



**Details of Voting Results
Under Clause 35A**

I. Attendance of Members:

Sr. No.	Particulars	Details
1	Date of Annual General Meeting	26 th July 2014
2	Total Number of Shareholders on Book Closure Date	8,517
3	No. of Shareholders present in meeting either in person or through proxy In Person : Promoters and Promoter Group : Public : Through Proxy : Promoters and Promoter Group : Public :	 3 42 4 2
4	No. of Shareholders attended the meeting through video conferencing	Not Arranged

II. Voting by Members:

Item No	Details of Agenda	Resolution required : (Ordinary / Special)	Mode of Voting (Show of hands /Poll/Postal Ballot/E-Voting)	Remarks
1.	Adoption of Balance sheet, Statement of Profit & Loss, Report of the Board of Directors and Auditors for the financial period of fifteen months ended on 31st March 2014.	Ordinary	E – Voting & Poll Process	With requisite Majority
2	Appointment of Surinder Rametra, Executive Director who retires by rotation and being eligible, seeks re-appointment.	Ordinary	E – Voting & Poll Process	With requisite Majority
3	Appointment of Lodha & Co as the auditors of the Company.	Ordinary	E – Voting & Poll Process	With requisite Majority
4	Appoint B R Gupta as an Independent Director.	Ordinary	E – Voting & Poll Process	With requisite Majority
5	Appoint Harish Bhasin as an Independent Director.	Ordinary	E – Voting & Poll Process	With requisite Majority
6	Non appointment of Prakash Shukla as an Independent Director.	Ordinary	E – Voting & Poll Process	With requisite Majority

HOV Services Limited
CIN : L72200PN1989PLC014448

Office : 3rd Floor, Sharda Arcade, Pune Satara Road, Bibewadi Pune - 411 037, Maharashtra, INDIA
Tel: 91-20 24221460, Fax: 91-20 24221470, www.hovsltd.com



III. Results of E-voting / Poll by members:

The mode of voting for all resolutions was:

- a. E-voting and
- b. Poll papers provided to the shareholders who attended the AGM personally and did participate in the ballot process during AGM proceedings.

Results of the voting in the prescribed format are annexed herewith.

Thanking you,

Yours Faithfully,
For HOV Services Limited

Bhuvanesh Sharma
VP- Corporate Affairs &
Company Secretary

HOV Services Limited

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Declaration in accordance with Clause 35 A of the listing Agreement, for the business transacted by the company through e-voting and poll process are furnished below

Date of declaration of result : 26th July 2014 (being the date of Annual General Meeting)

Total shareholders as on 26th July 2014 : 8,517

Details of voting on Ordinary / Special resolutions as detailed on the notice convening 26th Annual General Meeting

Resolution No 1	Promoter / Public	No of Shares held	No of Votes Polled	% of votes polled on outstanding Shares	No of Votes in favour	No of Shares against	% of votes in favour polled	% of votes against on votes polled
Adoption of Balance sheet, Statement of Profit & Loss, Report of the Board of Directors and Auditors for the financial period of fifteen months ended on 31st March 2014	Promoter and Promoter Group	6,189,079	6,163,657	49.30%	6,163,657	-	79.7118%	0.0000%
	Public Institutional holders	6,000	-	0.00%	-	-	0.0000%	0.0000%
	Public - others	6,307,443	1,568,769	12.55%	1,568,768	1	20.2882%	0.0000%
	Total	12,502,522	7,732,426	61.85%	7,732,425	1	100.0000%	0.0000%

Resolution No 2	Promoter / Public	No of Shares held	No of Votes Polled	% of votes polled on outstanding Shares	No of Votes in favour	No of Shares against	% of votes in favour polled	% of votes against on votes polled
Appointment of Surinder Rametra, Executive Director who retires by rotation and being eligible, seeks re-appointment	Promoter and Promoter Group	6,189,079	6,163,657	49.30%	6,163,657	-	79.7118%	0.0000%
	Public Institutional holders	6,000	-	0.00%	-	-	0.0000%	0.0000%
	Public - others	6,307,443	1,568,769	12.55%	1,567,988	781	20.2781%	0.0101%
	Total	12,502,522	7,732,426	61.85%	7,731,645	781	99.9899%	0.0101%

Resolution No 3	Promoter / Public	No of Shares held	No of Votes Polled	% of votes polled on outstanding Shares	No of Votes in favour	No of Shares against	% of votes in favour polled	% of votes against on votes polled
Appointment of Lodha & Co as the auditors of the company	Promoter and Promoter Group	6,189,079	6,163,657	49.30%	6,163,657	-	79.7118%	0.0000%
	Public Institutional holders	6,000	-	0.00%	-	-	0.0000%	0.0000%
	Public - others	6,307,443	1,568,769	12.55%	1,568,769	-	20.2882%	0.0000%
	Total	12,502,522	7,732,426	61.85%	7,732,426	-	100.0000%	0.0000%

Resolution No 4	Promoter / Public	No of Shares held	No of Votes Polled	% of votes polled on outstanding Shares	No of Votes in favour	No of Shares against	% of votes in favour polled	% of votes against on votes polled
Appoint B R Gupta as Independent Director	Promoter and Promoter Group	6,189,079	6,163,657	49.30%	6,163,657	-	79.7118%	0.0000%
	Public Institutional holders	6,000	-	0.00%	-	-	0.0000%	0.0000%
	Public - others	6,307,443	1,568,769	12.55%	1,567,988	781	20.2781%	0.0101%
	Total	12,502,522	7,732,426	61.85%	7,731,645	781	99.9899%	0.0101%

Resolution No 5	Promoter / Public	No of Shares held	No of Votes Polled	% of votes polled on outstanding Shares	No of Votes in favour	No of Shares against	% of votes in favour polled	% of votes against on votes polled
Appoint Harish Bhasin as an Independent Director	Promoter and Promoter Group	6,189,079	6,163,657	49.30%	6,163,657	-	79.7118%	0.0000%
	Public Institutional holders	6,000	-	0.00%	-	-	0.0000%	0.0000%
	Public - others	6,307,443	1,568,769	12.55%	1,567,988	781	20.2781%	0.0101%
	Total	12,502,522	7,732,426	61.85%	7,731,645	781	99.9899%	0.0101%

Resolution No 6	Promoter / Public	No of Shares held	No of Votes Polled	% of votes polled on outstanding Shares	No of Votes in favour	No of Shares against	% of votes in favour polled	% of votes against on votes polled
Non appointment of Prakash Shukla as an Independent Director	Promoter and Promoter Group	6,189,079	6,163,657	49.30%	6,163,657	-	79.7118%	0.0000%
	Public Institutional holders	6,000	-	0.00%	-	-	0.0000%	0.0000%
	Public - others	6,307,443	1,568,769	12.55%	1,568,629	140	20.2864%	0.0018%
	Total	12,502,522	7,732,426	61.85%	7,732,286	140	99.9982%	0.0018%



For HOV Services Limited

Bhuvanesh Sharma
Company Secretary

Scrutinizer(s) Report

[Pursuant to rule section 108 of the Companies Act, 2013 and rule 20(xi) of the Companies (Management and Administration) Rules, 2014]

To,

The Chairman

26th Annual General Meeting of the Members of HOV Services Limited to be held on Saturday, 26th day of July, 2014 at 11:00 a.m. at Le Meridien, Raja Bahadur Mill Road, Pune, Maharashtra - 411001.

Dear Sir,

I, Sridhar G. Mudaliar, Practicing Company Secretary having office at 22 A Hanuman Nagar, Off. Senapati Bapat Road, Model Colony, Pune- 411016 have been appointed as scrutinizer of HOV Services Limited ("the Company") for the purpose of scrutinizing the e-voting process in a fair and transparent manner & ascertaining the requisite majority on e-voting carried out as per the provisions of Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014 on below mentioned resolution(s), at the 26th Annual General Meeting of the Members of HOV Services Limited to be held on Saturday, 26th day of July, 2014 at 11:00 a.m. at Le Meridien, Raja Bahadur Mill Road, Pune, Maharashtra - 411001. I submit my report as under:


1. The e-voting period remained open from 20th July, 2014 (10.00 a.m.) to 22nd July, 2014 (6.00 p.m.)
2. The shareholders holding shares as on the "cut off" date i.e. 18th July 2014 were entitled to vote on the proposed resolutions (item no. 1 to 6 as set out in the Notice of the 26th AGM of HOV Services Limited.)
3. The votes were unblocked on 23rd July, 2014 at around 10.30 a.m. in the presence of two witnesses, Ms. Sakshi Khurana (45, Guru Nanak Nagar, Shankar Sheth Road, Pune- 411042) and Mr. Abhijeet Modak (Prakash Developers, S. No. 34, Opp W. N. C, Vadgaon Sheri, Pune- 411014) who are not in the employment of the Company. They have signed below in confirmation of the votes being unblocked in their presence.


Name: Sakshi Khurana

Name: Abhijeet Modak

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For HOV Services Limited


Bhuvanesh Sharma
Company Secretary



4. Thereafter, the details containing, inter-alia, list of equity shareholders, who voted "for" and "Against", were downloaded from the e-voting website of Karvy Computershare Private Limited (<https://www.evoting.karvy.com>).
5. The result of the e-voting is as under:
- a) Resolution 1 – Adoption of Balance sheet, Statement of Profit and Loss, Report of the Board of Directors and Auditors for the financial period for fifteen months ended 31st March, 2014

(i) Voted **in favour** of the resolution:

Number of members voted through electronic voting system	Number of votes cast in favour of resolution	% of total number of valid votes cast
29	7732030	100%

(ii) Voted **against** the resolution:

Number of members voted through electronic voting system	Number of votes cast in favour of resolution	% of total number of valid votes cast
Nil	Nil	Nil

(iii) Invalid votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them
Nil	Nil



- b) Resolution 2 – Re-Appointment of Mr. Surinder Rametra who retires by rotation.

(i) Voted **in favour** of the resolution:

Number of members voted through electronic voting system	Number of votes cast in favour of resolution	% of total number of valid votes cast
27	7731249	99.99

(ii) Voted **against** the resolution:

Number of members voted through electronic voting system	Number of votes cast in favour of resolution	% of total number of valid votes cast
2	781	0.01

(iii) Invalid votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them
Nil	Nil

- c) Resolution 3 – Appointment of M/s Lodha & Company, Chartered Accountants as Auditors of the Company at mutually agreed remuneration between the Board and the auditors.

(i) Voted **in favour** of the resolution:

Number of members voted through electronic voting system	Number of votes cast in favour of resolution	% of total number of valid votes cast
29	7732030	100%



Company Secretary

(ii) Voted **against** the resolution:

Number of members voted through electronic voting system	Number of votes cast in favour of resolution	% of total number of valid votes cast
Nil	Nil	Nil

(iii) Invalid votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them
Nil	Nil

d) Resolution 4 – Appointment of Mr. B. R. Gupta as an Independent Director.

(i) Voted **in favour** of the resolution:

Number of members voted through electronic voting system	Number of votes cast in favour of resolution	% of total number of valid votes cast
27	7731249	99.99

(ii) Voted **against** the resolution:

Number of members voted through electronic voting system	Number of votes cast in favour of resolution	% of total number of valid votes cast
2	781	0.01

(iii) Invalid votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them
Nil	Nil



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- e) Resolution 5 - Appointment of Mr. Harish Bhasin as an Independent Director.

(i) Voted **in favour** of the resolution:

Number of members voted through electronic voting system	Number of votes cast in favour of resolution	% of total number of valid votes cast
27	7731249	99.99

(ii) Voted **against** the resolution:

Number of members voted through electronic voting system	Number of votes cast in favour of resolution	% of total number of valid votes cast
2	781	0.01

(iii) Invalid votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them
Nil	Nil

- f) Resolution 6 - Non Appointment of Mr. Prakash Shukla as an Independent Director.

(i) Voted **in favour** of the resolution:

Number of members voted through electronic voting system	Number of votes cast in favour of resolution	% of total number of valid votes cast
29	7732030	100%



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Sridhar G. Mudaliar
M.Com, LL.B., F.C.S.

Company Secretary

22-A, Hanuman Nagar,
Off: Senapati Bapat Road,
Model Colony,
Pune- 411016
Tel: 25655319

(ii) Voted **against** the resolution:

Number of members voted through electronic voting system	Number of votes cast in favour of resolution	% of total number of valid votes cast
Nil	Nil	Nil

(iii) Invalid votes:


Total number of members whose votes were declared invalid	Total number of votes cast by them
Nil	Nil

6. The register, all other papers and relevant records relating to electronic voting shall remain in my safe custody until the Chairman considers, approves, signs the Minutes of the aforesaid Annual General Meeting and the same are handed over to the Company Secretary for safe keeping.

Thanking you,

Yours faithfully,


Sridhar G. Mudaliar
Practicing Company Secretary
C. P. No. 2664

For HOV Services Limited

Bhuvanesh Sharma
Company Secretary



Place: Pune

Date: 24th July 2014

Sridhar G. Mudaliar
M.Com, LL.B., F.C.S.

Company Secretary

22-A, Hanuman Nagar,
Off: Senapati Bapat Road,
Model Colony,
Pune- 411016
Tel: 25655319

Scrutinizer's Report

[Pursuant to rule section 109 of the companies Act, 2013 and rule 21(2) of the Companies (Management and Administration) Rules, 2014]

To,

The Chairman

26th Annual General Meeting of the Members of HOV Services Limited held on Saturday, 26th day of July, 2014 at 11:00 a.m. at Le Meridien, Raja Bahadur Mill Road, Pune, Maharashtra - 411001.

Dear Sir,

I, Sridhar G. Mudaliar, Practicing Company Secretary having office at 22 A Hanuman Nagar off Senapati Bapat Road, Model Colony, Pune 411016 being appointed as scrutinizer of HOV Services Limited ("the company") for the purpose of the poll taken on below mentioned resolution(s), at the 26th Annual General Meeting of the Members of HOV Services Limited held on Saturday, 26th day of July, 2014 at 11:00 a.m. at Le Meridien, Raja Bahadur Mill Road, Pune, Maharashtra - 411001. I submit my report as under:

1. After the time fixed for closing of the poll by the chairman, ballot box kept for polling was locked in my presence with due identification marks placed by me.
2. The locked ballot box was 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.
3. The poll papers, which were incomplete and/ or which were otherwise found defective have been treated as invalid and kept separately.
4. The result of the Poll is as under:



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For HOV Services Limited


Bhuvanesh Sharma
Company Secretary



- a) Resolution 1 - Adoption of Balance sheet, Statement of Profit and Loss, Report of the Board of Directors and Auditors for the financial period for fifteen months ended 31st March, 2014

(i) Voted **in favour** of the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
13	395	99.75%

(ii) Voted **against** the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
1	1	0.25%

(iii) Invalid votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them
Nil	Nil

- b) Resolution 2 - Re Appointment of Mr. Surinder Rameatra who retires by rotation.

(i) Voted **in favour** of the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
14	396	100%

(ii) Voted **against** the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
Nil	Nil	Nil

(iii) Invalid votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them
Nil	Nil



- c) Resolution 3 - Appointment of M/s Lodha & Company, Chartered Accountants as Auditors of the Company at mutually agreed remuneration between the Board and the auditors.

(i) Voted **in favour** of the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
14	396	100%

(ii) Voted **against** the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
Nil	Nil	Nil

(iii) Invalid votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them
Nil	Nil

- d) Resolution 4 - Appointment of Mr. B. R. Gupta as an Independent Director.

(i) Voted **in favour** of the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
14	396	100%



(ii) Voted **against** the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
Nil	Nil	Nil

(iii) Invalid votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them
Nil	Nil

- e) Resolution 5 - Appointment of Mr. Harish Bhasin as an Independent director

(i) Voted **in favour** of the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
14	396	100%

(ii) Voted **against** the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
Nil	Nil	Nil

(iii) Invalid votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them
Nil	Nil



- f) Resolution 6 – Non Appointment of Mr. Prakash Shukla as an Independent Director .

(i) Voted **in favour** of the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
13	256	64.65%

(ii) Voted **against** the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
1	140	35.35%

(iii) Invalid votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them
Nil	Nil

5. A list of equity shareholders who voted " FOR", "AGAINST" and those whose votes were declared invalid for each resolution is enclosed
6. The poll papers and other relevant records were sealed and handed over to the Company Secretary/ Director authorized by the Board for safe keeping.

Thanking you,


Yours faithfully,


Sridhar Mudaliar
Practicing Company Secretary
C. P. No.2664

Place: Pune
Date : 26th July , 2014



For HOV Services Limited


Bhuvanesh Sharma
Company Secretary

