

**ASTRA MICROWAVE PRODUCTS LIMITED**

Regd. Office : ASTRA Towers, Survey No. 12(P), Kothaguda Post,
Kondapur, Hitechcity, Hyderabad, Andhra Pradesh, INDIA - 500084.

Tel : +91-40-30618000, 30618001. Fax : +91-40-30618048

E-mail : info@astramwp.com, website : www.astramwp.com

CIN : L29309TG1991PLC013203

Ref :ASTRAMICRO:NSE:TAN:2015-16

Date: May 12, 2015

To
The Manager
Listing Department
National Stock Exchange of India Ltd
"Exchange Plaza",
Bandra-Kurla Complex,
Bandra (E),
Mumbai-400 051

Dear sir,

**Sub: Results of Postal Ballot on resolutions set out in notice of
Postal Ballot dated 2nd April, 2015.**

Further to our letter dated 6th April, 2015, we wish to inform you that the postal ballot process initiated by our Company for seeking the approval of shareholders to Offer / Further Issue of Securities and Appointment of Mr.Ganapathi Subramani Sabarinathan as Independent Director of the Company was completed yesterday i.e. on May 11, 2015.

After completion of the said postal ballot process, based on the report received from Scrutinizer, today i.e. May 12, 2015, we would like to inform you that Resolutions 1 and 2 mentioned in the aforesaid notice have been passed by the members of the company by requisite majority.

Please find enclosed the voting results of the postal ballot along with copy of Scrutinizers report.

This is for your information and records.

Thanking you,

Yours faithfully,
For Astra Microwave Products Ltd

T. Anjaneyulu
T.Anjaneyulu
Company Secretary



Works :

Unit 1 : Plot No. 12, ANRICH Industrial Estate, Bollaram, Medak Dist., A.P. - 502325

Unit 2 : Plot No. 56A, ANRICH Industrial Estate, Bollaram, Medak Dist., A.P. - 502325

Unit 3 : Sy. No. 1/1, Imarath Kancha, Raviryala (Vil), Maheshwaram (Mdl) R.R.Dist., A.P. - 500005

Unit 4 : Plot No.18 to 21, Imarath Kancha, Hardware Park, Raviryala (Vil), Maheshwaram (Mdl) R.R.Dist., A.P. - 500005

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Results of Postal Ballot

Pursuant to Section 110 of Companies Act, 2013 ("the Act") read with Rule 22 of the Companies (Management and Administration) Rules, 2014 ("Rules"), members' approval was sought through postal ballot, for resolutions contained in the Postal Ballot Notice dated 02 April, 2015. The Postal Ballot Notice containing the Resolutions together with the statement to be annexed to the Postal Ballot Notice was sent to all shareholders on 10th April, 2015 and the last date for receipt of Postal Ballot forms duly completed from the shareholders was 11th May, 2015 (up to 6.00 p.m.)

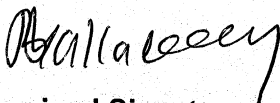
Mr. L. Dhanamjay Reddy, Practicing Company Secretary, Hyderabad, appointed as Scrutinizer for conducting the Postal Ballot and e-voting process in a fair and transparent manner. The Scrutinizer has submitted his report on the Postal Ballot and e-voting, the results of which are as follows:

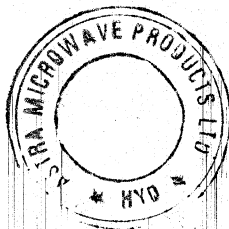
Sl. No.	Name of Resolution	Type of Resolution	% total votes cast for	% total votes cast against	Invalid Votes	Results
1.	Offer / Further Issue of Securities	Special	82.57%	16.39%	1.04%	Passed with requisite majority
2.	Appointment of Sri. Ganapathi Subramani Sabarinathan	Ordinary	82.57%	16.39%	1.04%	Passed with requisite majority

For Astra Microwave Products Limited

Date: 12 May, 2015

Place: Hyderabad


Authorised Signatory



Works :

Unit 1 : Plot No. 12, ANRICH Industrial Estate, Bollaram, Medak Dist., A.P. - 502325

Unit 2 : Plot No. 56A, ANRICH Industrial Estate, Bollaram, Medak Dist., A.P. - 502325

Unit 3 : Sy. No. 1/1, Imarath Kancha, Raviryal (Vil), Maheshwaram (Mdl) R.R.Dist., A.P. - 500 005

Unit 4 : Plot No.18 to 21, Imarath Kancha, Hardware Park, Raviryal (Vil), Maheshwaram (Mdl) R.R.Dist., A.P. - 500 005

L.D.Reddy & Co

Company Secretaries

Phone(O) : 2331 5262

Mobile : 99499 38181

98492 69757

Office : Plot No. 6-2-1/2, Flat No. 504, Afzal Commercial Complex, Beside,

MMTS Rly. Station (South) Lakdi-ka-pool, Hyderabad-500 004, E-mail : l.d.reddy@gmail.com

L.Dhananjay Reddy

B.Com.LL.B., ACS.

Scrutinizer's Report

[Pursuant to Section 110 and 108 of the Companies Act,2013 and Rules 20 and 21 of the Companies (Management And Administration), Rules,2014 and read with the Listing Agreements]

To

The Chairman

Astra Micro Wave Products Limited

Astra Towers Survey No:12 (Part)

Opp. CII Green Building Hitech City, Kondapur

Hyderabad – 500038

Dear Sir,

1 I L. Dhananjay Reddy, Company Secretary in Whole time Practice was appointed as Scrutinizer(s), by the Board of Directors of Astra Micro Wave Products Limited(the company) for conducting and scrutinizing the postal ballot process and e-voting carried out as per the provision of section 108 and Section 110 of the Companies Act,2013 read with Rule 20 and 21 of the Companies (management and administration), Rules,2014 (Rules).

2. Accordingly as Scrutinizer, I Report as under;

- A. The Board of Directors of Astra Micro Wave Products Limited appointed me as Scrutinizer and I declare and confirm that I am not in the employment of the Company and the Board is of the opinion that I can conduct the postal ballot process in a fair and transparent manner.
- B. I have given my consent in writing to be the scrutinizer for the postal ballot under reference and made myself available for the purpose of ascertaining the requisite majority.
- C. The postal ballot forms with necessary particulars were dispatched to all the members as on 10th April 2015 by post and Postal Ballot Notice and the Explanatory Statement also announced through an advertisement in 1 (one) English newspaper and 1 (one) Telugu newspaper, each with wide circulation in Hyderabad, where the registered office of the Company is situated, and published on the Company website www.astramwp.com



- D. The postal ballot forms received back were kept under my safe custody before commencing the scrutiny of such postal ballot forms.
- E. From the postal ballot notice dt. 02.04.2015 (i.e. 10:00 A.M. IST) sent to the members by the company as at 03rd April 2015, I find that the members were given option of returning the postal ballot form duly completed and forward the same to the scrutinizer or vote by electronic means in the manner set out therein, including by downloading the Duplicate ballot form, if required from a link info@astramwp.com, in each case, so as to ensure that the votes reach the scrutinizer on or before 6.00 pm of the 11th day of May 2015(Last date).
- F. I have maintained a register for recording the consent or otherwise received from the members through post and by courier service etc., which were sent along with the envelopes received in post including the e-voting data downloaded from CDSL website.
- G. The last date to receive the postal ballot was 11th May 2015 on or before 6.00 pm.
- H. I was provided with data relating to Register of Members and was given access to verify specimen signature of each member.
- I. The postal ballot forms were duly opened by me /in my presence and scrutinized and shareholding was matched/ conformed with the register of members of the company as on 11th May 2015 at 6.05 pm.
- J. All postal ballot forms received before 6.00 pm on 11th May 2015, the last date and time fixed by the company for receipt of postal ballot form, were considered for my scrutiny.
- K. Company has also provided e-voting facility, as an alternate, to all shareholders to enable them to cast their votes electronically instead of dispatching postal ballot form. Company has made necessary arrangements with CDSL to facilitate e-voting as an alternate to dispatch of postal forms. www.evotingindia.com provided the exact data as to the e-voting taken place up to the closing of business hours on 11th May 2015 (i.e. 6:00 P.M. IST).
- L. I verified and Report that the company has sent the postal ballot notice containing the draft resolution, notes, and explanatory statement along with the postal ballot form with the instruction regarding exercising the vote by postal ballot/e-voting with a request to return the ballot paper per prepaid envelope addressed to Scrutinizer.



- M. I have physically verified the self addressed business reply postal envelopes received through the post office along with certificates issued by the concerned post office as to the exact number of envelopes received till 11th May 2015, and also the envelopes received through personal delivery , courier service Etc.,, at the Registered Office till 11th May 2015,
- N. The envelopes received up to 11th May 2015 on or before 6.00 pm, were initialed by me and opened by me / in my presence and the relevant ballot papers were stapled to the respective envelopes.
- O. In addition to the above, e-voting data provided by CDSL through www.evotingindia.com till the close of business hours on 11th May 2015 (i.e. 6.00 P.M) was taken into consideration.
- P. The signatures on ballot papers were also verified with the specimen signatures of the members made available to me through the company's registrar and share transfer agent, Purva Shareregistry (I) private limited
- Q. The e-voting period remained open from 10th April 2015 (i.e. 10:00 A.M. IST) upto 11th May 2015, (i.e. 6:00 P.M. IST).
- R. The votes cast through e voting system were unblocked on 11th May 2015 at 6.01 p m and the data generated from the e voting website of www.evotingindia.com was downloaded and the same were taken as the result of the electronic voting.
- S. All postal ballot papers as received upto 11th May 2015 (i.e 6.00 P.M) were verified with the registrar of members and signature of such members.
- T. The postal ballot papers then sorted out as to "voted for" and "voted against" beside segregating the invalid voted in comparison with those who have voted in electronic form.
- U. All the postal ballots were serially numbered commencing from number one for each of the batch namely, voted for and voted against besides numbering for the invalid votes in a similar manner.
- V. The entire details namely, folio number, name of the share holder, address, number of shares as voted by them were entered in a separate register maintained for this purpose in electronic form and the data entry made thereto were verified for its correctness in comparison with the data provided by the company, namely the registrar of members



W. The total Paid up capital of the Company is Rs. 163,650,450/- divided into 8,18,25,225 Equity Share of Rs.2/- each.

X. The following Shareholders polled their votes:

No. of Resolution	No.of shareholder	No.of shares
1	126	48524521
2	128	48524621

Y. Ballot Papers INVALID due to reasons like:

- Voted both in E-Voting and Physical [Voted in physical considered as valid]
- No Signature of the members on the ballot paper
- No either in Favour of Against
- Ticks for both For and Against
- Mismatch of Signature
- Incomplete Form such as Folio no./DP ID is missing, etc

Z. Summary of the postal ballot forms received/ Vote Casted through E-Voting is given below:

MODE	NUMBER OF MEMBERS	NO.OF SHARES
EVOTING FOR RESOLUTION NO:1		
E Voting Through – For	62	38445186
E Voting Through – Against	2	7953045
E Voting Through – Invalid	Nil	Nil



A. Total Voting	64	46398231
E VOTING FOR RESOLUTION NO:2		
E Voting Through – For	62	38445186
E Voting Through – Against	2	7953045
E Voting Through – Invalid	Nil	Nil
B. Total Voting	64	46398231
PHYSICAL VOTING FOR RESOLUTION NO: 1		
Physical Voting through postal – for	46	1618610
Physical voting through postal – Against	6	1506
Physical voting through postal – invalid	10	506174
C – Total E Voting	62	2126290
PHYSICAL VOTING FOR RESOLUTION NO: 2		
Physical Voting through postal – for	48	1618760
Pysical voting through postal – Against	6	1506
Physical voting through	10	506174



postal – invalid		
D– Total E Voting	64	2126440
Consolidated position		
Voted for Resolution no:1	108	40063796
Voted against resolution no: 1	8	7954551
Voted but invalid- resolution no:1	10	506174
TOTAL	126	48524521
Consolidated positions		
Voted for Resolution no:2	110	40063946
Voted – against – resolution no:2	8	7954551
Voted but invalid resolution no: 2	10	506174
	128	48524671

Summary of resolution with percentage:

AA. SUMMARY FOR RESOLUTION NO: 1	NO.OF SHARES VOTED	PERCENTAGE**
Total Number of votes cast in favour of the resolution through the postal bailot / e-voting	40063796	82.57%
Total number of votes cast against the resolution by postal bailot / e-	7954551	16.39%



voting		
Invalid votes	506174	1.04%
TOTAL	48524521	100%

**Percentage reckoned to the total number of shares / votes covered in the ballot papers received by post / e-voting.

AB. SUMMARY FOR RESOLUTION NO: 2	NO.OF SHARES VOTED	PERCENTAGE
Total Number of votes cast in favour of the resolution through the postal ballot / e-voting	40063946	82.57%
Total number of votes cast against the resolution by postal ballot / e-voting	7954551	16.39%
Invalid votes	506174	1.04%
TOTAL	48524671	100%

**Percentage reckoned to the total number of shares / votes covered in the ballot papers received by post / e-voting.



1. In View of the forging I report that the Resolution No.1 and Resolution No.2 made in pursuance of Section 110 of the Companies Act 2013 is assented to by the requisite majority of the shareholders by means of postal ballot including by electronic means.
2. I have handed over the postal ballot forms and other related papers/ registers and records for safe custody to Mr. T Anjaneyulu, Company Secretary, authorized by the Board to supervise the postal ballot process.
3. The results of the voting by members through Postal Ballots and E-Voting in respect of the above mentioned Resolutions may accordingly be declared by the Chairman of the Company.

Date: 12.05.2015
Place: Hyderabad.

For L D REDDY & CO.,
Company Secretaries



L.Dhananjaya Reddy
C.P.No. 3752
M.No- 13104