



# Munoth Communication Limited

(Formerly Munoth Investments Ltd)

Regd Office : Munoth Centre, Suite No. 48 111rd Floor, 343, Triplicane High Road, Chennai - 600 005. INDIA.  
Phone : 91-44-2859 1190 Fax : 91-44-2859 1189 E-mail : info@munothcommunication.com  
CIN : L65991TN1984PLC010816

Listing Compliance  
BSE Limited  
P J Towers, Dalal Street,  
Mumbai - 400 001

September 9, 2016

Dear Sir/ Madam,

**Sub: Regulation 44 (3) of the SEBI (Listing Obligations and Disclosure Requirements)  
Regulations, 2015 - Voting Results**

This is to inform you that the Members of the company at the 32<sup>nd</sup> Annual General Meeting held on September 8, 2016 transacted the business as stated in the Notice dated August 1, 2016.

The voting results along with the scrutinizers report are attached as Annexures.

Thanking you,

Yours faithfully,  
for MUNOTH COMMUNICATION LIMITED

*Jinal Jain*  
JINAL JAIN  
COMPANY SECRETARY



ANNEXURE A

**Regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 – VOTING RESULTS**

Date of the AGM/EGM	08.09.2016
Total number of shareholders on record date	2692
No. of shareholders present in the meeting either in person or through proxy :	
Promoters and Promoter group :	13
Public:	5
No. of shareholders attended the meeting through Video Conferencing :	NOT APPLICABLE
Promoters and Promoter group:	
Public:	



*(Handwritten signature)*

AGENDA WISE DISCLOSURE:

1.

Ordinary Resolution		To receive, consider and adopt the audited financial statements of the company along with the consolidated financial statements of the company for the financial year ended march 31,2016 including the audited balance sheet, statement of profit and loss account and cash flow statement as on date and reports of the directors and auditors thereon.									
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			
Promoter and Promoter Group	E-Voting		2841987	99.99	2841987	0.00	100.00	0.00			
	Poll		0	0	0	0	0	0			
	Postal ballot (Not applicable)		NA	NA	NA	NA	NA	NA			NA
	Total	2842087	2841987	99.99	2841987	0.00	100.00	0.00			0.00
Public Institutions	E-Voting		0	0	0	0	0	0			
	Poll		0	0	0	0	0	0			
	Postal ballot (Not applicable)		NA	NA	NA	NA	NA	NA			NA
	Total	311625	0	0	0	0	0.00	0.00			0.00
Public Non Institutions	E-Voting		4000400	61.58	4000400	0.00	100.00	0.00			
	Poll		602	0.01	602	0.00	100.00	0.00			
	Postal ballot (Not applicable)		NA	NA	NA	NA	NA	NA			NA
	Total	6495688	4001002	61.59	4001002	0	100.00	0.00			0.00
TOTAL		9649400	6842989	70.92	6842989	0.00	100.00	0.00			0.00



2.

Ordinary Resolution		To appoint a Director in place of Vikas Munoth (DIN No. 00769366) who retires by rotation at this Annual General Meeting and being eligible, offers himself for re-appointment.									
Whether promoter/promoter group are interested in the agenda/resolution?		Yes									
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			
Promoter and Promoter Group	E-Voting		2841987	99.99	2841987	0.00	100.00	0.00			
	Poll		0	0	0	0	0	0			
	Postal ballot (Not applicable)		NA	NA	NA	NA	NA	NA			
	Total	2842087	2841987	99.99	2841987	0.00	100.00	0.00			
Public Institutions	E-Voting		0	0	0	0	0	0			
	Poll		0	0	0	0	0	0			
	Postal ballot (Not applicable)		NA	NA	NA	NA	NA	NA			
	Total	311625	0	0	0	0	0	0.00			
Public Non Institutions	E-Voting		4000400	61.58	4000400	0.00	100.00	0.00			
	Poll		602	0.01	602	0.00	100.00	0.00			
	Postal ballot (Not applicable)		NA	NA	NA	NA	NA	NA			
	Total	6495688	4001002	61.59	4001002	0	100.00	0.00			
TOTAL		9649400	6842989	70.92	6842989	0.00	100.00	0.00			



3.

Ordinary Resolution		To appoint a Director in place of Bharat Munoth (DIN No. 00769588) who retires by rotation at this Annual General Meeting and being eligible, offers himself for re-appointment.									
Whether promoter/promoter group are interested in the agenda/resolution?		Yes									
Category	Mode of Voting	No. of shares held	No. of votes polled	% of votes 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			
Promoter and Promoter Group	E-Voting		2841987	99.99	2841987	0.00	100.00	0.00			
	Poll		0	0	0	0	0	0			
	Postal ballot (Not applicable)		NA	NA	NA	NA	NA	NA			
	Total	2842087	2841987	99.99	2841987	0.00	100.00	0.00			
Public Institutions	E-Voting		0	0	0	0	0	0			
	Poll		0	0	0	0	0	0			
	Postal ballot (Not applicable)		NA	NA	NA	NA	NA	NA			
	Total	311625	0	0	0	0	0.00	0.00			
Public Non Institutions	E-Voting		4000400	61.58	4000400	0.00	100.00	0.00			
	Poll		602	0.01	602	0.00	100.00	0.00			
	Postal ballot (Not applicable)		NA	NA	NA	NA	NA	NA			
	Total	6495688	4001002	61.59	4001002	0	100.00	0.00			
TOTAL		9649400	6842989	70.92	6842989	0.00	100.00	0.00			



*(Signature)*

4.

Ordinary Resolution		Ratification of Appointment of M/s Kumbhat & Co as the Auditors of the Company.							
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	
Promoter and Promoter Group	E-Voting		2841987	99.99	2841987	0.00	100.00	0.00	0.00
	Poll		0	0	0	0	0	0	0
	Postal ballot (Not applicable)		NA	NA	NA	NA	NA	NA	NA
	Total	2842087	2841987	99.99	2841987	0.00	100.00	0.00	0.00
Public Institutions	E-Voting		0	0	0	0	0	0	0
	Poll		0	0	0	0	0	0	0
	Postal ballot (Not applicable)		NA	NA	NA	NA	NA	NA	NA
	Total	311625	0	0	0	0	0.00	0.00	0.00
Public Non Institutions	E-Voting		4000400	61.58	4000400	0.00	100.00	0.00	0.00
	Poll		602	0.01	602	0.00	100.00	0.00	0.00
	Postal ballot (Not applicable)		NA	NA	NA	NA	NA	NA	NA
	Total	6495688	4001002	61.59	4001002	0	100.00	0	0.00
TOTAL		9649400	6842989	70.92	6842989	0.00	100.00	0.00	0.00



*(Signature)*

5.

Ordinary Resolution		To regularize Additional Director Mr.Lalchand Munoth as the Director of the Company.									
Whether promoter/promoter group are interested in the agenda/resolution?		Yes									
Category	Mode of Voting	No. of shares held	No. of votes polled	% of votes 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			
Promoter and Promoter Group	E-Voting		2841987	99.99	2841987	0.00	100.00	0.00			
	Poll		0	0	0	0	0	0			
	Postal ballot (Not applicable)		NA	NA	NA	NA	NA	NA			
	Total	2842087	2841987	99.99	2841987	0.00	100.00	0.00			
Public Institutions	E-Voting		0	0	0	0	0	0			
	Poll		0	0	0	0	0	0			
	Postal ballot (Not applicable)		NA	NA	NA	NA	NA	NA			
	Total	311625	0	0	0	0	0.00	0.00			
Public Non Institutions	E-Voting		4000400	61.58	4000400	0.00	100.00	0.00			
	Poll		602	0.01	602	0.00	100.00	0.00			
	Postal ballot (Not applicable)		NA	NA	NA	NA	NA	NA			
	Total	6495688	4001002	61.59	4001002	0	100.00	0.00			
TOTAL		9649400	6842989	70.92	6842989	0.00	100.00	0.00			



*(Signature)*

Date :

CONSOLIDATED SCRUTINIZER'S REPORT ON E-VOTING AND POLL

To  
The Chairman,  
Munoth Communication Limited,  
Suite No 48, Munoth Centre,  
343, Triplicane High Road,  
Chennai – 600 005

Sub: 32<sup>nd</sup> Annual General Meeting (AGM) of the Equity Shareholders of Munoth Communication Limited (MCL) held on Thursday, September 8, 2016 at 10:30 AM at Nahar Hall (South India Hire Purchase Association), Desabandhu Plaza, 1<sup>st</sup> floor, 47, Whites Road, Royapettah, Chennai – 600 014.

Dear Sir,

I, N Selvam, Company Secretary in Whole-time practice was appointed as Scrutinizer by the Board of Directors of the Company for the purpose of scrutinizing the e-voting process (remote e-voting) under the provisions of Section 108 of the Companies Act, 2013 (Act) read with Rule 20 of the Companies (Management and Administration) Rules, 2015 and Poll process under the provisions of Section 109 of the Act read with Rule 21 of the Companies (Management and Administration) Rules, 2014 read with Regulation 44 (3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 entered into by the Company with BSE Limited (BSE) on the resolutions contained in the notice to the 32<sup>nd</sup> AGM of the Equity Shareholders of the Company held on September 8, 2016 at 10:30 AM at Nahar Hall (South India Hire Purchase Association), Desabandhu Plaza, 1<sup>st</sup> floor, 47, Whites Road, Royapettah, Chennai – 600 014. Submit the report as under:

The Company has appointed Central Depository Services Limited (CDSL) as the service provider for executing the facility of electronic voting to the shareholders of the Company from September 05, 2016 at 9:00 A M IST to September 07, 2016 at 5:00 P M IST all the resolutions set forth in the AGM Notice. The E-Voting results were unblocked by me and the results are given as the annexure.





Date :

At the 32<sup>nd</sup> AGM of the Company held on September 8, 2016, the Chairman of the Company had suo moto called for the poll to facilitate the members present in the meeting who could not participate in the e-voting to record their votes through the Poll Process. The scrutinizer report in Form No- 13 is also enclosed herewith.

The results of the e-voting together with that of the Poll are also enclosed herewith.

All the resolutions stands passed based on combined result (E-voting and Poll) with the requisite majority.

I hereby confirm that I have downloaded the details received from the service provider in respect of the votes cast through e-voting and the Poll Papers and all other relevant records in respect of polls were handed over to the Company for safe keeping..

Thanking you,

Place: Chennai  
Date: 09/09/2016

  
Signature and Seal

N. SELVAM, B.Sc., B.G.L., F.C.S.,  
COMPANY SECRETARY  
FCS No. 4318, C.P. No. 4858,  
261 / 18, ANBU COLONY,  
ANNA NAGAR, CHENNAI - 600 040.  
PH. No. : 2618 5894



Date :

FORM NO. MGT – 13  
SCRUTINIZER'S REPORT

(Pursuant to Section 109 of the Companies Act, 2013 and Rule 21(2) of the Companies  
(Management and Administration) Rules, 2014)

To  
The Chairman,  
Munoth Communication Limited,  
Suite No 48, Munoth Centre,  
343, Triplicane High Road,  
Chennai – 600 005

Sub: 32<sup>nd</sup> Annual General Meeting (AGM) of the Equity Shareholders of Munoth Communication Limited (MCL) held on Thursday, September 8, 2016 at 10:30 AM at Nahar Hall (South India Hire Purchase Association), Desabandhu Plaza, 1<sup>st</sup> floor, 47, Whites Road, Royapettah, Chennai – 600 014.

Dear Sir,

I, N Selvam, Company Secretary in Whole-time Practice was appointed as Scrutinizer by the Board of Directors of the Company for the purpose of scrutinizing the Poll process under the provisions of Section 109 of the Companies Act, 2013 read with Rule 21 of the Companies (Management and Administration) Rules, 2014 , on the resolutions contained in the notice to the 32<sup>nd</sup> AGM of the Equity Shareholders of the Company held on the September 8, 2016 at 10:30 AM at Nahar Hall (South India Hire Purchase Association), Desabandhu Plaza, 1<sup>st</sup> floor, 47, Whites Road, Royapettah, Chennai – 600 014, submit my report as under:

1. After the time fixed for closing of the poll by the Chairman, one (1) ballot box kept for polling were locked in my presence with due identification marks placed by me.
2. The locked ballot box was subsequently opened in my presence and in the presence of two witnesses and poll papers were diligently scrutinized, The poll papers were reconciled with the records maintained by the Registrar and Share Transfer Agents of the Company, M/s. Cameo Corporate Services Limited and the authorizations lodged with MCL.



Date :

3. There were no poll papers which were incomplete and/or otherwise found defective.
4. The result of the Poll is attached herewith as Annexure A.
5. The Poll Papers and all other relevant records were sealed and handed over to the Company for safe keeping.
6. The combined results of the votes (electronic and physical) are annexed as Annexure B to this report.
7. All of the above mentioned resolutions have been passed with requisite majority.

Thanking you,

Place: Chennai  
Date: 09/09/2016

  
Signature and Seal

N. SELVAM, B.Sc., B.G.L., F.C.S.,  
COMPANY SECRETARY  
FCS No. 4318, C.P. No. 4858,  
281 / 18, ANBU COLONY,  
ANNA NAGAR, CHENNAI - 600 040.  
PH. No. : 2618 5894



## ANNEXURE A

MUNOTH COMMUNICATION LIMITED – 32<sup>nd</sup> Annual General Meeting held on September 8, 2016

## RESULTS OF POLL

## 1. Ordinary Resolution:- Item No. 1

Adoption of Audited financial statements along with the consolidated financial statements,  
Report of the Board of Directors and Auditors for the Financial Year ended March 31, 2016:

Sl. No	Particulars	Number of Members present and Voting ( in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
(i)	Voted in favour of the resolution	4	602	100.00
(ii)	Voted against the resolution	0	0	0.00
(iii)	Invalid votes	Total number of members (in person or proxy) whose votes were declared invalid	Total number of votes cast by them	
		0	0	

## 2. Ordinary Resolution:- Item No. 2

Reappointment of Mr. Vikas Munoth (DIN No: 00769366) as Director who retires by rotation

Sl. No	Particulars	Number of Members present and Voting ( in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
(i)	Voted in favour of the resolution	4	602	100.00
(ii)	Voted against the resolution	0	0	0.00
(iii)	Invalid votes	Total number of members (in person or proxy) whose votes were declared invalid	Total number of votes cast by them	
		0	0	

N. SELVAM, B.Sc., B.G.L., F.C.S.,  
COMPANY SECRETARY  
FCS No. 4318, C.P. No. 4858,  
281 / 18, ANBU COLONY,  
ANNA NAGAR, CHENNAI - 600 040.  
PH. No. : 2618 5894



3. Ordinary Resolution:- Item No. 3

Reappointment of Mr. Bharat Munoth (DIN No.00769588) as Director who retires by rotation

Sl. No	Particulars	Number of Members present and Voting ( in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
(i)	Voted in favour of the resolution	4	602	100.00
(ii)	Voted against the resolution	0	0	0.00
(iii)	Invalid votes	Total number of members (in person or proxy) whose votes were declared invalid	Total number of votes cast by them	
		0	0	

4. Ordinary Resolution:- Item No. 4

Ratification of appointment of M/s Kumbhat & Company as auditors of the Company

Sl. No	Particulars	Number of Members present and Voting ( in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
(i)	Voted in favour of the resolution	4	602	100.00
(ii)	Voted against the resolution	0	0	0.00
(iii)	Invalid votes	Total number of members (in person or proxy) whose votes were declared invalid	Total number of votes cast by them	
		0	0	

5. Ordinary Resolution:- Item No. 5

To regularize Additional Director Mr.Lalchand Munoth as Director

Sl. No	Particulars	Number of Members present and Voting ( in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
(i)	Voted in favour of the resolution	4	602	100.00
(ii)	Voted against the resolution	0	0	0.00
(iii)	Invalid votes	Total number of members (in person or proxy) whose votes were declared invalid	Total number of votes cast by them	
		0	0	

N. SELVAM, B.Sc., B.G.L., F.C.S.,  
COMPANY SECRETARY  
FCS No. 4318, C.P. No. 4858,  
201 / 18, ANBU COLONY,  
ANNA NAGAR, CHENNAI - 600 040.  
PH. No. : 2618 5894



**ANNEXURE B**

Item No	Type of resolution	Description	Particulars of business	Total no of votes cast	Votes in favour of the resolution		Votes against the resolution		Invalid Votes	
					No.s	%age	No.s	%age	No.s	% age
1	Ordinary	Adoption of Audited financial Statement along with consolidated financial statements Report of the Board of Directors and Auditors for the Financial Year ended March 31, 2016.	E-Voting	6842387	6842387	100.00	0	0.00	0	0.00
			Poll	602	602	100.00	0	0.00	0	0.00
			Total	6842989	6842989	100.00	0	0.00	0	0.00
2	Ordinary	Reappointment of Mr. Vikas Munoth (DIN No: 00769366) as Director who retires by rotation.	E-Voting	6842387	6842387	100.00	0	0.00	0	0.00
			Poll	602	602	100.00	0	0.00	0	0.00
			Total	6842989	6842989	100.00	0	0.00	0	0.00
3	Ordinary	Reappointment of Mr. Bharat Munoth (DIN No.00769588) as Director who retires by rotation.	E-Voting	6842387	6842387	100.00	0	0.00	0	0.00
			Poll	602	602	100.00	0	0.00	0	0.00
			Total	6842989	6842989	100.00	0	0.00	0	0.00
4	Ordinary	Ratification of appointment of M/s Kumbhat & Company as auditors of the Company.	E-Voting	6842387	6842387	100.00	0	0.00	0	0.00
			Poll	602	602	100.00	0	0.00	0	0.00
			Total	6842989	6842989	100.00	0	0.00	0	0.00
5	Ordinary	Regularization of Additional Director Mr.Lalchand Munoth as Director.	E-Voting	6842387	6842387	100.00	0	0.00	0	0.00
			Poll	602	602	100.00	0	0.00	0	0.00
			Total	6842989	6842989	100.00	0	0.00	0	0.00

**N. SELVAM, B.Sc., B.G.L., F.C.S.,**  
 COMPANY SECRETARY  
 FCS No. 4910, C.P. No. 4858,  
 261 / 18, ANBU COLONY,  
 ANNA NAGAR, CHENNAI - 600 040.  
 PH. No. : 2618 5894

