.04</b>

(iii) **Invalid** votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them
0	0

The above Special Resolution was passed in terms of Regulation 8(1)(b) of SEBI (Delisting of Equity Shares) Regulations, 2009, since the votes cast by public shareholders in favour of the resolution, amount to more than two times the number of votes cast by public shareholders against the said resolution.

All the poll papers, electronic data and relevant records were sealed and handed over to the Company Secretary.

Thanking You,

Yours faithfully,  
For PDS & Co.



**Prashant Kumar Balodia**  
Partner  
M.No. FCS 6047  
CP No. 6153

**Place:** Delhi  
**Date:** March 09, 2018

**Witnesses:**

1. Mr. Adarsh Tiwari... Adarsh Tiwari.....
2. Mr. Shubham Kumar... Shubham Kumar.....