

AKSH OPTIFIBRE LIMITED

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Mohan Co-operative Industrial Estate
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Website : www.akshoptifibre.com
CIN NO. : L24305RJ1986PLC016132

Date: July 13, 2017

To,

The Listing Compliance Department
The Manager- Listing
National Stock Exchange of India Limited,
Exchange Plaza, 5th Floor
Plot No. C/1, G. Block
Bandra-Kurla Complex, Bandra (East)
Mumbai-400051

The General Manager,
Department of Corporate Services,
BSE Limited,
Phiroze Jeejeebhoy Towers,
Dalal Street,
Mumbai-400001

Dear Sir,

Subject: Result of Postal Ballot/ E-Voting

Reference: DCS/AML/MD/R37/759/ 2016-17 BSE Observation Letter dated March 30, 2017

NSE/LIST/10642 NSE Observation Letter dated March 30, 2017

With reference to above mentioned Observation letter of BSE Limited and National Stock Exchange of India Ltd, this is to inform that the Company has sought the consent of shareholders of the Company, pursuant to the provision of section 110 of the Companies Act, 2013 read with relevant rules of the Companies (Management and Administration) Rules, 2014 and SEBI Circulars No. CIR/CFD/CMD/16/2015 dated 30.11.2015 by way of postal ballot and E-Voting process for the resolution in respect of scheme of amalgamation of APaksh Broadband Limited and AKSH Optifibre Limited and their respective shareholders.

The last date of receipt of Postal ballot form duly completed by shareholders in the self-addressed postage prepaid envelope / E-voting was 28th June, 2017 at 5.00 P.M

Mr. Vineet K Chaudhary, Practicing Company Secretary of M/s **VKC & Associates**, Company Secretaries was appointed as Scrutinizer for scrutinizing the Postal ballot process and E-Voting Process have submitted report of the Postal Ballot/ E-Voting.

The scheme of amalgamation has been approved by 95.12% in number and 99.56% in value of Public Shareholders voting by Postal Ballot/ E-Voting.

A copy of the scrutinizer report is attached herewith as ready reference.

This is for your information, please.

Yours Faithfully
For Aksh Optifibre Limited


for **Gaurav Mehta**
Chief-Corporate Affairs & Company Secretary

To

The Board of Directors,

Aksh Optifibre Limited

CIN: L24305RJ1986PLC016132

Registered office: F-1080, Phase III, RIICO Industrial Area,

Bhiwadi, Rajasthan- 301019.

Sub: Scrutinizer's Report on postal ballot and remote e-voting process.

Dear Sir,

I, Vineet K Chaudhary, the undersigned, am the Scrutinizer for scrutinizing the process of remote e-voting and postal ballot for the Tribunal Convened Meeting of Equity Shareholders of the **Aksh Optifibre Limited** convened as directed by the Hon'ble National Company Law Tribunal, Principal Bench, New Delhi vide order dated May 09, 2017 in Company Application No. (CAA)42(PB)/2017 held at F-1080, RIICO Industrial Area, Phase-III, Bhiwadi (Rajasthan)-301019 on Thursday, June 29, 2017 at 11:00 AM, for the purpose of considering and if thought fit, approving with or without modification, in connection with the proposed Scheme of Amalgamation between '**APAKSH BROADBAND LIMITED**' (Transferor Company) and '**AKSH OPTIFIBRE LIMITED**' (the Transferee Company) and their respective shareholders, in accordance with the Securities and Exchange Board of India Circular No. CIR/CFD/CMD/16/2015 Dated 30 November, 2015.

Report on postal ballot and remote e-voting in pursuance of SEBI Circular No. CIR/CFD/CMD/16/2015 dated November 30, 2015 as under -

1. No Postal Ballot has received by the Company or Scrutinizer.
2. The remote e-voting period remained open from Tuesday, May 30, 2017 (09:00 AM to Wednesday, June 28, 2017 (05:00 PM) on the designated website <https://evoting.karvy.com> of 'Karvy Computer Share Private Limited' (Karvy).
3. The Company has appointed the Karvy as the service provider, for providing the facility of remote e-voting to the members of the Company. The service provider has provided a system for recording the votes of the shareholders as on May 12, 2017 i.e. 'Cut-off' date, electronically on the item as stated in the notice of the Company.

4. The result of remote e-voting facility provided by 'Karvy' system, in connection with the proposed Scheme of Amalgamation between 'APAKSH BROADBAND LIMITED' (the Transferor Company) and 'AKSH OPTIFIBRE LIMITED' (the Transferee Company) and their respective shareholders.
5. The particulars of votes casted by the public shareholders (other than Promoters) through remote e-voting have been entered in the register separately maintained for the purpose of this report.

On the proper scrutiny of the votes casted by Public Shareholders (Other than Promoters) through Postal Ballot and remote e-voting in pursuance to SEBI Circular CIR/CFD/CMD/16/2015 dated November 30, 2015 is given below:

1. Details of voting by Postal Ballot:

Particulars	No. of Public Shareholders (other than Promoters) who have casted their votes by postal ballot.	No. of Equity Shares (Votes) held by Public Shareholders (other than Promoters)
Total votes cast under Postal Ballot	Nil	Nil
Less: Total number of Invalid Postal Ballot.	NA	NA
Total Number of Valid Postal Ballot (Votes)	Nil	Nil

2. Details of remote e-voting as received from Karvy Computershare Private Limited are as follows:

Particulars	No. of Public Shareholders (other than Promoters) who have casted their votes by way of remote e-voting	No. of Equity Shares (Votes) held by Public Shareholders (other than Promoters)
Total votes received by electronic mode	41	27,400
Less: Total number of Invalid Votes	0	0
Total number of valid e-votes	41	27,400

3. Details of Voting in terms of SEBI Circulars as under:

Particulars	Number of Public Shareholders (other than Promoters) who have casted their votes by Postal Ballot and E-voting	Number of Equity Shares held by Public Shareholders (other than Promoters)/ Votes	% of valid vote received
Total Valid Postal Ballot and E-voting of Public Category	41	27,400	100 %
Favour	39	27,280	99.56 %
Against	2	120	0.44 %

Note: Promoter and Promoter group shareholding of 37,661,815 equity shares have been casted by means of Poll, have not been considered in the table mentioned above.

6. The votes casted by the public shareholders in favour of the resolution approving Scheme of Amalgamation are more than number of votes casted against it.

7. You may accordingly declare the results of the Postal Ballot and Remote E-voting.

Thanking you,
Yours faithfully



CS VINEET K CHAUDHARY

SCRUTINIZER

Membership No: - F5327

CP No: - 4548

Date: 04.07.2017

Place: Noida

CC to.

✓ Mr. Nikhil Singhvi (Advocate)

The Chairperson appointed by 'the Hon'ble National Company Law Tribunal, Principal Bench, New Delhi' (the Tribunal) vide order dated May 09, 2017 for 'the Meeting of the Equity Shareholders' (the meeting) of 'AKSH OPTIFIBRE LIMITED' (the Transferee Company or the Company) in Company Application No. (CAA)42(PB)/2017 at F-1080, RIICO Industrial Area, Phase-III, Bhiwadi (Rajasthan)- 301019 on Thursday, June 29, 2017 at 11:00 AM.