CS : L13208KA1998PLC011398



#### MIDWEST GOLD LIMITED

(Formerly Nova Granites (India) Limited)

To,

Date: 30.09.2014

BSE Limited, Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai- 400001,

Dear Sir/ Madam,

Sub: Voting Results of 24th Annual General Meeting.

Unit: Midwest Gold Limited

Ref: Clause 35A of the Listing Agreement

With reference to the Captioned subject, please find the outcome of 24<sup>th</sup> Annual General meeting of the Company as follows:

Sl No.	Description					
A	Date of AGM		***		29.09.2014	
В	Total Number (cut -off date			6843		
С	i i					<u></u>
Sharehole	ders	Present in person	Present through Proxy/ Authorization	Total	Shares	% of Capital
Promoter Group	& Promoter	3	2	5	23,70,465	72.49
Public		45	Nil	45	3,42,880	10.48
Total		48	2	50	27,13,345	82.97
D	No. of share	holders atter	ded the meeting th	⊥ rough vi	deo conferencin	g – There wa

no video conferencing facility.

### CONSOLIDATED RESULTS OF E-VOTING AND POLL OF 24<sup>TH</sup> ANNUAL GENERAL MEETING OF M/S. MIDWEST GOLD LIMITED

RESOLUTION -1: Adoption of Audited Balance Sheet of the Company as at 31<sup>st</sup> March, 2014 and the Profit and Loss Account for the financial year ended on that date along with the Report of Directors and the Auditors thereon. (Ordinary Resolution)

Category	No. of Shares held	No. of votes polled	% of votes polled on outstanding shares	No. of Votesin Favour	No. of Votes – Against	% of votes in favour on votes polled	% of votes in against on votes polled
	(1)	(2)	(3)=[(2)/( 1)]*100	(4)	(5)	(6)=[(4)/( 2)]* 100	(7)=[(5)/(2)]* 100
Promoter &Promoter Group	24,34,516	23,70,465	97.36	23,70,465	Nil	100	Nil
Public Institutional holders	22,670	Nil	Nil	Nil	Nil	Nil	Nil
Public - Others	8,12,814	3,42,880	42.18	3,42,870	10	99.9970	0.0029
Total	32,70,000	27,13, 345	82.97	27,13,335	10	99.9996	0.0029

#### RESOLUTION -2: Re- appointment of Shri K. Deepak (IN No: 03146700) as Director of the Company who retires by rotation. (Ordinary Resolution)

Category	No. of	No. of	% of	No. of	No. of	% of	% of votes in
	Shares held	votes	votes	Votes -in	Votes -	votes in	against on
		polled	polled on	Favour	Against	favour	votes polled
			outstandi			on votes	
			ng shares			polled	
	(1)	(2)	(3)=[(2)/(	(4)	(5)	(6)=[(4)/	(7)=[(5)/(2)]*
			1)]*100			(2)]*	100
						100	
Promoter	24,34,516	23,70,465	97.36	23,70,465	Nil	100	Nil
&Promoter							
Group							
Public	22,670	Nil	Nil	Nil	Nil	Nil	Nil
Institutional							
holders							
Public -	8,12,814	3,42,880	42.18	3,42,870	10	99.9970	0.0029
Others							
Total	32,70,000	27,13, 345	82.97	27,13,335	10	99.9996	0.0029
							0.0029

### RESOLUTION -3: Appointment of M/s. G.L. Kothari & Co., Chartered Accountants as the Statutory Auditors of the Company (Ordinary Resolution)

Category	No. of Shares held	No. of votes polled	% of votes polled on outstandi	No. of Votes –in Favour	No. of Votes – Against	% of votes in favour on votes	% of votes in against on votes polled
			ng shares			polled	
	(1)	(2)	(3)=[(2)/( 1)]*100	(4)	(5)	(6)=[(4)/ (2)]* 100	(7)=[(5)/(2)] * 100
Promoter &Promoter Group	24,34,516	23,70,465	97.36	23,70,465	Nil	100	Nil
Public Institutional holders	22,670	Nil	Nil	Nil	Nil	Nil	Nil
Public - Others	8,12,814	3,42,880	42.18	3,42,870	10	99.9970	0.0029
Total	32,70,000	27,13, 345	82.97	27,13,335	10	99.9996	0.0029

### RESOLUTION -4: Appointment of Shri P. Harinadha Babu (DIN No: 01251310) as an Independent Director (Ordinary Resolution)

Category	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 in against on votes polled
	(1)	(2)	(3)=[(2)/( 1)]*100	(4)	(5)	(6)=[(4)/(2 )]* 100	(7)=[(5)/(2) ]* 100
Promoter &Promoter Group	24,34,516	23,70,465	97.36	23,70,465	Nil	100	Nil
Public Institutional holders	22,670	Nil	Nil	Nil	Nil	Nil	Nil
Public - Others	8,12,814	3,42,880	42.18	3,42,870	10	99.9970	0.0029
Total	32,70,000	27,13, 345	82.97	27,13,335	10	99.9996	0.0029



### RESOLUTION -5: Appointment of Shri G. Nityanand (DIN No: 00078426) as an Independent Director (Ordinary Resolution)

Category	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 in against on votes polled
	(1)	(2)	(3)=[(2)/( 1)]*100	(4)	(5)	(6)=[(4)/(2 )]* 100	(7)=[(5)/(2) ]* 100
Promoter &Promoter Group	24,34,516	23,70,465	97.36	23,70,465	Nil	100	Nil
Public Institutional holders	22,670	Nil	Nil	Nil	Nil	Nil	Nil
Public - Others	8,12,814	3,42,880	42.18	3,42,870	10	99.9970	0.0029
Total	32,70,000	27,13, 345	82.97	27,13,335	10	99.9996	0.0029

### RESOLUTION -6: Appointment of Shri. S. Radhakrishnan (DIN No: 00196796) as an Independent Director (Ordinary Resolution)

Category	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 in against on votes polled
	(1)	(2)	(3)=[(2)/( 1)]*100	(4)	(5)	(6)=[(4)/(2 )]* 100	(7)=[(5)/(2) ]* 100
Promoter &Promoter Group	24,34,516	23,70,465	97.36	23,70,465	Nil	100	Nil
Public Institutional holders	22,670	Nil	Nil	Nil	Nil	Nil	Nil
Public - Others	8,12,814	3,42,880	42.18	3,42,870	10	99.9970	0.0029
Total	32,70,000	27,13, 345	82.97	27,13,335	10	99.9996	0.0029



## RESOLUTION -7: To approve Borrowing limits of the Company shall not be in excess of Rs. 50 Crores (Rupees Fifty Crores only) over and above the aggregate of the paid up share capital and free reserves of the Company (Special Resolution)

Catagori	No. of	No. of	% of votes	No. of	No. of	% of	% of votes
Category			polled on	Votesin	Votes -	votes in	in against
	Shares	votes	j -			favour on	on votes
	held	polled	outstandin	Favour	Against		
			g shares			votes	polled
						polled	5 (5) (6)
	(1)	(2)	(3)=[(2)/(1)]	(4)	(5)	(6)=[(4)/(	(7)=[(5)/(2)
			)]*100			2)]*	]*
						100	100
Promoter	24,34,516	23,70,465	97.36	23,70,465	Nil	100	Nil
&Promoter	,,	,,					
Group					•	1	
Public	22,670	Nil	Nil	Nil	Nil	Nil	Nil
Institutional	22,070	1111	1111	- 122	- \-		
holders	0.13.014	2 42 990	42.18	3,42,870	10	99.9970	0.0029
Public -	8,12,814	3,42,880	42.18	3,42,070	10	33.5570	0.0023
Others			<b>_</b>		1	100000	0.0020
Total	32,70,000	27,13, 345	82.97	27,13,335	10	99.9996	0.0029
	,,.	, , ,					

### RESOLUTION -8: To adopt the new Articles of Association in compliance with the Companies Act, 2013. (Special Resolution)

Category	No. of	No. of	% of	No. of	No. of	% of votes	% of votes
<i>2</i>	Shares	votes	votes	Votes -in	Votes -	in favour	in against
	held	polled	polled on outstandi ng shares	Favour	Against	on votes polled	on votes polled
	(1)	(2)	(3)=[(2)/( 1)]*100	(4)	(5)	(6)=[(4)/(2 )]* 100	(7)=[(5)/(2) ]* 100
Promoter &Promoter Group	24,34,516	23,70,465	97.36	23,70,465	Nil	100	Nil
Public Institutional holders	22,670	Nil	Nil	Nil	Nil	Nil	Nil
Public - Others	8,12,814	3,42,880	42.18	3,42,870	10	99.9970	0.0029
Total	32,70,000	27,13, 345	82.97	27,13,335	10	99.9996	0.0029

Thanking You,

Yours Faithfully
For Midwest Colling B S Raju
Whole Time

Copy to-

1. Bangalore Stock Exchange, Bangalore,

2. Delhi Stock Exchange, Delhi,

3. Ahmadabad Stock Exchange, Ahmadabad.

## PRATHAP SATLA & ASSOCIATES COMPANY SECRETARIES



#### SCRUTINIZER'S REPORT ON E-VOTING

To,
The Chairman,
Midwest Gold Limited,
25-A, Attibele Industrial Area,
Attibele, Bangalore Dist.
Karnataka-562107

Sub:- Report on E-voting for Twenty Fourth Annual General Meeting of the Equity Shareholders of M/s. Midwest Gold Limited-Reg

Dear Sir,

- I, Prathap Satla, (Proprietor of Prathap Satla & Associates) Practicing Company Secretary was appointed as Scrutinizer for the purpose of the e-voting taken on the below mentioned resolutions for 24<sup>th</sup> Annual General Meeting of the Equity Shareholders of The Midwest Gold Limited to be held on 29.09.2014 at 11.00 A.M. at the registered office of the company at 25-A, Attibele Industrial Area, Attibele, Bangalore Dist, Karnataka-562107.
- 1. The e-voting period commences on 24th September, 2014 at 10.00 A.M. and ends on 25<sup>th</sup> September, 2014 at 5.00 P.M. (both days inclusive)
- 2. The members of the company as on the "cut-off" date i.e., 29<sup>th</sup> August 2014 were entitled to vote as set out in the notice of 24<sup>th</sup> AGM of Midwest Gold Limited.
- 3. The Company has appointed Karvy Computershare Private Limited (KCPL) as the Service Provider for extending the facility of electronic voting to the shareholders of the Company.



- 4. The details containing interalia, list of equity shareholders who voted "for " or " against " & "invalid / abstain" on each of the resolution that were put to vote, were generated from the evoting website of M/s. Karvy Computershare Private limited (KCPL).
- 5. Based on the aforesaid the results of e-voting are attached here as **Annexure**:

Thanking you,

Yours faithfully, For PRATHAP SATLA & ASSOCIATES

**COMPANY SECRETARIES** 

PRATHAP SATLY

**Proprietor** 

M.No.25595, CP No. 11879

Date: 27/09/2014 Place: Hyderabad

Witness: 2 M. Lauillèran - M. Paullèrant.

RESOLUTION -1: Adoption of Audited Balance Sheet of the Company as at 31<sup>st</sup> March, 2014 and the Profit and Loss Account for the financial year ended on that date along with the Report of Directors and the Auditors thereon. (Ordinary Resolution)

	Particulars	Number of members voted (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast	
	Voted in favour of the resolution	7	399681	100	
	Voted in layour of the resolution	Nil	Nil	Nil	
2	Voted against the resolution			Nil	
3	Invalid/ Abstained votes	Nil	Nil	+	
	Total	7	399681	100	

## RESOLUTION -2: Re- appointment of Shri K. Deepak (DIN No: 03146700) as Director of the Company who retires by rotation. (Ordinary Resolution)

	Particulars	Number of members voted (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
	Voted in favour of the resolution	7	399681	100
<u> </u>		Nil	Nil	Nil
2	Voted against the resolution		Nil	Nil
3	Invalid/ Abstained votes	Nil		100
	Total	7	399681	

## RESOLUTION -3: Appointment of M/s. G.L. Kothari & Co., Chartered Accountants as the Statutory Auditors of the Company (Ordinary Resolution)

	Particulars	Number of members voted (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast	
	Voted in favour of the resolution	7	399681	100	
<u> </u>		Nil	Nil	Nil	
2	Voted against the resolution		Nil	Nil	
3	Invalid/ Abstained votes	Nil			
-	Total	7	399681	100	

M.No.25595 (CP No. 11879)

# RESOLUTION -4: Appointment of Shri P. Harinadha Babu (DIN No: 01251310) as an Independent Director (Ordinary Resolution)

Particulars	Number of members voted (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
		399681	100
1 Voted in favour of the resolution	<u> </u>	Nil	Nil
2 Voted against the resolution	Nil	Nil	Nil
3 Invalid/ Abstained votes	Nil	399681	100
Total	<u> </u>	377001	

# RESOLUTION -5: Appointment of Shri G. Nityanand (DIN No: 00078426) as an Independent Director (Ordinary Resolution)

	Particulars	Number of members voted (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
		proxy)	399681	100
1	Voted in favour of the resolution	\\\\\\\\\\\\\\\\\\\\\\\\\\\\\\\\\\\\\\	Nil	Nil
2	Voted against the resolution	Nil	Nil	Nil
3	Invalid/ Abstained votes	Nil	399681	100
	Total			<del></del>

# RESOLUTION -6: Appointment of Shri. S. Radhakrishnan (DIN No: 00196796) as an Independent Director (Ordinary Resolution)

Particulars	Number of members voted (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
	7	399681	100
Voted in favour of the resolution	\\ \ \ \ \ \ \ \ \ \ \ \ \ \ \ \ \ \ \	Nil	Nil
2 Voted against the resolution	Nil	Nil	Nil
3 Invalid/ Abstained votes  Total	Nil	399681	100



RESOLUTION -7: To approve Borrowing limits of the Company shall not be in excess of Rs. 50 Crores (Rupees Fifty Crores only) over and above the aggregate of the paid up share capital and free reserves of the Company (Special Resolution)

	Particulars	Number of members voted (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
1	Voted in favour of the resolution	7	399681	100
2	Voted against the resolution	Nil	Nil	Nil
3	Invalid/ Abstained votes	Nil	Nil	Nil
	Total	7	399681	100

RESOLUTION -8: To adopt the new Articles of Association in compliance with the Companies Act, 2013. (Special Resolution)

	Particulars	Number of members voted (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
1	Voted in favour of the resolution	7	399681	100
2	Voted against the resolution	Nil	Nil	Nil
3	Invalid/ Abstained votes	Nil	Nil	Nil
	Total	7	399681	100

Thanking you,

Yours faithfully,

For PRATHAP SATLA & ASSOCIATES

COMPANY SECRETAL

PRATHAP SATL

Proprietor

M.No.25595, CP No. 11879

Place: Hyderabad Date: 27/09/2014

Witness: 2 M. Paul lièran \_ M. Paul Paral.

# PRATHAP SATLA & ASSOCIATES COMPANY SECRETARIES



#### FORM No. MGT-13 Report of Scrutinizer on poll

[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, 24<sup>th</sup> Annual General Meeting of the Equity Shareholders of Midwest Gold Limited held on 29.09.2014 at Bangalore.

Dear Sir.

- I. Prathap Satla, (Proprietor of Prathap Satla & Associates) Practicing Company Secretary was appointed as Scrutinizer for the purpose of the poll taken on the below mentioned resolutions at 24th Annual General Meeting of the Equity Shareholders of The Midwest Gold Limited (Formerly Nova Granites (India) Limited), held on 29.09.2014 at 11.00 A.M. at the registered office of the company at 25-A, Attibele Industrial Area, Attibele, Bangalore Dist, Karnataka-562107.
- After the time fixed for closing of the poll by the Chairman, One 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/our 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. I did not find any poll papers invalid.
- 4. The result of the Poll is as under:



RESOLUTION -1: Adoption of Audited Balance Sheet of the Company as at 31<sup>st</sup> March, 2014 and the Profit and Loss Account for the financial year ended on that date along with the Report of Directors and the Auditors thereon. (Ordinary Resolution)

	Particulars	Number of members present and voted (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
1	Voted in favour of the resolution	42	2313654	100
2	Voted against the resolution	1	10	100
3	Invalid/ Abstained votes	Nil	Nil	Nil
	Total	43	2313664	100

### RESOLUTION -2: Re- appointment of Shri K. Deepak (DIN No: 03146700) as Director of the Company who retires by rotation. (Ordinary Resolution)

	Particulars	Number of members present and voted (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
1	Voted in favour of the resolution	42	2313654	100
2	Voted against the resolution	1	10	100
3	Invalid/ Abstained votes	Nil	Nil	Nil
	Total	43	2313664	100

### RESOLUTION -3: Appointment of M/s. G.L. Kothari & Co., Chartered Accountants as the Statutory Auditors of the Company (Ordinary Resolution)

	Particulars	Number of members present and voted (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
1	Voted in favour of the resolution	42	2313654	100
2	Voted against the resolution	1	10	100
3	Invalid/ Abstained votes	Nil	Nil	Nil
	Total	43	2313664	100

### RESOLUTION -4: Appointment of Shri P. Harinadha Babu (DIN No: 01251310) as an Independent Director (Ordinary Resolution)

	Particulars	Number of members present and voted (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
1	Voted in favour of the resolution	42	2313654	100
2	Voted against the resolution	1	10	100
3	Invalid/ Abstained votes	Nil	Nil	Nil
	Total	43	2313664	100

RESOLUTION -5: Appointment of Shri G. Nityanand (DIN No: 00078426) as an Independent Director (Ordinary Resolution)

	Particulars	Number of members present and voted (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
1	Voted in favour of the resolution	42	2313654	100
7	Voted against the resolution	1	10	100
3	Invalid/ Abstained votes	Nil	Nil	Nil
	Total	43	2313664	100

### RESOLUTION -6: Appointment of Shri. S. Radhakrishnan (DIN No: 00196796) as an Independent Director (Ordinary Resolution)

ngangga sanganina	Particulars	Number of members present and voted (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
1	Voted in favour of the resolution	42	2313654	100
<u>^</u>	Voted against the resolution	1	10	100
3	Invalid/ Abstained votes	Nil	Nil	Nil
	Total	43	2313664	100

# RESOLUTION -7: To approve Borrowing limits of the Company shall not be in excess of Rs. 50 Crores (Rupees Fifty Crores only) over and above the aggregate of the paid up share capital and free reserves of the Company (Special Resolution)

	Particulars	Number of members present and voted (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
1	Voted in favour of the resolution	42	2313654	100
<u>,</u> う	Voted against the resolution	1	10	100
$\frac{2}{3}$	Invalid/ Abstained votes	Nil	Nil	Nil
	Total	43	2313664	100



#### RESOLUTION -8: To adopt the new Articles of Association in compliance with the Companies Act, 2013. (Special Resolution)

	Particulars	Number of members present and voted (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
l	Voted in favour of the resolution	42	2313654	100
2	Voted against the resolution	1	10	100
3	Invalid/ Abstained votes	Nil	Nil	Nil
	Total	43	2313664	100

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

Thanking you,

Yours faithfully,

For PRATHAP SATLA & ASSOCIATES

COMPANY SECRETARIES

PRATHAP SATLA

Proprietor

M.No.25595, CP No. 11879

Place: Bangalore Date: 29/09/2014

g. Steenward - Name G. stinivas Witness: 1

Witness: 2 Name.

M. Rawijuran Counter Signed by:
(Chairman-24th AGM)