

Result of the Postal Ballot and e-voting declared on Monday, 25th April, 2016 at 5.00 P.M.

This is to inform that as mentioned in our Postal Ballot notice dated 23rd March, 2016 to the Equity Shareholders of the Company, the Result of the Voting conducted through Postal Ballot in respect of the following special resolution is as under:-

Gist of Special Resolution:

The Audit Committee and the Board of Directors of the Company at its meeting held on 14 August, 2015, approved the Scheme of Amalgamation between India Aviation Training Institute Private Limited with AXISCADES Engineering Technologies Limited ("Company") and their respective Shareholders and Creditors ("Scheme"), subject to approval of the Shareholders and Creditors of the Company, as may be required and subject to sanction of the Hon'ble High Court of Karnataka at Bengaluru and of such authorities as may be necessary.

The Company is required to obtain the approval of its Equity Shareholders for the Scheme by means of postal ballot and e-voting under Section 110 of the Companies Act, 2013 read with rules made thereof, Regulation 44 of the SEBI (LODR) Regulations, 2015 and Listing Agreement executed by the Company with BSE Limited and National Stock Exchange of India Limited, in terms of SEBI Circular CIR/CFD/DIL/5/2013 dated 4th February, 2013 read with SEBI Circular CIR/CFD/DIL/8/2013 dated 21st May, 2013 ("SEBI Circulars"), conditions laid down in the Observation Letters dated February 24, 2016 and February 25, 2016 issued by BSE Limited and National Stock Exchange of India Limited, (collectively referred to as "Observation Letters"), respectively, and the relevant provisions of the applicable laws.

In terms of SEBI Circulars, read with Observation letters, the Scheme shall be acted upon only if the votes cast by the Public Shareholders of the Company in favour (Assent) of the special resolution are more than the number of votes cast by the Public Shareholders against (Dissent) it. Any votes received from non-public shareholders will be considered invalid, so far as this special resolution is concerned.

**AXISCADES Engineering Technologies Limited**

(Formerly Axis IT&T Limited)

CIN No: L72200KA1990PLC084435

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Result of Voting

The Resolution have been passed by requisite majority as per details given hereunder:

Voting by Ballot Papers is as follows:

PARTICULARS	NUMBER OF BALLOT PAPERS RECEIVED FROM PUBLIC SHAREHOLDERS	TOTAL NUMBER OF SHARES
Total number of ballot papers received	25	646
Total number of valid ballot papers	24	446
Total number of invalid ballot papers	1	200

Voting by Electronic Mode are as follows:

PARTICULARS	NUMBER OF MEMBERS WHO CAST THEIR VOTES ELECTRONICALLY (INCLUDING PROMOTERS)	TOTAL NUMBER OF SHARES
Total Votes Received by Electronic Mode	32	1,77,61,038
Total Number of Valid Votes	32	1,77,61,038
Total Number of Invalid votes	0	0



SPECIAL RESOLUTION:

Approval of Scheme of Amalgamation between India Aviation Training Institute Private Limited (“Transferor Company”) with AXISCADES Engineering Technologies Limited (“Transferee Company”) and their respective Shareholders and Creditors (“The Scheme”)

Particulars	NO. OF BALLOTS & E-VOTES (EXCLUDING PROMOTERS)	TOTAL NUMBER OF SHARES	PERCENTAGE
Total valid postal ballot forms and e-votes of public shareholders	53	1686970	6.204469
Total number of shares polled in FAVOUR of the Resolution	50	1686730	6.203587
Total number of shares polled AGAINST the Resolution	3	240	0.000882

It is hereby announced that the above mentioned Special Resolution in respect of the Postal Ballot Notice dated 23rd March, 2016 is duly passed.

The Company Secretary is hereby directed that the aforesaid result along with the special resolution be recorded in the minute book meant for recording the proceedings of general meetings of members and the results along with the Scrutinizer’s report be placed on the website of the company www.axiscades.com, the Stock Exchanges and the Registrar & Transfer Agent (Karvy).

For AXISCADES Engineering Technologies Limited



Sudhakar Gande

Chairman of the Court Convened Meeting of the Shareholders

25th April, 2016

Bengaluru

- 8) I have not found any defaced/mutilated Postal Ballot forms.
- 9) On proper scrutiny of all the Postal Ballot forms and e-votes, the summary of the Postal Ballot and e-votes received from Public Shareholders is given below:

I. Details of Voting by Postal Ballot:

Particulars	No. of Postal Ballot Forms received from Public Shareholders	No. of Equity Shares of Rs.5/- each (Votes)
Total votes cast under Postal Ballot	25	646
Less: Total number of Invalid Postal Ballot Votes	1	200
Total number of Valid Postal Ballot Votes	24	446

II. Details of Voting by Electronic Mode, as received from Karvy are as follows:

Particulars	No. of Shareholders (including Promoters) who have cast their votes electronically	No. of Equity Shares of Rs.5/- each (Votes)
Total votes received by Electronic Mode	32	17761038
Less: Total number of Invalid Votes	0	0
Total number of Valid e-votes	32	17761038

III. Details of Total Voting in terms of SEBI Circulars are as under:

Particulars	No. of valid Postal Ballot forms and e-votes (excluding Promoters)	No. of Equity Shares of FV of Rs.5/- each (Votes)	% to the paid up capital of valid votes received
Total valid postal ballot forms and e-votes of Public Shareholders	53	1686970	6.204469
Assented to the Resolution	50	1686730	6.203587
Dissented to the Resolution	03	240	0.000882

10) In terms of SEBI Circulars, read with Observation letters, the Scheme shall be acted upon only if the votes cast by the Public Shareholders of Company in favour (Assent) of the proposal are more than the number of votes cast by the Public Shareholders against (Dissent) it. Since the votes cast by the public shareholders **FOR** the resolution exceeds number of votes cast **AGAINST**, by more than 3/4th, **the resolution is considered to be duly passed.**

11) The Postal Ballot forms, e-votes and all other relevant records were sealed and handed over to the Company Secretary/ Director authorized by the Board for safekeeping.

12) You are requested to kindly declare the said results to the shareholders of the Company.

Thanking you.
 Yours faithfully,



ANANT KHAMANKAR
PRACTICING COMPANY SECRETARY
MEMBERSHIP NO.: FCS – 3198

Date: 25 April, 2016

Place: Bengaluru



