

CIN: L63090TN2000PLC046338

September 22, 2015

TAKE/BSE/2015-16

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The Manager  
Dept. of Corporate Services-Listing  
Bombay Stock Exchange Limited,  
P. J. Towers, Dalal Street,  
Mumbai - 400001

The Manager-Listing Department  
National Stock Exchange of India Limited  
Exchange Plaza,  
Bandra - Kurla Complex, Bandra (East),  
Mumbai - 400051

Dear Sir,

**Sub: Proceedings of 14<sup>th</sup> Annual General Meeting under Clause 31 (d)**

Pursuant to Clause 31 (d) of Listing Agreement, we are enclosing the proceedings of 14<sup>th</sup> Annual General Meeting held on Friday, August 28, 2015 at 10.00 a.m. held at Narada Gana Shaba, Mini Hall, TTK Road, Alwarpet, Chennai 600 018.

Please take note of the same.

Thanking you,

Yours faithfully,  
For TAKE Solutions Limited,

  
Lakshmi. C. M,  
Company Secretary





**PROCEEDINGS OF THE FOURTEENTH ANNUAL GENERAL MEETING OF TAKE SOLUTIONS LIMITED HELD ON AUGUST 28, 2015 AT 10.00 A.M AT NARADA GANA SHABA, MINI HALL, TTK ROAD, ALWARPET, CHENNAI 600 018**

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The 14<sup>th</sup> Annual General Meeting of the Members of the Company was held on August 28, 2015 at 10:00 am at Narada Gana Shaba, Mini Hall, TTK Road, Alwarpet, Chennai 600 018.

Mr. N. Kumar, Chairman of the Company took the Chair and welcomed the Members present at the Annual General Meeting of the Company.

In total 103 Members were present in person including proxies as per the records of attendance.

The Chairman informed that Auditor's Report does not have any qualifications hence, with the permission of the members present, the Auditor's Report for the year ended March 31, 2015 was taken as read.

The Chairman then delivered his speech on the performance of the Company for the financial year 2014-15.

Ms. Lakshmi C M, Company Secretary explained the members that pursuant to the provisions of Companies Act, 2013 and revised Clause 35B of the Listing Agreement, the Company had provided e- Voting facility to its members for the businesses proposed in the AGM Notice through CDSL platform. E- Voting commenced on Tuesday August 25, 2015 (9:00 am) and ended on Thursday August 27, 2015(5:00 pm). It was further informed that Mr. M. Alagar, Practicing Company Secretary, Chennai was appointed by the Board, as an Independent Scrutinizer for e-Voting process and for the poll conducted at the meeting. The Company Secretary also briefed the members on the poll process.

The Chairman suggested that in order to provide an opportunity to the shareholders who could not exercise the e-voting, voting by way Poll shall be held at the venue. It was informed that upon completion of voting by physical ballot the Scrutinizer will count the votes and sign and submit the result to the Chairman by adding the physical votes to the electronically casted votes "in favour / against" each resolution within 2 working days from the conclusion of the Meeting. On the invitation of the Chairman, Members addressed the Meeting, gave their suggestions and raised queries on the Company's accounts and businesses, which were responded to by the Vice-Chairman & Managing Director.

Thereafter, Mr. M. Alagar, Practicing Company Secretary along with the two witnesses conducted the poll which included distribution of the poll papers, showing empty poll boxes to the members and locking the poll boxes in the presence of the members. The Chairman announced that the polling results would be displayed by the Company on its website ([www.takesolutions.com](http://www.takesolutions.com)).



The resolutions passed by the Members briefly, related to:

**Ordinary Business:**

1. Adoption of the Balance Sheet as at March 31, 2015 and Statement of Profit & Loss for the year ended and the Report of Directors' and the Auditors' thereon (Ordinary Resolution).
2. Confirm the payment of Interim Dividends during the Financial Year 2014-15 and to declare a Final Dividend (Ordinary Resolution).
3. Re-appointment of Mr. S. Srinivasan, Director retiring by rotation (Ordinary Resolution).
4. Re-appointment of Statutory Auditors and fixing their Remuneration (Ordinary Resolution).

**Special Business:**

5. Appointment of Ms. Uma Ratnam Krishnan, as an Independent Director of the Company to hold office upto November 11, 2019 (Ordinary Resolution).
6. Realignment of Articles of Association in terms of Companies Act, 2013 (Special Resolution).
7. Further issue of Securities (Special Resolution).

After conclusion of the poll, Chairman announced that the combined results of the e-voting and poll taken at the Meeting would be announced to the Stock Exchanges in the format prescribed under Clause 35A of Listing Agreement and will also be made available on the website of the Company.

The Chairman thanked the members of the Company for their participation and concluded the Meeting at 11:30 am.

**For TAKE Solutions Limited**

  
**Lakshmi C. M.**  
Company Secretary

