

InterWorld

DIGITAL CINEMA

ISO : 9001 : 2000 Company

Interworld Digital Limited

Regd. Office : 701, Arunachal Building
19, Barakhamba Road, Connaught Place
New Delhi - 110001

Tel. No. : 011-43571044-45

Fax No. : 011-43571047

URL : www.interworld.co.in

E-mail : info@interworld.co.in

(CIN – L72900DL1995PLC067808)

Dated: 1st October, 2014

The Manager (Listing),
Bombay Stock Exchange Limited,
1st Floor, P. J. Towers,
Dalal Street,
Mumbai – 400001

Subject : Submission of Scrutinizer's Reports and Details as per Clause 35A of the Listing Agreement.
Ref : Scrip Code 532072 (INTERDIGI)

Dear Sir,

As per the requirement of Clause 35A and 35B of the Listing Agreement and Section 108 of the Companies Act, 2013 and rules made thereunder, please find enclosed herewith the following Reports:

1. Scrutinizer's Report on E-voting carried out for Interworld Digital Limited as per Annexure-I
2. Report of Scrutinizer(s) in Form MGT -13 as per Annexure-II
3. Combined Scrutinizer's Report for E-Voting & Poll For Interworld Digital Limited as per Annexure-III
4. Details of Voting Results Of 19th Annual General Meeting of the Company as per Clause 35A of the Listing Agreement as per Annexure-IV

We hope that you will find the above in order.

This is for your information and records please.

Thanking You.

Yours Truly,
For Interworld Digital Limited

Authorised Signatory

Encl : As Above

CC:
National Securities Depository Limited
E VOTING Division,
4th Floor, 'A' Wing,
Trade World, Kamala Mills Compound,
Senapati Bapat Marg, Lower Parel, Mumbai – 400 013



Scrutinizer's Report on E-voting carried out for INTERWORLD DIGITAL LIMITED

To
The Chairman
M/s INTERWORLD DIGITAL LIMITED

19th Annual General Meeting of the Equity Shareholders of INTERWORLD DIGITAL LIMITED to be held on Tuesday, September 30, 2014 at 09.30 A.M at 701, Arunachal Building, 19, Barakhamba Road, Connaught Place, New Delhi-110001

Subject:- Passing of Resolution(s) through electronic voting pursuant to Section 108 of the Companies Act, 2013 read with the Rule 20 of the Companies (Management and Administration) Rules, 2014.

I, Mr. Ashish Kumar Friends, Practicing Company Secretary, was appointed by the Board of Directors as the Scrutinizer for the E-voting process as mentioned under clause (ix) of sub rule 3 of Rule 20 of the companies (Management and Administration) Rules, 2014. I say, I am familiar and well versed with the concept of electronic voting system as prescribed under the Said Rules and the SEBI circular dated 17th April 2014 issued in this regard.

The Company has appointed National Securities Depositories Limited (NSDL) as the Service Provider, for extending the facility of electronic voting to the shareholders of the Company. The Service provider, had provided a system for recording the votes of the shareholders electronically on all the items of the business (both Ordinary and Special Businesses) sought to be transacted in the Annual General Meeting of the Company, which is scheduled to be held on 10/09/2014. The Service Provider accordingly had set up e-Voting facility on their website, <https://www.evoting.nsdl.com>. The Company had uploaded all the items of the business to be transacted on the Website of the Company and also it's Service Provider to facilitate their shareholders to cast their vote through e-Voting.

At the end of the voting period on 24/09/2014, the voting portal of the Service Provider was blocked forthwith.

As a Scrutinizer the report of the e-voting carried out by the Shareholders was duly complied, the details of which are as follows:

There are in all 6 Shareholders holding 294245 equity Shares of the Company voted in respect of 294245 Shares of the Company, in the e-Voting process carried out by the company.



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For Interworld Digital Ltd

Authorised Signatory

The result of the E-voting is as under:

(A) As an Ordinary Resolution-Item No. 1. Passed with requisite majority

To consider and adopt the Audited Balance Sheet as at March 31, 2014, the Statement of Profit & Loss for the year ended on that date and the reports of the Board of Directors and Auditors' thereon.

	Number of members Present And Voting (in Person or by proxy)	Number of Votes Cast by them	% of total no. of valid votes cast
(i) Voted in favour of the resolution	5	244395	100
(ii) Voted against the resolution	0	0	0
	Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them	
(iii) Invalid votes	Nil	Nil	

(B) As an Ordinary Resolution-Item No. 2. Passed with requisite majority

Appointment of M/s RMA & Associates, Chartered Accountants as Statutory Auditors of the Company and fixing their remuneration

	Number of members Present And Voting (in Person or by proxy)	Number of Votes Cast by them	% of total no. of valid votes cast
(i) Voted in favour of the resolution	5	244395	100
(ii) Voted against the resolution	0	0	0
	Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them	
(iii) Invalid votes	Nil	Nil	



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For Interworld Digital Ltd

Authorised Signatory

(C) As an Ordinary Resolution-Item No. 3. Passed with requisite majority

Appointment of Mr. Kamal Kishore Sharma (DIN 02039980) as an Independent Director of the Company to hold office for a term for five consecutive years from the date of this Annual General Meeting

	Number of members Present And Voting (in Person or by proxy)	Number of Votes Cast by them	% of total no. of valid votes cast
(i) Voted in favour of the resolution	5	244395	100
(ii) Voted against the resolution	0	0	0
Total number of members (in person or by proxy) whose votes were declared invalid		Total number of votes cast by them	
(iii) Invalid votes	Nil	Nil	

(D) As an Ordinary Resolution-Item No. 4. Passed with requisite majority

Appointment of Mr. Ajay Sharma (DIN 03344008) as an Independent Director of the Company to hold office for five consecutive years from the date of this Annual General Meeting.

	Number of members Present And Voting (in Person or by proxy)	Number of Votes Cast by them	% of total no. of valid votes cast
(i) Voted in favour of the resolution	5	244395	100
(ii) Voted against the resolution	0	0	0
Total number of members (in person or by proxy) whose votes were declared invalid		Total number of votes cast by them	
(iii) Invalid votes	Nil	Nil	



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For Interworld Digital Ltd

Authorised Signatory

(E) As an Special Resolution-Item No. 5. Passed with requisite majority

Appointment of Mr. Man Mohan Gupta (DIN No. 00161861) as the Managing Director of the company for a period of three years w.e.f. 01/09/2014

	Number of members Present And Voting (in Person or by proxy)	Number of Votes Cast by them	% of total no. of valid votes cast
(i) Voted in favour of the resolution	6	294245	100
(ii) Voted against the resolution	0	0	0
Total number of members (in person or by proxy) whose votes were declared invalid		Total number of votes cast by them	
(iii) Invalid votes	Nil	Nil	

(F) As Special Resolution-Item No. 6. Passed with requisite majority

Authorisation to increase the Borrowing Limits

	Number of members Present And Voting (in Person or by proxy)	Number of Votes Cast by them	% of total no. of valid votes cast
(i) Voted in favour of the resolution	6	294245	100
(ii) Voted against the resolution	0	0	0
Total number of members (in person or by proxy) whose votes were declared invalid		Total number of votes cast by them	
(iii) Invalid votes	Nil	Nil	



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For Interworld Digital Ltd

[Signature]
Authorised Signatory

(G) As Special Resolution-Item No. 7. Passed with requisite majority

Creation of charges(s), mortgage(s) and hypothecation(s) on movable and immovable properties of the Company

	Number of members Present And Voting (in Person or by proxy)	Number of Votes Cast by them	% of total no. of valid votes cast
(i) Voted in favour of the resolution	5	244395	100

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For Interworld Digital Ltd


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(G) As Special Resolution-Item No. 7. Passed with requisite majority

Creation of charges(s), mortgage(s) and hypothecation(s) on movable and immovable properties of the Company

	Number of members Present And Voting (in Person or by proxy)	Number of Votes Cast by them	% of total no. of valid votes cast
(i) Voted in favour of the resolution	5	244395	100
(ii) Voted against the resolution	0	0	0
Total number of members (in person or by proxy) whose votes were declared invalid			
(iii) Invalid votes	Nil		Nil

Thanking you
Yours faithfully,


For A.K. FRIENDS & CO.


Ashish Kumar Friends
Practising Company Secretary
C.P. No.-4056, Mem No.-FCS-5129

PLACE: New Delhi
DATED:25.09.2014

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For Interworld Digital Ltd


Authorised Signatory

Annexure-1)

FORM No. MGT-13

Report of Scrutinizer(s)

*[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
M/s INTERWORLD DIGITAL LIMITED

Annual General Meeting of the Equity Shareholders of INTERWORLD DIGITAL LIMITED held on TUESDAY, September 30, 2014 at 701, Arunachal Building, 19, Barakhamba Road, Connaught Place, New Delhi-110001.

Dear Sir,

I, ASHISH KUMAR FRIENDS, appointed as scrutinizer(s) for the purpose of poll taken on the below mentioned resolution(s), at the Annual General Meeting of the Equity shareholders of M/s INTERWORLD DIGITAL LIMITED held on TUESDAY, September 30, 2014 at 09:30 AM at 701, Arunachal Building, 19, Barakhamba Road, Connaught Place, New Delhi-110001, submit my report as under:

1. After the time fixed for closing of the poll by the Chairman, One (1) - ballot box kept for polling were locked in my presence with due identification marks placed by me.
2. The locked ballot boxes were subsequently opened in my presence and in presence of two witnesses and poll papers were diligently scrutinized. The poll papers were reconciled with the records maintained by the Company and the authorization / 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.



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For Interworld Digital Ltd

[Signature]
Authorised Signatory

The result of the poll is as under:

(A) As an Ordinary Resolution-Item No. 1. Passed with requisite majority

To consider and adopt the Audited Balance Sheet as at March 31, 2014, the Statement of Profit & Loss for the year ended on that date and the reports of the Board of Directors and Auditors' thereon.

	<i>Number of members Present And Voting (in Person or by proxy)</i>	<i>Number of Votes Cast by them</i>	<i>% of total no. of valid votes cast</i>
<i>(i) Voted in favour of the resolution</i>	38	3,75,64,650	100
<i>(ii) Voted against the resolution</i>	0	0	0
	<i>Total number of members (in person or by proxy) whose votes were declared invalid</i>	<i>Total number of votes cast by them</i>	
<i>(iii) Invalid votes</i>	Nil	Nil	

(B) As an Ordinary Resolution-Item No. 2. Passed with requisite majority

Appointment of M/s RMA & Associates, Chartered Accountants as Statutory Auditors of the Company and fixing their remuneration

	<i>Number of members Present And Voting (in Person or by proxy)</i>	<i>Number of Votes Cast by them</i>	<i>% of total no. of valid votes cast</i>
<i>(i) Voted in favour of the resolution</i>	38	3,75,64,650	100
<i>(ii) Voted against the resolution</i>	0	0	0
	<i>Total number of members (in person or by proxy) whose votes were declared</i>	<i>Total number of votes cast by them</i>	



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For Interworld Digital Ltd

	<i>invalid</i>	
(iii) Invalid votes	<i>Nil</i>	<i>Nil</i>

(C) As an Ordinary Resolution-Item No. 3. Passed with requisite majority

Appointment of Mr. Kamal Kishore Sharma (DIN 02039980) as an Independent Director of the Company to hold office for a term for five consecutive years from the date of this Annual General Meeting

	<i>Number of members Present And Voting (in Person or by proxy)</i>	<i>Number of Votes Cast by them</i>	<i>% of total no. of valid votes cast</i>
(i) Voted in favour of the resolution	38	3,75,64,650	100
(ii) Voted against the resolution	0	0	0
	<i>Total number of members (in person or by proxy) whose votes were declared invalid</i>	<i>Total number of votes cast by them</i>	
(iii) Invalid votes	<i>Nil</i>	<i>Nil</i>	

(D) As an Ordinary Resolution-Item No. 4. Passed with requisite majority

Appointment of Mr. Ajay Sharma (DIN 03344008) as an Independent Director of the Company to hold office for five consecutive years from the date of this Annual General Meeting.

	<i>Number of members Present And Voting (in Person or by proxy)</i>	<i>Number of Votes Cast by them</i>	<i>% of total no. of valid votes cast</i>
(i) Voted in favour of the resolution	38	3,75,64,650	100
(ii) Voted against the resolution	0	0	0



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	Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
(iii) Invalid votes	Nil	Nil

(E) As an Special Resolution-Item No. 5. Passed with requisite majority

Appointment of Mr. Man Mohan Gupta (DIN No. 00161861) as the Managing Director of the company for a period of three years w.e.f. 01/09/2014

	Number of members Present And Voting (in Person or by proxy)	Number of Votes Cast by them	% of total no. of valid votes cast
(i) Voted in favour of the resolution	38	3,75,64,650	100
(ii) Voted against the resolution	0	0	0

	Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
(iii) Invalid votes	Nil	Nil

(F) As Special Resolution-Item No. 6. Passed with requisite majority

Authorisation to increase the Borrowing Limits

	Number of members Present And Voting (in Person or by proxy)	Number of Votes Cast by them	% of total no. of valid votes cast
(i) Voted in favour of the resolution	38	3,75,64,650	100
(ii) Voted against the	0	0	0



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For Interworld Digital Ltd

<i>resolution</i>		
	<i>Total number of members (in person or by proxy) whose votes were declared invalid</i>	<i>Total number of votes cast by them</i>
<i>(iii) Invalid votes</i>	<i>Nil</i>	<i>Nil</i>

(G) As Special Resolution-Item No. 7. Passed with requisite majority

Creation of charges(s), mortgage(s) and hypothecation(s) on movable and immovable properties of the Company

	<i>Number of members Present And Voting (in Person or by proxy)</i>	<i>Number of Votes Cast by them</i>	<i>% of total no. of valid votes cast</i>
<i>(i) Voted in favour of the resolution</i>	38	3,75,64,650	100
<i>(ii) Voted against the resolution</i>	0	0	0
	<i>Total number of members (in person or by proxy) whose votes were declared invalid</i>	<i>Total number of votes cast by them</i>	
<i>(iii) Invalid votes</i>	<i>Nil</i>	<i>Nil</i>	



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For Interworld Digital Ltd

[Signature]
Authorised Signatory

5. A Compact Disc Containing a List of Equity shareholder who Voted "For" & Against and those whose votes were declared invalid for each resolution is enclosed.

6. The poll papers and all other records were sealed and handed over to the ~~Company Secretary~~ / Director authorized by the Board for safe keeping.

Thanking you

Yours faithfully,

For A.K. FRIENDS & CO.

Ashish
Ashish Kumar Friends
Practising Company Secretary
C.P. No.-4056, Mem No.-FCS-5129

PLACE: New Delhi

DATED: 30/09/2014

Witness 1

Ashish

*Satish Garg 1472, Punjath
Mahalla Surozimanah*

Witness 2

Ram Nwaj

*RAM NWAJ SHARMA
28/474A, Deen Nagar*

Compt-131201, Haryana

D.K. ->

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For Interworld Digital Ltd

[Signature]
Authorised Signatory

**COMBINED SCRUTINIZER REPORT FOR E-VOTING & POLL FOR
INTERWORLD DIGITAL LIMITED**

To
The Chairman
M/s INTERWORLD DIGITAL LIMITED

19th Annual General Meeting of the Equity Shareholders of INTERWORLD DIGITAL LIMITED to be held on Tuesday, September 30, 2014 at 09.30 A.M at 701, Arunachal Building, 19, Barakhamba Road, Connaught Place, New Delhi-110001

Subject: - Passing of Resolution through electronic AND poll conducted at the AGM of M/s INTERWORLD DIGITAL LIMITED held on 30th September, 2014

The Board of the Company had appointed me as a Scrutinizer for the e-voting held between September 22, 2014 at 10:00 A.M. to September 24, 2014 at 5:00 P.M. and for the poll held at the AGM of the Company on the September 30, 2014

The Company has appointed National Securities Depositories Limited (NSDL) as the Service Provider, for extending the facility of electronic voting to the shareholders of the Company from September 22, 2014 at 1000 A.M. to September 24, 2014 at 05:00 P.M. The e-voting results were unblocked by me on September 25, 2014 in the presence of two witnesses.

At the 19th AGM of the Company held on September 30, 2014, the Chairman of the meeting had suo motto called for a poll to facilitate the members present in the meeting who could not participate in the e-voting to record their votes through the poll process.



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For Inter world Digital Ltd

[Signature]
Authorised Signatory

The result of the E-voting together with that of the Poll is as under:

Number of members who cast their votes through e-voting	Total number of Shares held by them	Total number of Valid votes (as per details provided under each one of the Resolution(s) mentioned hereunder
06	294245	Mentioned under each of the Resolution

Item no of Notice	Type of Voting	Votes in favour of the Resolution		Votes against the resolution		Invalid Votes	
		Nos.	%age	Nos.	%age	Nos.	%age
Item No. 1 of the Notice (As an Ordinary Resolution)	E-voting	2,44,395	100	Nil	Nil	Nil	Nil
	Poll	3,75,64,650	100	Nil	Nil	Nil	Nil
	Total	3,78,09,045	100	Nil	Nil	Nil	Nil
Item No. 2 of the Notice (As an Ordinary Resolution)	E-voting	2,44,395	100	Nil	Nil	Nil	Nil
	Poll	3,75,64,650	100	Nil	Nil	Nil	Nil
	Total	3,78,09,045	100	Nil	Nil	Nil	Nil
Item No. 3 of the Notice (As an Ordinary Resolution)	E-voting	2,44,395	100	Nil	Nil	Nil	Nil
	Poll	3,75,64,650	100	Nil	Nil	Nil	Nil
	Total	3,78,09,045	100	Nil	Nil	Nil	Nil
Item No. 4 of the Notice (As an Ordinary Resolution)	E-voting	2,44,395	100	Nil	Nil	Nil	Nil
	Poll	3,75,64,650	100	Nil	Nil	Nil	Nil
	Total	3,78,09,045	100	Nil	Nil	Nil	Nil
Item No. 5 of the Notice (As an Special Resolution)	E-voting	2,94,245	100	Nil	Nil	Nil	Nil
	Poll	3,75,64,650	100	Nil	Nil	Nil	Nil
	Total	3,78,58,895	100	Nil	Nil	Nil	Nil
Item No. 6 of the Notice (As an Special Resolution)	E-voting	2,94,245	100	Nil	Nil	Nil	Nil
	Poll	3,75,64,650	100	Nil	Nil	Nil	Nil



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For Interworld Digital Ltd

Authorised Signatory

	Total	3,78,58,895	100	Nil	Nil	Nil	Nil
Item No. 7 of the Notice (As an Special Resolution)	E-voting	2,44,395	100	Nil	Nil	Nil	Nil
	Poll	3,75,64,650	100	Nil	Nil	Nil	Nil
	Total	3,78,09,045	100	Nil	Nil	Nil	Nil

All the Resolutions stands passed under E-voting and poll with the requisite majority.

I hereby confirm that I am maintaining the Registers received from the Service Provider both electronically and manually, in respect of the Votes cast through e-Voting and poll by the Shareholders of the Bank. I shall be arranging to hand over these records to you or such other person authorized by you.

Thanking you
Yours faithfully,

For A.K. FRIENDS & CO.



Ashish Kumar Friends
Practising Company Secretary
C.P. No.-4056, Mem No.-FCS-5129

Place: New Delhi
Dated: 30/09/2014

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For Interworld Digital Ltd


Authorized Signatory

L72900DL1995PLC067808

Date: 01/10/2014

To

The Manager, Listing

The Bombay Stock Exchange Limited

Phiroze Jeejeebhoy Towers, Dalal Street,

Mumbai-400001

Sub: DETAILS OF VOTING RESULTS OF 19th ANNUAL GENERAL MEETING OF THE COMPANY AS PER
CLAUSE 35A OF THE LISTING AGREEMENT

The 19th Annual General Meeting of the Company was held on Tuesday, the 30th day of September, 2014 at the registered office of the Company at 701, Arunachal Building, 19, Barakhamba Road, Connaught Place, New Delhi-110001 at 09:30 am. The Voting results of the same are as follows:

Date of the AGM/EGM:	30 th September, 2014
Total number of shareholders on record date:	6321
No. of shareholders present in the meeting either in person or through proxy	
Promoters and Promoter Group:	3
Public:	41
No. of Shareholders attended the meeting through Video Conferencing	
Promoters and Promoter Group:	Nil
Public:	Nil



(Agenda-wise)

Sl. No.	Details of the Agenda	Resolution required: (Ordinary/ Special)	Mode of voting: (Show of hands/Poll/ Postal ballot/ E-voting)	Remarks
1.	Adoption of Financial Statements, Board and Auditors' Report	Ordinary Resolution	E-Voting & Poll	The Resolution was passed with requisite majority
2.	Re-appointment of Statutory Auditors	Ordinary Resolution	E-Voting & Poll	The Resolution was passed with requisite majority
3.	Appointment of Mr. Kamal Kishore Sharma as an Independent Director	Ordinary Resolution	E-Voting & Poll	The Resolution was passed with requisite majority
4.	Appointment of Mr. Ajay Sharma as an Independent Director	Ordinary Resolution	E-Voting & Poll	The Resolution was passed with requisite majority
5.	Re-Appointment of Mr. Man Mohan Gupta as the Managing Director	Special Resolution	E-Voting & Poll	The Resolution was passed with requisite majority
6.	Authorisation to increase the Borrowing Limits	Special Resolution	E-Voting & Poll	The Resolution was passed with requisite majority
7.	Creation of Charges(s), mortgage(s) and hypothecation(s) on movable and immovable properties of the Company	Special Resolution	E-Voting & Poll	The Resolution was passed with requisite majority



AGENDA WISE VOTING RESULTS: E-VOTING & POLL:

Resolution No. 1

Adoption of Financial Statements, Board and Auditors' Report

Promoter/Public	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes – against	% of Votes in favour on votes polled	% of Votes against on votes polled
	(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Mode of Voting (E-Voting and Poll)							
Promoter and Promoter Group	65,022,664	37,043,100	57.00%	37,043,100	0	100%	0%
Public – Institutional holders	Nil	Nil	Nil	Nil	Nil	Nil	Nil
Public-Others	41,33,54,336	7,65,945	0.19%	7,65,945	0	100%	0%
Total	47,83,77,000	37,809,045	7.90%	37,809,045	0	100%	0%



Resolution No. 2

Re-appointment of Statutory Auditors

Promoter/Public	No. of shares held	No. of votes polled	% of Votes on Polled outstanding shares $(3) = [(2)/(1)] * 100$	No. of Votes -- in favour	No. of Votes -- against	% of Votes in favour on votes polled $(6) = [(4)/(2)] * 100$	% of Votes against on votes polled $(7) = [(5)/(2)] * 100$
	(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Mode of Voting (E-Voting and Poll)							
Promoter and Group	65,022,664	37,043,100	57.00%	37,043,100	0	100%	0%
Public – Institutional holders	Nil	Nil	Nil	Nil	Nil	Nil	Nil
Public-Others	41,33,54,336	7,65,945	0.19%	7,65,945	0	100%	0%
Total	47,83,77,000	37,809,045	7.90%	37,809,045	0	100%	0%



Resolution No. 3

Appointment of Mr. Kamal Kishore Sharma as an Independent Director

Promoter/Public	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of Votes – in favour	No. of Votes – against	% of Votes in favour on votes polled	% of Votes against on votes polled
	(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Mode of Voting (E-Voting and Poll)							
Promoter and Promoter Group	65,022,664	37,043,100	57.00%	37,043,100	0	100%	0%
Public – Institutional holders	Nil	Nil	Nil	Nil	Nil	Nil	Nil
Public-Others	41,33,54,336	7,65,945	0.19%	7,65,945	0	100%	0%
Total	47,83,77,000	37,809,045	7.90%	37,809,045	0	100%	0%



Resolution No. 4

Appointment of Mr. Ajay Sharma as an Independent Director

Promoter/Public	No. of shares held	No. of votes polled	% of Votes on outstanding shares (3)=[(2)/(1)]*100	No. of Votes – in favour	No. of Votes – against	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
	(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Mode of Voting (E-Voting and Poll)							
Promoter and Promoter Group	65,022,664	37,043,100	57.00%	37,043,100	0	100%	0%
Public – Institutional holders	Nil	Nil	Nil	Nil	Nil	Nil	Nil
Public-Others	41,33,54,336	7,65,945	0.19%	7,65,945	0	100%	0%
Total	47,83,77,000	37,809,045	7.90%	37,809,045	0	100%	0%



Resolution No. 5

Reappointment of Mr. Man Mohan Gupta as the Managing Director of the Company

Promoter/Public	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes – against	% of Votes in favour on votes polled	% of Votes against on votes polled
	(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Mode of Voting (E-Voting and Poll)							
Promoter and Promoter Group	65,022,664	37,043,100	57.00%	37,043,100	0	100%	0%
Public – Institutional holders	Nil	Nil	Nil	Nil	Nil	Nil	Nil
Public-Others	41,33,54,336	8,15,795	0.20%	8,15,795	0	100%	0%
Total	47,83,77,000	37,858,895	7.91%	37,858,895	0	100%	0%



Resolution No. 6

Authorization to Increase the Borrowing Limits

Promoter/Public	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes – against	% of Votes in favour on votes polled	% of Votes against on votes polled
	(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Mode of Voting (E-Voting and Poll)							
Promoter and Promoter Group	65,022,664	37,043,100	57.00%	37,043,100	0	100%	0%
Public – Institutional holders	Nil	Nil	Nil	Nil	Nil	Nil	Nil
Public-Others	41,33,54,336	8,15,795	0.20%	8,15,795	0	100%	0%
Total	47,83,77,000	37,858,895	7.91%	37,858,895	0	100%	0%



Resolution No. 7

Creation of Charge(s), mortgage(s) and hypothecation(s) on movable and immovable properties of the Company

Promoter/Public	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes – against	% of Votes in favour on votes polled	% of Votes against on votes polled
	(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Mode of Voting (E-Voting and Poll)							
Promoter and Promoter Group	65,022,664	37,043,100	57.00%	37,043,100	0	100%	0%
Public – Institutional holders	Nil	Nil	Nil	Nil	Nil	Nil	Nil
Public-Others	41,33,54,336	7,65,945	0.19%	7,65,945	0	100%	0%
Total	47,83,77,000	37,809,045	7.90%	37,809,045	0	100%	0%

For Interworld Digital Limited

Authorised Signatory



CC:

The Manager (e Voting)
National Securities Depository Limited
E Voting Division,
Trade World – A Wing, Kamala Mills Compound
Lower Parel, Mumbai - 400013