



11<sup>th</sup> August, 2016

1. The Secretary  
Bombay Stock Exchange Limited  
Phiroze Jeejeebhoy Towers  
Dalal Street  
Mumbai - 400 001.

**Fax No. 022 - 2272 3121 / 3719 / 2037 / 2039 / 2041 / 2061**

2. The Secretary  
National Stock Exchange of India Limited  
"Exchange Plaza"  
Bandra-Kurla Complex  
Bandra East  
Mumbai - 400 051.

**Fax No.022 - 26598237 / 38**

**Sub: 41<sup>st</sup> Annual General Meeting (AGM) – Voting Results and Scrutinizer's Report**

**Scrip Code: NSE: DYNAMATECH, BSE: 505242**

Dear Sir,

The 41<sup>st</sup> Annual General Meeting of the Company was held today, at Hotel "Vivanta by Taj", No. 2275, Tumkur Road, Yeshwantpur, Bangalore 560 022 at 10:00 am.

In respect of the above, we hereby submit the following documents:

1. Voting results in terms of regulation 44 of SEBI (LODR) Regulations, 2015.
2. Scrutinizer's Report in terms of section 108 of the Companies Act, 2013 read with rules made thereunder.

We request the exchanges to take this on record.

Thanking you,

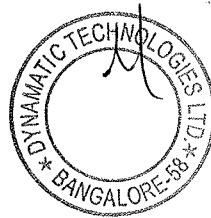
Yours faithfully,  
for **DYNAMATIC TECHNOLOGIES LIMITED**

**Naveen Chandra P**  
**Head-Legal, Compliance and Company Secretary**

Enclosure: as above

NAME: **DYNAMATIC TECHNOLOGIES LIMITED**

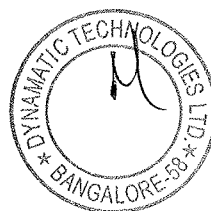
SLNO	DESCRIPTION					
A	DATE OF AGM			<b>11-08-2016</b>		
B	BOOK CLOSURE DATE			<b>05-08-2016 TO 11-08-2016 ( BOTH DAYS INCLUSIVE )</b>		
C	TOTAL NUMBER OF SHAREHOLDERS ON RECORD DATE			<b>9680</b>		
D	NO OF SHAREHOLDERS PRESENT IN THE MEETING EITHER IN PERSON OR THROUGH PROXY			<b>83</b>		
	SHAREHOLDERS	PRESENT IN PERSON	PRESENT THROUGH PROXY	TOTAL	SHARES	% TO CAPITAL
	PROMOTER AND PROMOTER GROUP ( )	<b>10</b>	<b>0</b>	<b>10</b>	<b>3237307</b>	<b>51.05001</b>
	PUBLIC	<b>72</b>	<b>1</b>	<b>73</b>	<b>10064</b>	<b>0.15870</b>
	TOTAL	<b>82</b>	<b>1</b>	<b>83</b>	<b>3247371</b>	<b>51.20871</b>
E	No. of shareholders attended the meeting through Video conferencing: <b>No video conferencing facility was made available.</b>					



	DYNAMIC TECHNOLOGIES LIMITED
Date of the AGM/EGM	11-08-2016
Total number of shareholders on record date	9680
No. of shareholders present in the meeting either in person or	
Promoters and Promoter Group:	10
Public:	73
No. of Shareholders attended the meeting through Video	
Promoters and Promoter Group:	0
Public:	0

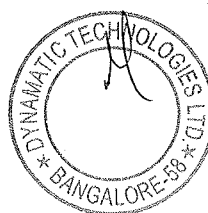
Resolution required: (Ordinary/ Special)	ORDINARY - Adoption of standalone & consolidated financial statements along with Auditors' Report and Directors' Report.							
Whether promoter/ promoter group are interested in the agenda/resolution?	Yes							
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes – in favour (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 and Promoter Group	E-Voting	3237307	3237307	100.0000	3237307	0	100.0000	0.0000
	Poll		0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000
	Total	3237307	3237307	100	3237307	0	100	0
Public- Institutions	E-Voting	1670993	960946	57.5075	960946	0	100.0000	0.0000
	Poll		0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000
	Total	1670993	960946	57.5075	960946	0	100	0
Public- Non Institutions	E-Voting	1433143	165	0.0115	165	0	100.0000	0.0000
	Poll		1431	0.0999	1431	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000
	Total	1433143	1596	0.1114	1596	0	200	0
Total		6341443	4199849	66.2286	4199849	0	100.0000	0.0000

Resolution required: (Ordinary/ Special)	ORDINARY - Appointment of Mr. Dietmar Hahn (DIN: 06414463), as a Director liable to retire by rotation.							
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 favour (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 and Promoter Group	E-Voting	3237307	3237307	100.0000	3237307	0	100.0000	0.0000
	Poll		0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000
	Total	3237307	3237307	100	3237307	0	100	0
Public- Institutions	E-Voting	1670993	960946	57.5075	935866	25080	97.3900	2.6099
	Poll		0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000
	Total	1670993	960946	57.5075	935866	25080	97.39	2.6099
Public- Non Institutions	E-Voting	1433143	90	0.0063	84	6	93.3333	6.6666
	Poll		1431	0.0999	1431	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000
	Total	1433143	1521	0.1062	1515	6	193.3333	6.6666
Total		6341443	4199774	66.2274	4174688	25086	99.4027	0.5973



Resolution required: (Ordinary/ Special)	ORDINARY - Ratification of appointment of Statutory Auditors of the Company.							
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 favour (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 and Promoter Group	E-Voting	3237307	3237307	100.0000	3237307	0	100.0000	0.0000
	Poll		0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000
	Total	3237307	3237307	100	3237307	0	100	0
Public- Institutions	E-Voting	1670993	960946	57.5075	764710	196236	79.5788	20.4211
	Poll		0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000
	Total	1670993	960946	57.5075	764710	196236	79.5788	20.4211
Public- Non Institutions	E-Voting	1433143	165	0.0115	165	0	100.0000	0.0000
	Poll		1431	0.0999	1431	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000
	Total	1433143	1596	0.1114	1596	0	200	0
Total		6341443	4199849	66.2286	4003613	196236	95.3275	4.6725

Resolution required: (Ordinary/ Special)	ORDINARY - Ratification of remuneration of Cost Auditors of the Company.							
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 favour (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 and Promoter Group	E-Voting	3237307	3237307	100.0000	3237307	0	100.0000	0.0000
	Poll		0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000
	Total	3237307	3237307	100	3237307	0	100	0
Public- Institutions	E-Voting	1670993	960946	57.5075	960946	0	100.0000	0.0000
	Poll		0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000
	Total	1670993	960946	57.5075	960946	0	100	0
Public- Non Institutions	E-Voting	1433143	165	0.0115	159	6	96.3636	3.6363
	Poll		1431	0.0999	1421	10	99.3011	0.6988
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000
	Total	1433143	1596	0.1114	1580	16	99.9996	0.0004
Total		6341443	4199849	66.2286	4199833	16	99.9996	0.0004



**R. Vijayakumar** B.Com, LL.B, FCS.,  
Company Secretary in Practice



V.M. Arcade, No. 376/A, 4th Floor  
5th Main, 14th Cross, 6th Sector, HSR Layout  
Bangalore - 560 102.  
e-mail : vijay@viesva.com  
Mob : +91-9449002064

### **Report of Scrutinizer**

*[Pursuant to Sections 108 & 109 of the Companies Act, 2013 and rules 20 and 21 of the Companies (Management and Administration) Rules, 2014]*

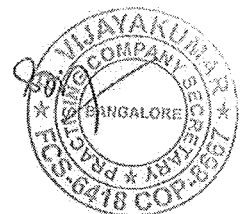
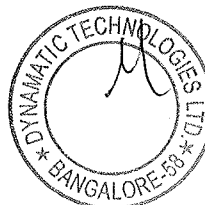
To

The Chairman,  
41<sup>st</sup> Annual General Meeting of the Equity Shareholders of Dynamatic Technologies Limited held on Thursday, 11<sup>th</sup> August 2016 at 10:00 am (IST) at "Vivanta" by Taj, No.2275, Tumkur Road, Yeshwantpur, Bangalore – 560 022

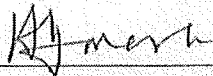
Dear Sir,

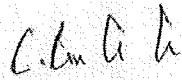
I, R. Vijayakumar, Practising Company Secretary, appointed as Scrutinizer for the purpose of the scrutinizing the remote e-voting, physical ballot forms and poll taken on the below mentioned resolution(s), at the 41<sup>st</sup> Annual General Meeting of the Equity Shareholders of Dynamatic Technologies Limited held on Thursday, 11<sup>th</sup> August 2016 at 10:00 am (IST) at "Vivanta" by Taj, No.2275, Tumkur Road, Yeshwantpur, Bangalore – 560 022, submit my report as under:

1. The Compliance with the provisions of the Companies Act, 2013 and the Rules made thereunder relating to voting through electronic means (by remote e-voting), physical ballot forms and poll on the resolutions proposed in the Notice of the 41<sup>st</sup> Annual General Meeting of the Company is the responsibility of the management. My responsibility as a Scrutinizer is to ensure that the voting process through electronic mean, physical ballot forms and use of ballots by poll at the meeting are conducted in a fair and transparent manner and render consolidated scrutinizer report of the votes cast in favour or against, if any, to the Chairman on the resolutions, based on the reports generated from the electronic voting system provided by Karvy Computershare Private Limited ("Karvy"), physical ballot forms and Voting at the AGM by Poll.

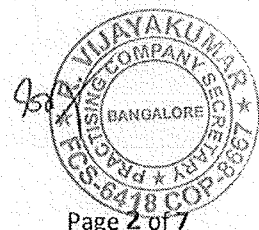
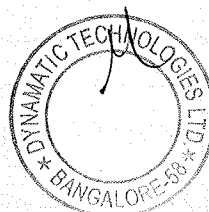


2. The Shareholders holding shares as on the cut-off date (i.e.,) 04<sup>th</sup> August 2016 were entitled to vote on the proposed resolutions (Item Nos., 1 to 4) as set out in the Notice of the 41<sup>st</sup> AGM of the Company;
3. The remote e-voting period remained open from 08<sup>th</sup> August 2016 (09:00) to 10<sup>th</sup> August 2016 (17:00 hrs). The Physical Ballots were open for receipt till 17:00 hrs of 10<sup>th</sup> August 2016. As per the details provided by the Company, no Physical Ballot form has been received till the cut-off time (i.e.,) 10<sup>th</sup> August 2016 (17:00 hrs).
4. At the meeting, after the time fixed for closing of the poll by the Chairman, 2 (Two) ballot boxes were kept for polling was locked in my presence with due identification marks placed by me.
5. Immediately after conclusion of voting at the AGM, the locked ballot boxes were subsequently opened in my presence and poll papers were diligently scrutinized. The poll papers were reconciled with the records maintained by the Company / Registrar and Transfer Agents of the Company and the authorizations / proxies lodged with the Company.
6. The votes cast at the meeting and thereafter, the remote e-voting was unblocked on 11<sup>th</sup> August, 2016 in the presence of two witnesses viz., Mr Ganesh Moorthy H and Mr. Ram Chandra Kumar C who are not in the employment of the Company. They have signed below in confirmation of the votes being unblocked in their presence.

  
Ganesh Moorthy H

  
Ram Chandra Kumar C

7. The details containing, inter alia, list of equity shareholders, who voted, were downloaded from the e-voting website of Karvy - <https://evoting.karvy.com/>
8. The consolidated results (viz., Remote e-voting, Physical Ballot form and Poll at AGM) are as under:



**ORDINARY BUSINESS**

**Resolution No.1:** To consider, approve and adopt the Audited Balance Sheet of the Company (including the consolidated financial statements), as at 31 March 2016, Profit and Loss Account for the year ended on that date, together with the reports of the Auditors and the Directors thereon – Ordinary Resolution

(i) Voted in favour of the resolution

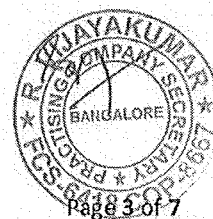
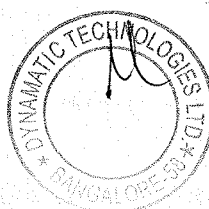
Particulars (E-Voting / Poll at AGM)	No. of members voted	No. of Votes cast (Shares)	% of total number of valid votes cast
Remote E-Voting	33	4198418	100.0000%
Physical Ballot Form	0	0	0.0000%
Poll at AGM	37	1431	100.0000%
<b>Total</b>	<b>70</b>	<b>4199849</b>	<b>100.0000%</b>

(ii) Voted against the resolution

Particulars (E-Voting / Poll at AGM)	No. of members voted	No. of Votes cast (Shares)	% of total number of valid votes cast
Remote E-Voting	0	0	-
Physical Ballot Form	0	0	-
Poll at AGM	0	0	-
<b>Total</b>	<b>0</b>	<b>0</b>	<b>-</b>

(iii) Invalid Votes

Particulars (E-Voting / Poll at AGM)	Total No. of members whose votes were declared invalid	Total number of votes cast
Remote E-Voting	0	0
Physical Ballot Form	0	0
Poll at AGM	5	216
<b>Total</b>	<b>5</b>	<b>216</b>



**Resolution No.2:** To appoint a Director in place of Mr. Diet Hahn (DIN: 06414463), who retires by rotation and, being eligible, offers himself for reappointment – Ordinary Resolution

(i) Voted in favour of the resolution

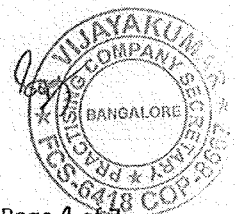
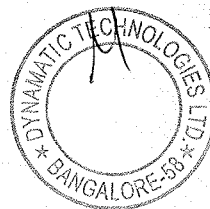
Particulars (E-Voting / Poll at AGM)	No. of members voted	No. of Votes cast (Shares)	% of total number of valid votes cast
Remote E-Voting	30	4173257	99.4025%
Physical Ballot Form	0	0	0.0000%
Poll at AGM	37	1431	100.0000%
<b>Total</b>	<b>67</b>	<b>4174688</b>	<b>99.4027%</b>

(ii) Voted against the resolution

Particulars (E-Voting / Poll at AGM)	No. of members voted	No. of Votes cast (Shares)	% of total number of valid votes cast
Remote E-Voting	2	25086	0.5975%
Physical Ballot Form	0	0	0.0000%
Poll at AGM	0	0	0.0000%
<b>Total</b>	<b>2</b>	<b>25086</b>	<b>0.5973%</b>

(iii) Invalid Votes

Particulars (E-Voting / Poll at AGM)	Total No. of members whose votes were declared invalid	Total number of votes cast
Remote E-Voting	1	75
Physical Ballot Form	0	0
Poll at AGM	5	216
<b>Total</b>	<b>6</b>	<b>291</b>





**Resolution No.3:** To ratify the appointment of Statutory Auditors of the Company viz., M/s B S R & Co., LLP, Chartered Accountants, Bangalore (FRN 101248W/W-100022) and to fix their remuneration – Ordinary Resolution

(i) Voted in favour of the resolution

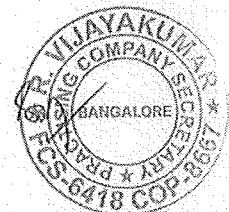
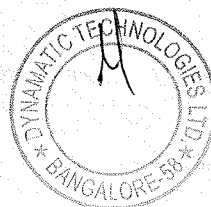
Particulars (E-Voting / Poll at AGM)	No. of members voted	No. of Votes cast (Shares)	% of total number of valid votes cast
Remote E-Voting	26	4002182	95.3260%
Physical Ballot Form	0	0	0.0000%
Poll at AGM	37	1431	100.0000%
<b>Total</b>	<b>63</b>	<b>4003613</b>	<b>95.3275%</b>

(ii) Voted against the resolution

Particulars (E-Voting / Poll at AGM)	No. of members voted	No. of Votes cast (Shares)	% of total number of valid votes cast
Remote E-Voting	7	196236	4.6740%
Physical Ballot Form	0	0	0.0000%
Poll at AGM	0	0	0.0000%
<b>Total</b>	<b>7</b>	<b>196236</b>	<b>4.6725%</b>

(iii) Invalid Votes

Particulars (E-Voting / Poll at AGM)	Total No. of members whose votes were declared invalid	Total number of votes cast
Remote E-Voting	0	0
Physical Ballot Form	0	0
Poll at AGM	5	216
<b>Total</b>	<b>5</b>	<b>216</b>



**SPECIAL BUSINESS**

**Resolution No. 4 :** To ratify the remuneration agreed to be paid to M/s. Rao, Murthy and Associates, Cost Auditors of the Company, for the financial year 2016-17 - Ordinary Resolution

## (i) Voted in favour of the resolution

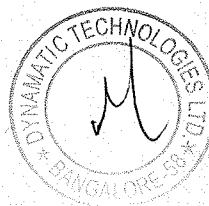
Particulars (E-Voting / Poll at AGM)	No. of members voted	No. of Votes cast (Shares)	% of total number of valid votes cast
Remote E-Voting	32	4198412	99.9999%
Physical Ballot Form	0	0	0.0000%
Poll at AGM	36	1421	99.3012%
<b>Total</b>	<b>68</b>	<b>4199833</b>	<b>99.9996%</b>

## (ii) Voted against the resolution

Particulars (E-Voting / Poll at AGM)	No. of members voted	No. of Votes cast (Shares)	% of total number of valid votes cast
Remote E-Voting	1	6	0.0001%
Physical Ballot Form	0	0	0.0000%
Poll at AGM	1	10	0.6988%
<b>Total</b>	<b>2</b>	<b>16</b>	<b>0.0004%</b>

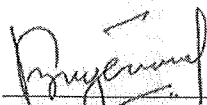
## (iii) Invalid Votes

Particulars (E-Voting / Poll at AGM)	Total No. of members whose votes were declared invalid	Total number of votes cast
Remote E-Voting	0	0
Physical Ballot Form	0	0
Poll at AGM	5	216
<b>Total</b>	<b>5</b>	<b>216</b>



9. All relevant records of remote e-Voting will remain in my custody until the Chairman considers, approves and signs the minutes of the 41<sup>th</sup> AGM, upon which the records will be handed over to the Chairman / Company Secretary for safe keeping.
10. Poll papers and all other relevant records were sealed and handed over to the Company Secretary for safe keeping.

Thanking you,  
Yours faithfully,



R. Vijayakumar  
Practising Company Secretary  
FCS – 6418; COP – 8667  
Place : Bangalore  
Date : 11 August 2016

